



## AYUSH KHANDELWAL & ASSOCIATES

Company Secretaries

Dt: 14.09.2020

To  
The Chairman  
Debock Sales and Marketing Limited  
CIN: L52190RJ2008PLC027160  
51, Lohiya Colony, 200ft Bye Pass Vaishali Nagar Jaipur RJ 302021

Dear Sir,

**Sub: Consolidated Scrutinizer Report on Remote E-voting conducted pursuant to the provisions of Section 108 of the Companies Act 2013 read with Rules 20 of the Companies (Management & Administration) rules 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 and Remote E-Voting at the 12<sup>th</sup> Annual General Meeting of Debock Sales and Marketing Limited, held on Friday, September 11, 2020 at 3,30 p.m. IST through two-way video conferencing ('VC') or other audio-visual means ('OAVM').**

I, CS Ayush Khandelwal, Practising Company Secretary had been appointed as the Scrutinizer by the Board of Directors of the Debock Sales and Marketing Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rules 20 of the Companies (Management & Administration) rules 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 to conduct Remote E-Voting as well as electronic voting ( Remote ) at the 12<sup>th</sup> Annual General Meeting( AGM) of Debock Sales and Marketing Limited, Friday, September 11, 2020 at 3,30 p.m. through two-way video conferencing ('VC') or other audio-visual means ('OAVM').

In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed. The Annual General Meeting ("AGM") of the Company was held on Friday, September 11, 2020 at 3,30 p.m. through two-way Video Conferencing (VC) or other audio visual means ('OAVM') and the voting for items had been transacted as per the Notice to this AGM was only through remote electronic voting process and electronic voting ( Remote ) during the AGM, in compliance with applicable provisions of the Companies Act, 2013 (the "Act") (including any statutory modification or re-enactment thereof ), as amended from time to time, and the General Circular No. 14/ 2020 dated April 8, 2020, the General Circular No. 17/ 2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19" and General Circular No. 20/ 2020 dated May 5, 2020, in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)" all issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars") and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 "(Listing Regulations)" read with Circular dated May 12, 2020, in relation to "Additional relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 - Covid 19 pandemic". The venue for the AGM was the place from where the Chairman of the Board conducted the meeting.

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Further, pursuant to the MCA and SEBI Circulars, the Notice of the AGM along with the Annual Report for FY 2019-20 was sent in electronic form only to those Members whose email addresses are registered with the Company/ Depositories. The Notice calling the 12<sup>th</sup> AGM had been uploaded on the website of the Company at [www.debockgroup.com](http://www.debockgroup.com). The Notice can also be accessed from the website of the Stock Exchange i.e. and National Stock Exchange of India Limited ("NSE") at [www.nseindia.com](http://www.nseindia.com) and the AGM Notice is also available on the website of National Securities Depository Limited ("CDSL") (agency for providing the Remote e-Voting facility) i.e. [www.evotingindia.com](http://www.evotingindia.com).

Since this AGM was held pursuant to the MCA Circulars through VC or OAVM, physical attendance of Members had been dispensed with. Accordingly, in terms of the above-mentioned MCA and SEBI circulars, the facility for appointment of proxies by the Members were also dispensed with.

Members attended the meeting through VC or OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act 2013.

The notice dated 18<sup>th</sup> August, 2020 along with the statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent to the shareholders in respect of the resolutions proposed at the AGM of the Company.

The Company had availed e-voting facility offered by Central Depository Services Limited ("CDSL") for conducting remote e-voting by the Shareholders of the Company.

The shareholders of the Company holding shares as on the cut-off date of Friday, September 4, 2020 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The voting period for remote e-voting commenced on the remote e-Voting period commenced on Tuesday, August 8, 2020 at 9.00 a.m. (IST) and ended on Thursday, August 10, 2020 at 5.00 p.m. (IST) and the CDSL e-voting platform was blocked in due time. After the closure of the voting at the AGM the report on voting done through electronic voting system at the meeting was generated in my presence and the voting was diligently scrutinized.

The vote cast under remote e-voting facility was thereafter unblocked in the presence of two witnesses who were not in the employment of the Company. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the CDSL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to the remote e-voting and the casting through electronic voting (remote) at the meeting on resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and the voting conducted through electronic voting (remote) at the meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.



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Based on the results made available to me, 7 Members have cast their votes through Remote E-Voting platform and 2 Members have cast their votes by means of Remote E- Voting at the AGM. The AGM was closed at 4 p.m. and a period of 15 minutes was provided for voting after the closure of AGM. I submit herewith Annexure I as prescribed by SEBI for a consolidated Result and an Additional Report.

