

September 23, 2019

REPORT OF SCRUTINIZER

[Pursuant to the section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015]

To


The Chairman
National Fittings Limited
Regd. Office : 112 Madhapur Road,
Kaniyur Village, Karumathampatti(via),
Coimbatore-641659

Dear Sir,

I, B. Krishnamoorthi, BSc, FCA Practicing Chartered Accountant, Coimbatore was appointed as Scrutinizer for the 26th (Twenty Sixth) Annual General Meeting of the Equity Shareholders of "National Fittings Limited" held on 23rd September 2019 at 10.30 am at the registered office of the Company at SF No.112, Madhapur Road, Kaniyur, Sulur Taluk, Karumathampatti (via), Coimbatore – 641659 for the purpose of scrutinizing the E-Voting process and Physical Ballot voting at the venue in a fair and transparent manner and ascertaining the requisite majority on E-Voting and Physical Ballot voting at venue carried out as per section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015 on the resolutions referred to in this report.

I submit my report as under:

1. The Notice was sent to all the Members, whose names appeared in the Register of Members as on 16th August, 2019 to vote on the proposed 5 (Five) Resolutions as mentioned in the Notice of the Annual General Meeting of "National Fittings Limited" (Item No.1 (One) to 5 (Five) of the Notice of Annual General Meeting of National Fittings Limited. The Members holding equity shares as on the cut-off date i.e. 16th September, 2019 were considered for e-voting and for voting at the meeting venue. Number of shareholders as on cut-off date is 5650.
2. The E-Voting period remained open from 09.00 AM on Friday 20th September, 2019 upto 05.00 PM on Sunday 22nd September, 2019.
3. The Chairman, at the Annual General Meeting, at the end of discussions on the Resolutions contained in the Notice, allowed voting at the venue of the Annual General Meeting on the Ballot Forms provided at the Meeting venue to all those members who were present at the Meeting but have not cast their votes by availing the remote e-voting.
4. After the conclusion of the Meeting, the Ballot Boxes were opened in my presence and the physical ballot forms were diligently scrutinized and reconciled with the records maintained by the Registrar and Transfer Agents of the Company. I thereafter first counted the votes cast at the Meeting through these Ballot Forms.


(UDIN: 19020439A AAF69466)

B. KRISHNA MOORTHY, F.C.A.
Chartered Accountant
Membership No: 20439

Office : 'Kanapathy Towers' III Floor, No. 1391/A-1, Sathy Road, Ganapathy, Coimbatore 641 006


Phone : 0422 4039900 Fax : 0422 - 2536673 E-mail : bkcacbe@gmail.com

Resi : "Shreekara" No. 9, Right House, Rajarajeshwari Estates, Mullai Nagar, Marudhamalai Road, Coimbatore 641 041, Phone : 0422 4512371

B. Krishnamoorthi B.Sc., F.C.A.
Chartered Accountant

5. The Votes cast through E-Voting were unblocked on 23rd September, 2019 around 11.30 am in the presence of two witnesses, namely Mr.K.Jayakumar and Mr.R.Sasidharan, who are not in employment of the Company.
6. In tune with the Instructions for e-voting, sent along with the Notice of the Annual General Meeting dated 30th May, 2019, in respect of members who have voted in both modes (i.e. E-Voting and Physical Ballot form voted at the venue), I have considered only E-Voting by not reckoning the voting done through Physical Ballot Form.
7. One shareholder having 20130 shares has voted through evoting and also through physical ballot form. The votes cast through physical ballot form is considered as invalid.
8. I have collated the votes cast through remote e-voting and votes cast through physical ballot forms at the venue, and the same have been furnished hereunder.

	Resolution	Mode	For			Against		
			No.of Members	No.of Votes	%	No.of Members	No.of Votes	%
1	Adoption of Directors Report, Statement of Profit for the year ended 31 st March 2019 and the Balance sheet as on that date and the Auditors' Report thereon. (Ordinary resolution)	E-Voting	21	3815254	100.000	0	0	0.000
		Ballot form at the AGM venue	19	87541	100.000	0	0	0.000
		Total	40	3902795	100.000	0	0	0.000
2	Appointment of a Director in place of Mr A V Palaniswamy (DIN: 01817391), who retires by rotation and being eligible offers himself for re-appointment. (Ordinary resolution)	E-Voting	20	3814952	99.992	1	302	0.008
		Ballot form at the AGM venue	19	87541	100.000	0	0	0.000
		Total	39	3902493	99.992	1	302	0.008
3	Declaration of dividend on Preference Shares for the financial year 2018-19 (Ordinary resolution)	E-Voting	20	3814952	99.992	1	302	0.008
		Ballot form at the AGM venue	19	87541	100.000	0	0	0.000
		Total	39	3902493	99.992	1	302	0.008


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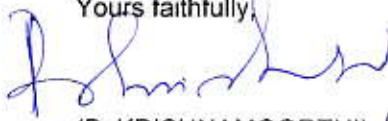
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4	Declaration of dividend on Equity Shares for the financial year 2018-19 (Ordinary resolution)	E-Voting	21	3815254	100.000	0	0	0.000
		Ballot form at the AGM venue	19	87541	100.000	0	0	0.000
		Total	40	3902795	100.000	0	0	0.000
5	Appointment of Mr Jayaram Govindarajan (DIN: 02178416) as Whole Time Director of the Company (Ordinary resolution)	E-Voting	21	3815254	100.000	0	0	0.000
		Ballot form at the AGM venue	19	87541	100.000	0	0	0.000
		Total	40	3902795	100.000	0	0	0.000

9. All relevant records of electronic voting and ballot forms will remain in my custody until the Chairman considers, approves and signs the minutes of the 26th Annual General Meeting and thereafter the said records will be handed over to the Company Secretary of National Fittings Limited, for safe custody.

Thanking you,

Yours faithfully,



(B. KRISHNAMOORTHI)
SCRUTINIZER

(DIN: 19020439AAAAFG9466)

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Chartered Accountant
Membership No: 20438

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