



**PRASHANT DIWAN**  
B.Com, LL.B, FCS, AICWA  
Practicing Company Secretary

B-703/704, Anand Sagar,  
M. G. Road, Kandivali (W), Mumbai 400067

**CONSOLIDATED SCRUTINIZER'S REPORT**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015]

To  
**The Chairman**  
**Specular Marketing and Financing Limited**  
EC-4052, 4th Floor, Bharat Diamond Bourse  
BKC, Bandra East, Mumbai - 400051

Dear Sir,

- 1) The Board of Directors of the M/s. Specular Marketing and Financing Limited (CIN: L51900MH1985PLC034994) (hereinafter referred as the "Company") at its meeting held on 12<sup>th</sup> August, 2020 has appointed me as the Scrutinizer for Annual General Meeting (AGM) held on 28<sup>th</sup> September, 2020 through Video Conferencing / Other Audio Visual Means, pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and General Circular Nos. 14/2020, 17/2020, & 20/2020 issued by the Ministry of Corporate Affairs on 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020 & 5<sup>th</sup> May, 2020 respectively and Circular issued by SEBI dated 12<sup>th</sup> May, 2020 (collectively referred to as "MCA and SEBI Circulars") for scrutinizing the Remote e-voting and e-voting during AGM in respect of resolutions as stated in the Notice of the AGM of the Company.
- 2) I submit my report as under:
  - (a) The Company had on 4<sup>th</sup> September, 2020 sent the Annual report and the Notice of AGM to its members whose name(s) appeared on the Register of Members / List of Beneficiaries as on 21<sup>st</sup> August, 2020 through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA and SEBI Circular.
  - (b) As per provisions of the Companies Act, 2013, the number of votes cast in respect of any resolution will be counted according to the number of shares held by the concerned members. One share held will be equal to one vote.
  - (c) The members holding shares as on the "Cut off date" i.e. 22<sup>nd</sup> September, 2020 were entitled for Remote e-voting and e-voting during AGM on the proposed resolutions stated in the Notice of the AGM of the Company. The Remote e-voting period commenced on Friday, 25<sup>th</sup> September, 2020 from 9.00 a.m. IST and concluded on Sunday, 27<sup>th</sup> September, 2020 at 5.00 p.m. IST, the Remote e-voting services were provided by Central Depository Services Limited (CDSL).
  - (d) The Company had also made arrangements for e-voting during AGM for the Members who have not availed Remote e-voting facility. The said e-voting services were also provided by CDSL. However, none of the Members voted during AGM.



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- (e) The votes of Remote e-voting and e-voting during the AGM were unblocked on 28<sup>th</sup> September, 2020 at around 4.29 p.m. IST in the presence and association of two witnesses who are not in the employment of the Company. The results of Remote e-voting and e-voting during AGM along with the List of members who voted 'Assent' or 'Dissent' on the resolutions, were downloaded from the e-voting website of CDSL.
- (f) The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereof including MCA & SEBI Circulars in respect of the resolutions contained in the Notice of AGM and providing proper facility for AGM. Our responsibilities as scrutinizers is restricted to make a consolidated scrutinizer's report of the votes cast 'Assent' or 'Dissent' on the resolutions stated in the AGM Notice.
- (g) The shareholders exercised their voting either by Remote e-voting or e-voting during AGM. There was no shareholder who availed for both the facilities. Further, shareholders who have voted for lesser number of shares as compared to their entitlement, the number of shares for which they actually voted was considered.
- 3) The detailed report on Scrutinizing the Remote e-voting and e-voting during the AGM are enclosed herewith as under:
- (a) Annexure 1 – Consolidated Summary of e-voting during AGM and Remote e-voting
  - (b) Annexure 2 – Summary of e-voting during AGM
  - (c) Annexure 3 – Summary of Remote e-voting
  - (d) Annexure 4 – Consolidated Members Category Wise Voting Report (Resolution wise)
  - (e) Annexure 5 – Register of Remote e-Voting (Resolution wise)
- 4) I hereby handover the registers / records for safe custody to Mr. Shreyas Mehta, Chairman of the Meeting.
- 5) You may accordingly declare the results of the voting conducted by e-voting during AGM and Remote e-voting.