The electronic data and all other relevant records relating to the remote e-voting and e-voting by members at the AGM is under my safe custody and will be handed over to the Chairman/Company Secretary for preserving safely after the Chairman considers, approves and sign the minutes of AGM.

All the resolution as set out in the Notice of Annual General Meeting were passed with requisite majority.

Thanking you,

Yours faithfully,

**For Ayush Khandelwal and Associates**  
**Practicing Company Secretary**



**CS Ayush Khandelwal**

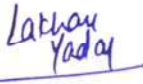
M.No.: A41316

COP: 19171

UDIN : A041316B000709115

DATE: 14/09/2020

WITNESSES:

1.   
Lakhon Yadav

2.   
Dinesh Yadav



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### ANNEXURE-I

#### Consolidated Report of the Remote E- Voting together with E-voting by the members at the AGM

1. **Item No.1: Ordinary Resolution** – To consider and adopt the financial statements of the Company for the financial year ended 31<sup>st</sup> March, 2020 together with Reports of the Directors and Auditors thereon;

(i) Voted **in favour** of the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	7	56,82,675	98.96%
Number of members voted through e-voting at the AGM	2	60,000	1.04
Total	9	57,42,675	100%

(ii) Voted **against** the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	NIL	NIL	NIL
Number of members voted through e-voting at the AGM	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	NIL	NIL	NIL
Number of members voted through e-voting at the AGM	NIL	NIL	NIL
Total	NIL	NIL	NIL



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2. **Item No. 2: Ordinary Resolution** – To appoint a Director in place of Mr. Mukesh Manveer Singh (DIN: 01765408) who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted **in favour** of the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	5	871826	93.56%
Number of members voted through e-voting at the AGM	2	60,000	6.43
Total	7	931826	100%

(ii) Voted **against** the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote- voting	NIL	NIL	NIL
Number of members voted through e-voting at the AGM	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes:

Mode of Voting	Number of Members voting	Number of votes cast by them
Number of members voted through remote e- voting	2	4810849*
Number of members voted through e-voting at the AGM	NIL	NIL
Total	2	4810849

*\*Since Mr. Mukesh Manveer Singh himself and Mrs. Priyanka Sharma being spouse of Mr. Mukesh Manveer Singh were interested in said resolution therefore votes cast by them in favour of the resolution were considered as Invalid.*



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3. **Item No. 3: Ordinary Resolution** – To appoint Ms. Sanjeeda Dagar (DIN: 08730035) as an Independent Woman Director.

(i) Voted **in favour** of the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	7	56,82,675	98.96%
Number of members voted through e-voting at the AGM	2	60,000	1.04
Total	9	57,42,675	100%

(ii) Voted **against** the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	NIL	NIL	NIL
Number of members voted through e-voting at the AGM	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	NIL	NIL	NIL
Number of members voted through e-voting at the AGM	NIL	NIL	NIL
Total	NIL	NIL	NIL



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4. **Item No.4: Ordinary Resolution** – To increase the Authorised Share Capital of the Company and amend the Capital clause in the Memorandum of Association.

(i) Voted **in favour** of the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	7	56,82,675	98.96%
Number of members voted through e-voting at the AGM	2	60,000	1.04
Total	9	57,42,675	100%

(ii) Voted **against** the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	NIL	NIL	NIL
Number of members voted through e-voting at the AGM	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	NIL	NIL	NIL
Number of members voted through e-voting at the AGM	NIL	NIL	NIL
Total	NIL	NIL	NIL



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5. **Item No. 5: Special Resolution** – To consider and accept loans as per Section 62(3) of Companies Act, 2013.

(i) Voted **in favour** of the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	5	871826	93.56%
Number of members voted through e-voting at the AGM	2	60,000	6.43
Total	7	931826	100%

(ii) Voted **against** the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	NIL	NIL	NIL
Number of members voted through e-voting at the AGM	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes:

Mode of Voting	Number of Members voting	Number of votes cast by them
Number of members voted through remote e- voting	2	4810849*
Number of members voted through e-voting at the AGM	NIL	NIL
Total	2	4810849

*\*Since Mr. Mukesh Manveer Singh himself and Mrs. Priyanka Sharma being spouse of Mr. Mukesh Manveer Singh were interested in said resolution therefore votes cast by them in favour of the resolution were considered as Invalid.*