

19th July, 2019

To,

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor, Plot No. C-1,

G Block, Bandra Kurla Complex,

Bandra (E), Mumbai 400051

Dear Sir/Madam,

Sub: **Consolidated scrutinizer's Report on remote e-voting & voting through Postal Ballot**

Ref: NSE — SUMIT

Pursuant to Section 110 of the Companies Act, 2013 ("the Act"), read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), consent of the Members of the Company was sought by way of Special Resolution as set out in the Postal Ballot Notice dated 15th June, 2019 by means of physical Ballot Forms and voting through electronic means (e-voting).

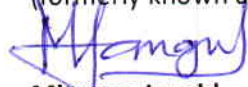
The Scrutinizer has submitted her Report dated 19th July, 2019 and basis the Report of the Scrutinizer on the voting done through Postal Ballot Forms as well as through e-voting by the Members, it is hereby declared that the Resolution as set out in the Postal Ballot Notice dated 15th June, 2019 has been duly passed by the Members of the Company with the requisite majority.

Please find annexed herewith the Report of the Scrutinizer on remote e-voting & voting through Postal Ballot.

Kindly take the above on your records and oblige.

For **SUMIT WOODS LIMITED**

(formerly known as Sumit Woods Private Limited)



Mitaram Jangid

(Managing Director)

DIN: 00043757





KUDTARKAR & ASSOCIATES

Report of Scrutinizer(s)(Consolidated)

[Pursuant to Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014]

To
The Chairman
M/S SUMIT WOODS LIMITED

Ref: Notice of Postal Ballot of M/s. Sumit Woods Limited dated 15th June, 2019

Subject: Consolidated scrutinizer's Report on remote e-voting & voting through Postal Ballot

Dear Sir,

We, Kudtarkar & Associates (Company Secretaries in Practice) appointed as Scrutinizer(s) by the Board of Directors of M/s Sumit Woods Limited (the Company) for the purpose of scrutinizing voting through remote e-voting & by use of Postal ballot Form pursuant to Articles of Association, Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and applicable provisions of Securities and Exchange Board of India (Issue of capital and Disclosure Requirements) Regulations, 2018 as amended from time to time and as per the agreement with the Stock Exchanges to seek the approval of the Equity Shareholders for passing through remote e-voting/Postal Ballot Form received in respect of the below mentioned resolution as per the Postal Ballot Notice dated 15th June, 2019.

The Compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) and voting by use of Postal Ballot Forms by the shareholders on the resolution contained in the Postal Ballot Notice of the Company is the responsibility of the Management. Our responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of Postal Ballot Forms is conducted in fair and transparent manner and render consolidated Scrutinizer's report of the total votes cast in favour or against if any, to the Chairman on the Resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL) and on the basis of Postal Ballot Forms received at our Office at 139, 1st Floor, Raghuleela Megamall, Kandivali West, Mumbai - 400067.

As per Companies (Management and Administration) Rules, 2014 as amended upto date, the remote e-voting opened from 20th June, 2019 at 09:00 AM and remained opened up to 19th July, 2019 at 05:00 P.M.





KUDTARKAR & ASSOCIATES

The Equity Shareholders holding shares as on 15th July, 2019, “cut-off date”, were entitled to vote on the Resolution stated in the Postal Ballot Notice of the Company.

After receipt of Postal Ballot Forms at our office, All the Postal Ballot Forms as on 19th July, 2019 on closing of voting hours were opened in the presence of two witnesses who are not the employees of the Company, and Postal Ballot Forms received were, sorted, signatures verified and were scrutinized and initialled by the scrutinizer. The Postal Ballot Forms were reconciled with the records maintained by the Company/RTA and the authorizations/proxies lodged with the Company/RTA. The voters were also scrutinized for the purpose of eliminating duplicate voting i.e. on remote e-voting as well as by use of Postal Ballot Forms. There was no person who has voted both in e-voting as well as through Postal Ballot Form.

The Postal Ballot Forms, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately, if any. The votes cast by use of Postal Ballot were first counted.

The votes on remote e-voting were unblocked at Mumbai on 19th July, 2019 after closing of voting hours & were opened in the presence of two witnesses who are not the employees of the Company and the e-voting results/ list of equity shareholders who have voted for and against were downloaded from the e-voting website of NSDL (<https://www.evotingindia.com>) and the same are being handed over to the Chairman.

The total votes cast in favour or against the following resolution proposed in the Postal Ballot Notice of the Company are as under:

RESOLUTION NO. 1

MIGRATION OF LISTING/TRADING OF EQUITY SHARES OF THE COMPANY FROM NSE SME PLATFORM i.e. EMERGE TO MAIN BOARD OF NSE

Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	24	88,36,050	75.29
Voting by Postal Ballot	5	29,00,640	24.71
Total	29	1,17,36,690	100





KUDTARKAR & ASSOCIATES

Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting by Postal Ballot	0	0	0
Total	0	0	0

Invalid votes:

Total number of members whose votes were declared invalid	Total Number of votes cast by them (as declared in their Postal Ballot Form)
0	0

Out of holders of 1,52,93,522 Equity Shares of the Company who were eligible to vote on the abovementioned resolutions, the holders of 1,17,36,690 Equity Shares of the Company assented to the abovementioned resolution proposed through Postal Ballot Notice of the Company. Hence it is hereby declared that the resolution is passed with requisite majority.

All the relevant records of voting will remain in my custody until the Chairman considers, approves and declares the results on 21st July, 2019 and the same shall be handed over thereafter to the Chairman for safe keeping.

Thanking you.

FOR KUDTARKAR & ASSOCIATES
PRACTISING COMPANY SECRETARIES



ROHIT KUDTARKAR
PROPRIETOR
ACS No.: 28001
CP No.. 16699

PLACE: MUMBAI

DATE: 19/07/2019