

SCRUTINIZER'S REPORT

[Pursuant to section 108 of the Companies Act, 2013 and rule 20(3) (xi) of the  
Companies (Management and Administration) Rules, 2014]

To  
The Chairman  
(Of the 35<sup>th</sup> Annual General Meeting of the members of )  
Interstate Oil Carrier Limited,  
113 PARK STREET PODDAR POINT,  
SOUTH WING, 5TH FLOOR,  
KOLKATA-700016  
(On Wednesday, 25<sup>th</sup> September, 2019)

CONSOLIDATED SCRUTINIZER'S REPORT OF 35<sup>TH</sup> ANNUAL GENERAL  
MEETING OF M/s. INTERSTATE OIL CARRIER LIMITED

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We, Rantu Kumar Das, Partner of M/s Rantu Das & Associates, Practicing Company Secretary having C.P. No : 9671, appointed by the Board of Directors of M/s. INTERSTATE OIL CARRIER LIMITED (the Company), at the Board Meeting dated 29.05.2019, to act as the SCRUTINIZER for the purpose of

- i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act.2013 read with Rule 20(3) (ix) of the Companies (Management and Administration) Rules, 2014.
- ii) Poll through ballot papers on the Resolution contained in the notice (herein after referred to as 'the resolution') of the 35<sup>th</sup> Annual General Meeting of the Members of the Company held on Wednesday, 25<sup>th</sup> day of September, 2019 at Noir Glass House, Hotel Golden Tulip, DD-19, Sector -1, Salt Lake City, Kolkata – 700064 (Opposite to Tantuja Bhavan), West Bengal at 10.00 am.



The management of the company is responsible to ensure the compliances with requirements of The Companies Act, 2013, and the Rules relating to voting through electronic means.

Our responsibility as Scrutinizer for e-voting is restricted to prepare a Scrutinizer's Report of the votes cast "in favour or against" the resolutions, based on the reports generated from e-voting system provided by the Central Depository Securities Limited (CDSL), the authorized agency engaged by the company to provide e-voting facility.

Based on the reports generated from CDSL's e-voting website [www.evotingindia.com](http://www.evotingindia.com), the results of e-voting are as under; percentages have been rounded off to two decimals.

We do hereby, submit our E-VOTING SCRUTINY REPORT as follows;

1. The E-voting started on 22<sup>nd</sup> September, 2019 (9.00a.m IST) on Sunday and ended on 24<sup>th</sup> September, 2019 (5.00p.m IST) on Tuesday.
2. The members of the company as on the cutoff / entitlement date 18<sup>th</sup> September, 2019 were entitled to vote on the resolutions as set out in the notice of the 35<sup>th</sup> Annual General Meeting.
3. The votes cast on E-voting were unlocked by me in the presence of two witnesses Mr. Prasenjit Kumar Basak and Mr. Sayantan Das who are not in the employment of the Company. They have signed below in confirmation of the votes being unlocked in their presence.

*The details of E- voting (EVSN REFERENCE NO: 190823083)*



A. ORDINARY BUSINESS:

Item no. 1 – Ordinary Resolution to receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2019 and the Reports of the Board of Directors and the Auditors thereon:

	Remote E-Voting		Voting at AGM		Consolidated Voting Result		
	Number of Members Voted	Number of Share for Votes Cast	Number of Members who voted (in person or proxy)	Number of shares for votes cast	Total number of members voted	Total number of shares for votes cast	Percentage of votes to total number of votes cast
Voted in favour of the Resolution	33	2126534	4	6101	37	2132635	99.99925
Voted against of the Resolution	2	16	NIL	NIL	2	16	0.00075
Invalid Votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL

Item no. 2- Ordinary Resolution to appoint a Director in place of Mr. Rikhab Chand Jain (DIN: 00167778), who retires by rotation, and, being eligible, offers himself for re-appointment.



	Remote E-Voting		Voting at AGM		Consolidated Voting Result		
	Number of Members Voted	Number of Share for Votes Cast	Number of Members who voted(in person or proxy)	Number of shares for votes cast	Total number of members voted	Total number of shares for votes cast	Percentage of votes to total number of votes cast
Voted in favour of the Resolution	32	2065034	4	6101	36	2071135	97.11551
Voted against of the Resolution	3	61516	NIL	NIL	3	61516	2.88449
Invalid Votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL

Item no. 3 – Ordinary Resolution to fix the Remuneration payable to the Statutory Auditors of the Company for Statutory Audit for the Financial Year ending 31st March, 2020:

	Remote E-Voting		Voting at AGM		Consolidated Voting Result		
	Number of Members Voted	Number of Share for Votes Cast	Number of Members who voted(in person or proxy)	Number of shares for votes cast	Total number of members voted	Total number of shares for votes cast	Percentage of votes to total number of votes cast



Voted in favour of the Resolution	32	2065034	4	6101	36	2071135	97.11551
Voted against of the Resolution	3	61516	NIL	NIL	3	61516	2.88449
Invalid Votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL

***B. SPECIAL BUSINESS:***

Item no. 4 – Special Resolution Regularization of Additional Director, Mr. Nand Kumar Bhattar (DIN:00013918) and appointing him as Independent Director of the Company:

