



GMS & CO.

Practicing Company Secretaries

Office: 302/ A-Wing, Rushabh Enclave, Near Ambemata Temple, Bhayander (W), Thane-401101.

Report of Scrutinizer on E-voting

To,
Chairman

TEMBO GLOBAL INDUSTRIES LIMITED

PLOT NO- PAP D- 146/ 147, TTC MIDC,
TURBHE NAVI MUMBAI ,MH 400705

Re: Scrutinizer's Report on postal ballot voting including voting by electronic means in respect of passing of the resolutions contained in the Notice dated January 19, 2021 through postal ballot.

Dear Sir,

I, Gaurang Shah, Practicing Company Secretary, being appointed as scrutinizer by the Board of Directors of Tembo Global Industries Limited ("The Company") in their meeting dated January 19, 2021 for the purpose of scrutinizing the E-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) in respect of passing of the resolutions contained in the postal ballot notice dated January 19, 2021 ("Postal Ballot Notice").

The Management of the Company is responsible to ensure the compliance with the requirements of (i) the Companies Act, 2013 and rules thereunder and (ii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to postal ballot voting including e-voting for the resolutions as stated in the Postal Ballot Notice.

My responsibility as a scrutinizer is restricted to ensure that the voting process by E- voting and voting by Postal Ballot forms are conducted in a fair and transparent manner and presenting a Scrutinizer's report of the total votes cast "in favour" or "Against" the resolutions in the Postal Ballot Notice. My report is based on the reports generated from the e-voting system provided by National Depository Services Limited (NSDL), an agency appointed by the Company to provide e-voting facilities and the postal ballot received through post till the time fixed for closing of the voting process i.e. till 5 p.m. on February 20, 2021.

I submit my Scrutinizer's Report on the results of voting through e- voting as under:

- As per General Circular No. 14/ 2020 dated April 8 , 2020 and 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" issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars") and due to difficulty in dispatch of Postal Ballot notice, Postal Ballot form / self-addressed envelope etc. , by post or courier, on account of threat posed by COVID-19 pandemic situation, the Company has sent the Postal Ballot Notice dated December 15, 2020 on 15.12.2020 by email only to the members whose email ids were available with the Company / RTA.
- The notice of postal ballot was sent to the members whose name(s) appeared on the Register of Members / list of Beneficial Owners as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as on cut-off date i.e. Friday, January 15, 2021.
- Particulars of votes cast through electronic means only have been entered in the register separately maintained for the purpose.
- Since there was no voting by physical postal ballot form, the question of keeping them under my safe custody before commencing the scrutiny does not arise.
- The votes cast through electronic means were unblocked on February 20, 2021 at 8.22 P.M.



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- Votes cast through electronic means were scrutinized and the shareholding was matched/confirmed with the Register of Members of the company /list of beneficiaries as on Friday, January 15, 2021.
- Votes cast through electronic means up to 5.00 PM of February 20, 2021 being the last time and date fixed by the company for voting through electronic means were considered for my scrutiny.
- Since the voting on Postal Ballot process was conducted only through e-voting, reporting on number of envelopes containing postal ballot form received after due date and up to the date of this report does not arise.
- Since the voting on Postal Ballot process was conducted only through e-voting, reporting on number of envelopes containing postal ballot forms returned undelivered also does not arise .
- Since the voting on Postal Ballot process was conducted only through e-voting, reporting on finding of defaced or mutilated ballot paper too does not arise.
- A summary of votes cast through electronic means is given in Annexure I.
- I have emailed all the e-registers and records relating to e-voting for the safe custody to the Company Secretary.
- You may accordingly declare the result of e-voting done by the members of the Company on the resolutions mentioned in the Postal Ballot Notice dated January 19, 2021.

Thank you,

For GMS & Co.,

Gaurang M. Shah

Mr. Gaurang Shah



Gaurang Shah
Practising Company Secretary
Membership No. 32581
Date: 20.02.2021
UDIN: A032581B003218522



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Annexure - I

Tembo Global Industries Limited
(CIN NO:L29253MH2010PLC204331)

	Voting though E voting as on 20 th February,2021 of TEMBO GLOBAL INDUSTRIES LIMITED (CIN NO:L29253MH2010PLC204331)											
Res olu tio n No.	Heading of the resolution	Types of resoluti on	Category	Types of voting	Valid vote						Invalid vote	
					Voting in favour(Assent)			Voting in favour(Dissent)				
1.	Increase in Authorised Share Capital and consequent alteration to the Capital Clause of the Memorandu m of Association under provisions of Section 13, Section 61, Section 64(a)	Special Resoluti on			No. Of shares held	No. of Vote Casted	(%) valid votes	No. of Members voting	No. of Vote Caste d	(%) valid votes	No. of Memb ers voting	No. of Vote Casted
			E- Voting									
			Promoter and Promoter’s Group		1607125	5	100%	Nil	Nil	Nil	Nil	Nil
			Public institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public Non Institution		244000	18	100%	Nil	Nil	Nil	Nil	Nil
				TOTAL	1851125	23	100	Nil	Nil	Nil	Nil	Nil
	Whether resolution is Pass or Not.	YES										

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	Result of voting though E voting as on 20 th February,2021 of TEMBO GLOBAL INDUSTRIES LIMITED (CIN NO:L29253MH2010PLC204331)											
Res olu tio n No.	Heading of the resolution	Types of resolutio n	Categor y	Types of voting	Valid vote						Invalid vote	
2.	Bonus issue pursuant to the provisions of section 63 by issue of 5023000 (Five lakh Twenty Three Thousand) of new equity shares to existing shareholders for every one existing equity shares by capitalization of Security Premium	Special Resolution			Voting in favour(Assent)			Voting in favour(Dissent)				
					No. Of shares held	No. of Vote Casted	(%) valid votes	No. of Members voting	No. of Vote Casted	(%) valid votes	No. of Members voting	No. of Vote Casted
				E-Voting								
			Promoter and Promoter's Group		1607125	5	100%	Nil	Nil	Nil	Nil	Nil
			Public institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public Non Institution		244000	18	100%	Nil	Nil	Nil	Nil	Nil
				TOTAL	1851125	23	100	Nil	Nil	Nil	Nil	Nil
	Whether resolution is Pass or Not.	YES										



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	Result of voting though E voting as on 20 th February,2021 of TEMBO GLOBAL INDUSTRIES LIMITED (CIN NO:L29253MH2010PLC204331)											
Res olu tio n No.	Heading of the resolution	Types of resoluti on	Categor y	Types of voting	Valid vote						Invalid vote	
					Voting in favour(Assent)			Voting in favour(Dissent)				
3.	Migration of Listing/Trading of Equity Shares of the Company from SME Segment to the Main Board of NSE	Special Resoluti on			No. Of shares held	No. of Vote Caste d	(%) valid vote s	No. of Mem bers votin g	No. of Vote Cast ed	(%) valid votes	No. of Memb ers voting	No. of Vote Casted
				E-Voting	Not Applicable as per Regulation 277 of SEBI (ICDR) Regulations, 2018.							
			Promoter and Promoter 's Group		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public institutio n		244000	18	100%	Nil	Nil	Nil	Nil	Nil
			Public Non Institutio n									
				TOTAL	244000	18	100	Nil	Nil	Nil	Nil	Nil
	Whether resolution is Pass or Not.	YES										

For GMS & Co.,

Gaurang m shah
Mr. Gaurang Shah



Gaurang Shah
Practising Company Secretary
Membership No. 32581
Date: 20.02.2021
UDIN: A032581B003218522

Contact Number : 09967810333/08898724732 Email id:16gmsandco@gmail.com