

THE INVESTMENT TRUST OF INDIA LIMITED

(CIN NUMBER: L65910MH1991PLC062067)

Registered Office: Naman Midtown, A Wing, 21st Floor, Unit No. 2103, Senapati Bapat Marg,
Elphinston Road, Mumbai-400013

CONSOLIDATED SCRUTINISER'S REPORT

ON

THE E-VOTING PROCESS (REMOTE E-VOTING) AND ELECTRONIC VOTING (E-VOTING) CONDUCTED AT THE 30TH ANNUAL GENERAL MEETING OF THE INVESTMENT TRUST OF INDIA LIMITED HELD THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO-VISUAL MEANS ("OVAM") ON MONDAY, SEPTEMBER 27, 2021

C.S. C.A. Dinesh Kumar Deora
Company Secretaries

[Registered Valuer - Securities & Financial Assets and Insolvency Resolution Professional]

ADDRESS: 205, 2ND FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD (EAST),
MUMBAI-400097

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Report of the Scrutinizer

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of Companies
(Management and Administration) Rules, 2014 as amended]

To,

The Chairperson

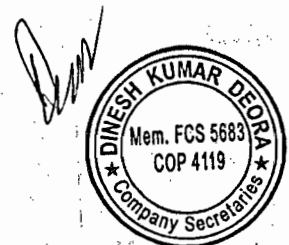
Of 30th Annual General Meeting of the Members of THE INVESTMENT TRUST OF INDIA LIMITED
held on Monday, September 27, 2021 at 04:00 p.m. (IST) through Video Conferencing
("VC")/Other Audio Visual Means ("OAVM")

Dear Madam,

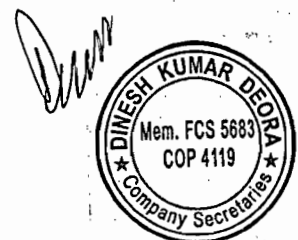
I, Dinesh Kumar Deora, Practicing Company Secretary, having my Office at 205, 2nd Floor, Nadiadwala Market, Poddar Road, Malad(East), Mumbai-400097, appointed by the Board of THE INVESTMENT TRUST OF INDIA LIMITED ("The Company") as the Scrutinizer for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) conducted at the 30th Annual General Meeting ("AGM") pursuant to the provisions of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the 30th AGM of the Company held *through Video Conferencing ("VC") / Other Audio Visual Means ("OVAM")* on Monday, September 27, 2021 at 04:00 p.m. (IST). I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

I submit report as under:

- a) The AGM is held in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020, April 13, 2020 and General Circular No. 02/2021 dated January 13, 2021 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020 the validity of which has been extended till December 31, 2021 by SEBI, vide its Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 ("SEBI Circulars") regarding holding of the AGM through Video Conferencing (VC) / Other Audi-Visual Means (OAVM), without the physical presence of the Members at a common venue and as confirmed by the Company, the Notice of the AGM along with the Annual Report 2020-21 has being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company, RTA or CDSL / NSDL ("Depositories").



- b) The Compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to e-Voting (which includes remote e-Voting and the electronic voting, provided at the AGM) to the Members on the resolutions proposed in the Notice calling the 30th AGM of the Company was the responsibility of the Management. My responsibility as a scrutinizer was to ensure that the voting process is conducted in a fair and transparent manner, *and render a consolidated scrutinizer's report on the voting to the Chairman* on the resolutions.
- c) The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by *Central Depository Services Limited ("CDSL")*.
- d) The Members of the Company as on the "cut-off" date i.e. Monday, September 20, 2021 were entitled to vote on the resolution *no's 1 to 5 as set out in the notice of AGM dated 4th August, 2021 and Special Notice for the 30th AGM dated 13th September, 2021*.
- e) The remote e-voting period commenced on Thursday, September 23, 2021 09:00 a.m. (IST) and concluded on Sunday, September 26, 2021 5:00 p.m. (IST).
- f) At the 30th AGM of the Company held on Monday, September 27, 2021, the facility to vote through electronic voting system had been provided to facilitate voting for those Members who were present at the Meeting through VC/OAVM but could not participate in the Remote e-Voting to record their votes on the resolutions to be passed.
- g) After the closure of the e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked on Monday, September 27, 2021 around 4.45 p.m. in the presence of two witnesses who are not in the employment of the Company.
- h) *I hereby submit a consolidated scrutinizer's report pursuant to rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice of the aforesaid 30th AGM based on the scrutiny of remote e-voting and the electronic voting at the AGM and votes cast therein based on the data downloaded from the Central Depository Services Limited ("CDSL")*.
- i) The results of the Remote e-Voting together with that of the voting through electronic voting system conducted at the AGM through VC/OAVM are as under:



1. RESOLUTION NO. 1 AS AN ORDINARY RESOLUTION

To receive, consider and adopt the audited financial statements of the Company for the year ended March 31, 2021 along with the schedules and the reports of the Directors and Auditors thereon and the audited consolidated financial statement of the Company for the financial year ended March 31, 2021.