	Remote E-Voting		Voting at AGM		Consolidated Voting Result		
	Number of Members Voted	Number of Share for Votes Cast	Number of Members who voted(in person or proxy)	Number of shares for votes cast	Total number of members voted	Total number of shares for votes cast	Percentage of votes to total number of votes cast
Voted in favour of the Resolution	32	2065034	4	6101	36	2071135	97.11551
Voted against of the Resolution	3	61516	NIL	NIL	3	61516	2.88449



Invalid Votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL
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Item no. 5 – Special Resolution Re-appointment of Mr. Shanti Lal Jain (DIN: 00167773) as the Executive Chairman of the Company:

	Remote E-Voting		Voting at AGM		Consolidated Voting Result		
	Number of Members Voted	Number of Share for Votes Cast	Number of Members who voted(in person or proxy)	Number of shares for votes cast	Total number of members voted	Total number of shares for votes cast	Percentage of votes to total number of votes cast
Voted in favour of the Resolution	32	2065034	4	6101	36	2071135	97.11551
Voted against of the Resolution	3	61516	NIL	NIL	3	61516	2.88449
Invalid Votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL

Item no. 6 – Special Resolution Re-appointment of Mr. Sanjay Jain (DIN: 00167765) as Managing Director of the Company:

	Remote E-Voting		Voting at AGM		Consolidated Voting Result		
	Number of Members Voted	Number of Share for Votes Cast	Number of Members who	Number of shares for	Total number of member	Total number of shares for votes	Percentage of votes to total



			voted(in person or proxy)	votes cast	s voted	cast	number of votes cast
Voted in favour of the Resolution	32	2065034	4	6101	36	2071135	97.11551
Voted against of the Resolution	3	61516	NIL	NIL	3	61516	2.88449
Invalid Votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL

Item no. 7 – Special Resolution Re-appointment of Mr. Rikhab Chand Jain (DIN:00167778) as the Whole Time Director of the Company:

	Remote E-Voting		Voting at AGM		Consolidated Voting Result		
	Number of Members Voted	Number of Share for Votes Cast	Number of Members who voted(in person or proxy)	Number of shares for votes cast	Total number of members voted	Total number of shares for votes cast	Percentage of votes to total number of votes cast
Voted in favour of the Resolution	32	2065034	4	6101	36	2071135	97.11551
Voted against of the Resolution	3	61516	NIL	NIL	3	61516	2.88449



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Invalid Votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL

Item no. 8 – Special Resolution Re-appointment of Mrs. Pooja Sarada as an Independent Director of the Company:

	Remote E-Voting		Voting at AGM		Consolidated Voting Result		
	Number of Members Voted	Number of Share for Votes Cast	Number of Members who voted (in person or proxy)	Number of shares for votes cast	Total number of members voted	Total number of shares for votes cast	Percentage of votes to total number of votes cast
Voted in favour of the Resolution	32	2065034	4	6101	36	2071135	97.11551
Voted against of the Resolution	3	61516	NIL	NIL	3	61516	2.88449
Invalid Votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL

Item no. 9 – Special Resolution to increase the borrowing limits of the Company:

	Remote E-Voting		Voting at AGM		Consolidated Voting Result		
	Number of Members Voted	Number of Share for Votes Cast	Number of Members who	Number of shares for	Total number of member	Total number of shares for votes	Percentage of votes to total





			voted(in person or proxy)	votes cast	s voted	cast	number of votes cast
Voted in favour of the Resolution	32	2065034	4	6101	36	2071135	97.11551
Voted against of the Resolution	3	61516	NIL	NIL	3	61516	2.88449
Invalid Votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL

Item no. 10 – Special Resolution to increase the limits applicable for making Investments, extending Loans, giving Guarantees and providing Securities specified under Section 186 of Companies Act, 2013:

	Remote E-Voting		Voting at AGM		Consolidated Voting Result		
	Number of Members Voted	Number of Share for Votes Cast	Number of Members who voted(in person or proxy)	Number of shares for votes cast	Total number of members voted	Total number of shares for votes cast	Percentage of votes to total number of votes cast
Voted in favour of the Resolution	32	2065034	4	6101	36	2071135	97.11551
Voted against of the	3	61516	NIL	NIL	3	61516	2.88449



Resolution							
Invalid Votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL

4. Related Parties have cast vote on these Resolutions.

5. In terms of the provisions of Clause 20(3) of the Rules, we, have maintained the register of E-voting in electronic form, the register and all other papers relating to electronic voting shall remain in our safe custody until the chairman of the Annual General Meeting considers, approve and signs the minutes of Annual General Meeting.

Thanking You

Yours Faithfully,

For, RANTU DAS & ASSOCIATES

Company Secretaries



(Rantu Kumar Das)

Partner

Membership No: FCS -8437

C.P. No: 9671



Date: September 26, 2019

Place: Kolkata

We, the undersigned, have witnessed that the votes were unblocked from CDSL's e-voting website [www.evotingindia.com](http://www.evotingindia.com) in our presence on Wednesday, the 25th September, 2019.

Prasenjit Kr. Basak

Name: Mr. Prasenjit Kr. Basak  
Address: 760/9, Jawpur Road,  
Ramkrishna Park, Kolkata-  
700074, West Bengal

Sayantan Das.

Name: Mr. Sayantan Das  
Address: Benepukur, Gobindapur,  
Maheshtala, Kolkata-700141