Thanking you  
Yours faithfully

**PRASHANT DIWAN**  
**SCRUTINIZER**

PR: 530/2017  
UDIN: F001403B000796450

Place: Mumbai  
Date: 28<sup>th</sup> September, 2020

Encl: as above

ANNEXURE 1

SPECULAR MARKETING AND FINANCING LIMITED

CONSOLIDATED SUMMARY OF e-VOTING DURING AGM AND REMOTE e-VOTING

ITEM NO. AS PER AGM NOTICE	PARTICULARS OF RESOLUTIONS	TYPE OF RESOLUTION	TOTAL NO. OF FOLIOS VOTED	TOTAL NUMBER OF VOTES	INVALID VOTES / NOT VOTED	TOTAL VALID VOTES	TOTAL ASSENT VOTES	% OF ASSENT VOTES	TOTAL DISSENT VOTES	% OF DISSENT VOTES
			1	2	3	4	5	6 = (5/4*100)	7	8 = (7/4*100)
1	To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and the Auditors thereon	Ordinary	9	152750	0	152750	152750	100.00	0	0.00
2	To appoint a director in place of Mr. Samir Mehta (DIN: 00211712) who retires by rotation and being eligible, offers himself for re-appointment	Ordinary	9	152750	0	152750	152750	100.00	0	0.00
3	To appoint Mr. Kerul Parikh (DIN: 05015909) as an Director of the Company	Ordinary	9	152750	0	152750	152750	100.00	0	0.00
4	To appoint Mr. Kerul Parikh (DIN: 05015909) as an Independent Director of the Company	Ordinary	9	152750	0	152750	152750	100.00	0	0.00

ANNEXURE 2

SPECULAR MARKETING AND FINANCING LIMITED

SUMMARY OF e-VOTING DURING AGM

ITEM NO. AS PER AGM NOTICE	PARTICULARS OF RESOLUTIONS	TYPE OF RESOLUTION	TOTAL NO. OF FOLIOS VOTED	TOTAL NUMBER OF VOTES	INVALID VOTES / NOT VOTED	TOTAL VALID VOTES	TOTAL ASSENT VOTES	% OF ASSENT VOTES	TOTAL DISSENT VOTES	% OF DISSENT VOTES
			1	2	3	4	5	6 = (5/4*100)	7	8 = (7/4*100)
1	To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and the Auditors thereon	Ordinary	0	0	0	0	0	0.00	0	0.00
2	To appoint a director in place of Mr. Samir Mehta (DIN: 00211712) who retires by rotation and being eligible, offers himself for re-appointment	Ordinary	0	0	0	0	0	0.00	0	0.00
3	To appoint Mr. Kerul Parikh (DIN: 05015909) as an Director of the Company	Ordinary	0	0	0	0	0	0.00	0	0.00
4	To appoint Mr. Kerul Parikh (DIN: 05015909) as an Independent Director of the Company	Ordinary	0	0	0	0	0	0.00	0	0.00

ANNEXURE 3

SPECULAR MARKETING AND FINANCING LIMITED

SUMMARY OF REMOTE EVOTING

ITEM NO. AS PER AGM NOTICE	PARTICULARS OF RESOLUTIONS	TYPE OF RESOLUTION	TOTAL NO. OF FOLIO VOTED	TOTAL NUMBER OF VOTES	INVALID VOTES / NOT VOTED	TOTAL VALID VOTES	TOTAL ASSENT VOTES	% OF ASSENT VOTES	TOTAL DISSENT VOTES	% OF DISSENT VOTES
			1	2	3	4	5	6 = (5/4*100)	7	8 = (7/4*100)
1	To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and the Auditors thereon	Ordinary	9	152750	0	152750	152750	100.00	0	0.00
2	To appoint a director in place of Mr. Samir Mehta (DIN: 00211712) who retires by rotation and being eligible, offers himself for re-appointment	Ordinary	9	152750	0	152750	152750	100.00	0	0.00
3	To appoint Mr. Kerul Parikh (DIN: 05015909) as an Director of the Company	Ordinary	9	152750	0	152750	152750	100.00	0	0.00
4	To appoint Mr. Kerul Parikh (DIN: 05015909) as an Independent Director of the Company	Ordinary	9	152750	0	152750	152750	100.00	0	0.00

**Consolidated Members Category Wise Voting Report  
SPECULAR MARKETING AND FINANCING LIMITED**

Item No. 1			To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and the Auditors thereon					
Resolution required: Special / Ordinary			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held  (1)	No. of votes polled  (2)	% of Votes Polled on outstanding shares  (3)= [(2)/(1)]* 100	No. of Votes - in favour  (4)	No. of Votes - against  (5)	% of Votes in favour on votes polled  (6)= [(4)/(2)]*100	% of Votes against on votes polled  (7)= [(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	183250	152750	83.36	152750	0	100.00	0.00
	E-Voting during AGM		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>152750</b>	<b>83.36</b>	<b>152750</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	Remote E-Voting	0	0	0.00	0	0	0.00	0.00
	E-Voting during AGM		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public- Non Institutions	Remote E-Voting	64750	0	0.00	0	0	0.00	0.00
	E-Voting during AGM		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Total</b>		<b>248000</b>	<b>152750</b>	<b>61.59</b>	<b>152750</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