Particulars	No. of Members Voted		No. of Votes cast by them		Total Votes	
	Remote e-voting	Electronic Voting at AGM	Remote e-voting	Electronic Voting at AGM	No. of votes	%
(a) Total Votes cast	70	1	37600904	101	37601005	100.00
(b) Invalid votes	0	0	0	0	0	0
(c) Total Valid Votes Cast	70	1	37600904	101	37601005	100.00
(d) Votes "FOR" the resolution	64	0	37600342	0	37600342	100.00
(e) Votes "AGAINST" the resolution	6	1	562	101	663	0.00

Thus, the Ordinary Resolution as contained in Item No. 1 of the Notice dated 4th August, 2021 is passed with REQUISITE MAJORITY.

2. RESOLUTION NO. 2 AS AN ORDINARY RESOLUTION

To appoint a Director in place of Mrs. Khyati Valia, (DIN: 03445571) who retires by rotation at this AGM and being eligible, offers herself for re-appointment.

Particulars	No. of Members Voted		No. of Votes cast by them		Total Votes	
	Remote e-voting	Electronic Voting at AGM	Remote e-voting	Electronic Voting at AGM	No. of votes	%
(a) Total Votes cast	70	1	37600904	101	37601005	100.00
(b) Invalid votes	0	0	0	0	0	0
(c) Total Valid Votes Cast	70	1	37600904	101	37601005	100.00

(d)	Votes "FOR" the resolution	63	0	37600341	0	37600341	100.00
(e)	Votes "AGAINST" the resolution	7	1	563	101	664	0.00

Thus, the Ordinary Resolution as contained in Item No. 2 of the Notice dated 4th August, 2021 is passed with REQUISITE MAJORITY.

3. RESOLUTION NO. 3 AS AN ORDINARY RESOLUTION

Appointment of Mrs. Papia Sengupta as an Independent Woman Director not liable to retire by rotation.

Particulars	No. of Members Voted		No. of Votes cast by them		Total Votes	
	Remote e-voting	Electronic Voting at AGM	Remote e-voting	Electronic Voting at AGM	No. of votes	%
(a) Total Votes cast	70	1	37600904	101	37601005	100.00
(b) Invalid votes	0	0	0	0	0	0
(c) Total Valid Votes Cast	70	1	37600904	101	37601005	100.00
(d) Votes "FOR" the resolution	63	0	37600341	0	37600341	100.00
(e) Votes "AGAINST" the resolution	7	1	563	101	664	0.00

Thus, the Ordinary Resolution as contained in Item No. 3 of the Notice dated 4th August, 2021 is passed with REQUISITE MAJORITY.

4. RESOLUTION NO. 4 AS A SPECIAL RESOLUTION

Re-appointment of Mr. Alok Kumar Misra as an Independent Director

Particulars	No. of Members Voted	No. of Votes cast by them	Total Votes
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		Remote e-voting	Electronic Voting at AGM	Remote e-voting	Electronic Voting at AGM	No. of votes	%
(a)	Total Votes cast	70	1	37600904	101	37601005	100.00
(b)	Invalid votes	0	0	0	0	0	0
(c)	Total Valid Votes Cast	70	1	37600904	101	37601005	100.00
(d)	Votes "FOR" the resolution	63	0	37600341	0	37600341	100.00
(e)	Votes "AGAINST" the resolution	7	1	563	101	664	0.00

Thus, the Special Resolution as contained in Item No. 4 of the Notice dated 4th August, 2021 is passed with REQUISITE MAJORITY.

5. RESOLUTION NO. 5 AS AN ORDINARY RESOLUTION

Appointment of Mr. Asit C. Mehta as a Non-Executive Director of the Company.

Particulars	No. of Members Voted		No. of Votes cast by them		Total Votes	
	Remote e-voting	Electronic Voting at AGM	Remote e-voting	Electronic Voting at AGM	No. of votes	%
(a) Total Votes cast	34	1	37499533	101	37499634	100.00
(b) Invalid votes	0	0	0	0	0	0
(c) Total Valid Votes Cast	34	1	37499533	101	37499634	100.00
(d) Votes "FOR" the resolution	32	0	37499273	0	37499273	100.00
(e) Votes "AGAINST" the resolution	2	1	260	101	361	0.00

Thus, the Ordinary Resolution as contained in Item No. 5 of the Special Notice dated 13th September, 2021 is passed with REQUISITE MAJORITY.



All the relevant records of Voting are under my safe custody until the Chairperson considers, approves and signs the Minutes of the 30th Annual General Meeting and the same shall be handed over to the Chairperson or the Company Secretary of the Company for safe keeping.

Thanking You,

Sincerely,



Dinesh Kumar Deora
Practising Company Secretary
FCS No. 5683 CP No. 4119
[UDIN: F005683C001016572]



Place: Mumbai

Date: September 27, 2021