**Consolidated Members Category Wise Voting Report  
SPECULAR MARKETING AND FINANCING LIMITED**

Item No. 2			To appoint a director in place of Mr. Samir Mehta (DIN: 00211712) who retires by rotation and being eligible, offers himself for re-appointment					
Resolution required: Special / Ordinary			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held  (1)	No. of votes polled  (2)	% of Votes Polled on outstanding shares  (3)= [(2)/(1)]* 100	No. of Votes - in favour  (4)	No. of Votes - against  (5)	% of Votes in favour on votes polled  (6)= [(4)/(2)]*100	% of Votes against on votes polled  (7)= [(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	183250	152750	83.36	152750	0	100.00	0.00
	E-Voting during AGM		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>152750</b>	<b>83.36</b>	<b>152750</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	Remote E-Voting	0	0	0.00	0	0	0.00	0.00
	E-Voting during AGM		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public- Non Institutions	Remote E-Voting	64750	0	0.00	0	0	0.00	0.00
	E-Voting during AGM		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Total</b>		<b>248000</b>	<b>152750</b>	<b>61.59</b>	<b>152750</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

**Consolidated Members Category Wise Voting Report  
SPECULAR MARKETING AND FINANCING LIMITED**

Item No. 3			To appoint Mr. Kerul Parikh (DIN: 05015909) as an Director of the Company					
Resolution required: Special / Ordinary			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held  (1)	No. of votes polled  (2)	% of Votes Polled on outstanding shares  (3)= [(2)/(1)]* 100	No. of Votes - in favour  (4)	No. of Votes - against  (5)	% of Votes in favour on votes polled  (6)= [(4)/(2)]*100	% of Votes against on votes polled  (7)= [(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	183250	152750	83.36	152750	0	100.00	0.00
	E-Voting during AGM		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>152750</b>	<b>83.36</b>	<b>152750</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	Remote E-Voting	0	0	0.00	0	0	0.00	0.00
	E-Voting during AGM		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public- Non Institutions	Remote E-Voting	64750	0	0.00	0	0	0.00	0.00
	E-Voting during AGM		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Total</b>		<b>248000</b>	<b>152750</b>	<b>61.59</b>	<b>152750</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>



**Consolidated Members Category Wise Voting Report  
SPECULAR MARKETING AND FINANCING LIMITED**

<b>Item No. 4</b>		To appoint Mr. Kerul Parikh (DIN: 05015909) as an Independent Director of the Company						
Resolution required: Special / Ordinary		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes - in favour</b>	<b>No. of Votes - against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
		<b>(1)</b>	<b>(2)</b>	<b>(3)= [(2)/(1)]* 100</b>	<b>(4)</b>	<b>(5)</b>	<b>(6)= [(4)/(2)]*100</b>	<b>(7)= [(5)/(2)]*100</b>
Promoter and Promoter Group	Remote E-Voting	183250	152750	83.36	152750	0	100.00	0.00
	E-Voting during AGM		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>152750</b>	<b>83.36</b>	<b>152750</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	Remote E-Voting	0	0	0.00	0	0	0.00	0.00
	E-Voting during AGM		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public- Non Institutions	Remote E-Voting	64750	0	0.00	0	0	0.00	0.00
	E-Voting during AGM		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Total</b>		<b>248000</b>	<b>152750</b>	<b>61.59</b>	<b>152750</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

Annexure 5

**Register of Remote E-voting  
SPECULAR MARKETING AND FINANCING LIMITED**

**Resolution No. 1**

**Ordinary**

To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and the Auditors thereon

S. No.	Memberid / Folio	Member Name	No. of Shares	No. of Votes for Yes	No. of Votes for No	No. of Votes for Abstain	Reason, if any
1	IN30133017431870	PRADEEP MEHTA	19000	19000	0	0	NA
2	IN30133022070995	APEKSHA MEHTA	500	500	0	0	NA
3	IN30133022071221	MANJULA RATILAL MEHTA	26450	26450	0	0	NA
4	IN30154954423173	ASHAY SHREYAS MEHTA	10000	10000	0	0	NA
5	IN30154954423462	SARITA RAMESH MEHTA	16050	16050	0	0	NA
6	IN30154954423487	SHREYAS RAMNIKLAL MEHTA	58050	58050	0	0	NA
7	IN30154954423500	NILIMA SHREYAS MEHTA	12200	12200	0	0	NA
8	IN30154954476800	NISHITA SHREYAS MEHTA	5500	5500	0	0	NA
9	IN30281411216673	Bela Bhavin Kothari	5000	5000	0	0	NA
<b>TOTAL</b>			<b>152750</b>	<b>152750</b>	<b>0</b>	<b>0</b>	

Annexure 5

**Register of Remote E-voting  
SPECULAR MARKETING AND FINANCING LIMITED**

**Resolution No. 2**

**Ordinary**

To appoint a director in place of Mr. Samir Mehta (DIN: 00211712) who retires by rotation and being eligible, offers himself for re-appointment

S. No.	Memberid / Folio	Member Name	No. of Shares	No. of Votes for Yes	No. of Votes for No	No. of Votes for Abstain	Reason, if any
1	IN30133017431870	PRADEEP MEHTA	19000	19000	0	0	NA
2	IN30133022070995	APEKSHA MEHTA	500	500	0	0	NA
3	IN30133022071221	MANJULA RATILAL MEHTA	26450	26450	0	0	NA
4	IN30154954423173	ASHAY SHREYAS MEHTA	10000	10000	0	0	NA
5	IN30154954423462	SARITA RAMESH MEHTA	16050	16050	0	0	NA
6	IN30154954423487	SHREYAS RAMNIKLAL MEHTA	58050	58050	0	0	NA
7	IN30154954423500	NILIMA SHREYAS MEHTA	12200	12200	0	0	NA
8	IN30154954476800	NISHITA SHREYAS MEHTA	5500	5500	0	0	NA
9	IN30281411216673	Bela Bhavin Kothari	5000	5000	0	0	NA
<b>TOTAL</b>			<b>152750</b>	<b>152750</b>	<b>0</b>	<b>0</b>	

Annexure 5

**Register of Remote E-voting  
SPECULAR MARKETING AND FINANCING LIMITED**

**Resolution No. 3**

**Ordinary**

To appoint Mr. Kerul Parikh (DIN: 05015909) as an Director of the Company

S. No.	Memberid / Folio	Member Name	No. of Shares	No. of Votes for Yes	No. of Votes for No	No. of Votes for Abstain	Reason, if any
1	IN30133017431870	PRADEEP MEHTA	19000	19000	0	0	NA
2	IN30133022070995	APEKSHA MEHTA	500	500	0	0	NA
3	IN30133022071221	MANJULA RATILAL MEHTA	26450	26450	0	0	NA
4	IN30154954423173	ASHAY SHREYAS MEHTA	10000	10000	0	0	NA
5	IN30154954423462	SARITA RAMESH MEHTA	16050	16050	0	0	NA
6	IN30154954423487	SHREYAS RAMNIKLAL MEHTA	58050	58050	0	0	NA
7	IN30154954423500	NILIMA SHREYAS MEHTA	12200	12200	0	0	NA
8	IN30154954476800	NISHITA SHREYAS MEHTA	5500	5500	0	0	NA
9	IN30281411216673	Bela Bhavin Kothari	5000	5000	0	0	NA
<b>TOTAL</b>			<b>152750</b>	<b>152750</b>	<b>0</b>	<b>0</b>	

Annexure 5

**Register of Remote E-voting  
SPECULAR MARKETING AND FINANCING LIMITED**

**Resolution No. 4**

**Ordinary**

To appoint Mr. Kerul Parikh (DIN: 05015909) as an Independent Director of the Company

S. No.	Memberid / Folio	Member Name	No. of Shares	No. of Votes for Yes	No. of Votes for No	No. of Votes for Abstain	Reason, if any
1	IN30133017431870	PRADEEP MEHTA	19000	19000	0	0	NA
2	IN30133022070995	APEKSHA MEHTA	500	500	0	0	NA
3	IN30133022071221	MANJULA RATILAL MEHTA	26450	26450	0	0	NA
4	IN30154954423173	ASHAY SHREYAS MEHTA	10000	10000	0	0	NA
5	IN30154954423462	SARITA RAMESH MEHTA	16050	16050	0	0	NA
6	IN30154954423487	SHREYAS RAMNIKLAL MEHTA	58050	58050	0	0	NA
7	IN30154954423500	NILIMA SHREYAS MEHTA	12200	12200	0	0	NA
8	IN30154954476800	NISHITA SHREYAS MEHTA	5500	5500	0	0	NA
9	IN30281411216673	Bela Bhavin Kothari	5000	5000	0	0	NA
<b>TOTAL</b>			<b>152750</b>	<b>152750</b>	<b>0</b>	<b>0</b>	