

# Spotlight Vanijya Limited

CIN - L65993WB1981PLC034252

Registered Office: **2, Red Cross Place, Kolkata - 700 001**

Phone: (033) 2254-3100, Fax: (033) 2254-3130

E-mail: [kkothari@hngil.com](mailto:kkothari@hngil.com)

Website: [www.spotlightvanijya.com](http://www.spotlightvanijya.com)

October 1, 2019

The Secretary,  
**The Calcutta Stock Exchange Ltd.,**  
7, Lyons Range,  
Kolkata-700 001  
**(Scrip Code: 10029380)**

Dear Sir(s)/Madam,

**Sub: Disclosure of Voting results of 36<sup>th</sup> AGM- Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with till date amendments, please find enclosed herewith the Voting Results of the 36<sup>th</sup> Annual General Meeting (AGM) of the Company held on Monday, 30<sup>th</sup> September, 2019 at its registered office at 2, Red Cross Place, Kolkata 700 001.

We also enclose herewith the Report of the Scrutinizer dated 1<sup>st</sup> October, 2019, pursuant to section 108 of the Companies Act, 2013 and Rules 20 of the Companies (Management and Administration) Rules, 2014 read with till date amendments.

The same is for your information and records.

Thanking You,

Yours faithfully,  
For **Spotlight Vanijya Ltd.**

*N.D. Maheshwari*  
(N. D. Maheshwari)

**Director**

**DIN: 02177410**



Encl: As above.

**SCRUTINIZER'S REPORT**

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 and Companies (Management and Administration) Amendments Rules, 2016]**

To,  
The Chairman  
of 36<sup>th</sup> Annual General Meeting of  
Spotlight Vanijya Limited,  
2, Red Cross Place  
Kolkata- 700 001

**36<sup>th</sup> Annual General Meeting (AGM) of Equity Shareholders of  
Spotlight Vanijya Limited held on Monday, 30<sup>th</sup> September, 2019  
at 2, Red Cross Place, Kolkata – 700 001**

Dear Sir,

I, Tapan Kumar Banerjee, Practicing Company Secretary, appointed as a Scrutinizer for the purpose of scrutinizing the remote e-voting and voting through ballot papers in a fair and transparent manner and ascertaining the requisite majority of e-voting and voting through ballot papers, carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Amended Rules, 2016 on the below mentioned resolution(s), at the 36<sup>th</sup> Annual General Meeting of the Equity Shareholders of Spotlight Vanijya Limited, held on Monday, 30<sup>th</sup> September, 2019 at 11.00 a.m. at 2, Red Cross Place, Kolkata - 700 001.

The Management of the Company is responsible to ensure the Compliance of the requirement of the Companies Act, 2013 and the rules relating to voting through electronic means (by remote e-voting) and ballot paper on the resolutions contained in the notice of the 36<sup>th</sup> Annual General Meeting of the Company. My responsibility as a scrutinizer is to ensure that the voting process both through electronic means and by use of ballots by poll at the meeting to be conducted in a transparent manner and render consolidated scrutinizer's report of the total votes cast **"in favour"** or **"against"** in the resolution stated in the notice to the Chairman, based on the report generated from the e-voting system provided by The National Securities Depository Ltd. (NSDL).



**Further to the above, I submit my report as under:**

1. The Company has availed the services of NSDL for the purpose of remote e- voting.
2. The e-voting period remained open from 27.09.2019 (9.00 a.m.) to 29.09.2019 (5.00 p.m.). Remote e-voting was blocked by NSDL at 5.00 p.m. on 29.09.2019.
3. The shareholders holding shares as on the "cut off" date i.e. 23.09.2019 were entitled to vote on the proposed resolution as set out in the notice of the 36<sup>th</sup> Annual General Meeting of Equity Shareholders of Spotlight Vanijya Limited.
4. The votes were unblocked on 30.09.2019 at around 1:45 p.m. in the presence of two witnesses, Mr. Kalidasu Kothari and Mr. Champak Kumar Bose not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

  
Name: Kalidasu Kothari

  
Name: Champak Kumar Bose

5. Thereafter, the details containing, *inter-alia*, list of equity shareholders, who voted "FOR" or "AGAINST" as set out in the notice of the 36<sup>th</sup> AGM of the Company that were put to vote, were generated from the e-voting website of The NSDL.(<https://evoting.nsdl.com>) and based on such reports generated, the results of the e-voting are given hereunder in the report.
6. After the time fixed for closing of the voting through ballot by the Chairman of the meeting, empty ballot box kept for polling was locked in my presence with due identification mark placed by me.
7. I have observed that none of the members have cast their votes through ballot papers provided at the meeting.
8. The Company had not received any proxy form for this meeting.
9. The results of the e-voting are as under:



## **ORDINARY BUSINESS**

### **1. Ordinary Resolution:**

**To receive, consider and adopt the Audited Standalone as well as Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 together with reports of the Directors and the Auditors thereon.**

#### **I. Votes **in favour** of the resolution:**

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
E-Voting	25	610204	100.00
Ballot	0	0	0.00
Total	25	610204	100.00

#### **II. Votes **against** the resolution:**

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
E-Voting	0	0	0
Ballot	0	0	0
Total	0	0	0

#### **III. **Invalid/Abstained** votes:**

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
E-Voting	0	0	0
Ballot	0	0	0
Total	0	0	0

**Based on the aforesaid result, Ordinary Resolution as contained in Item No.1 has been passed with requisite majority.**



**2. Ordinary Resolution:**

**To appoint a Director in place of Shri Mukul Somany (DIN: 00124625), who retires by rotation and being eligible offers himself for re-appointment.**

**I. Votes in favour of the resolution:**

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
E-Voting	10	106747	100.00
Ballot	0	0	0.00
Total	10	106747	100.00

**II. Votes against the resolution:**

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
E-Voting	0	0	0
Ballot	0	0	0
Total	0	0	0

**III. Invalid/Abstained votes:**

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
E-Voting	0	0	0
Ballot	0	0	0
Total	0	0	0

**Based on the aforesaid result, Ordinary Resolution as contained in Item No.2 has been passed with requisite majority.**



**SPECIAL BUSINESS**

**3. Special Resolution:**

**Re-appointment of Shri Narain Das Maheshwari (DIN: - 02177410) as an Independent Director for another period of Five Years w.e.f. 1<sup>st</sup> April, 2019 to 31<sup>st</sup> March, 2024.**

**I. Votes in favour of the resolution:**

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
E-Voting	25	610204	100.00
Ballot	0	0	0.00
Total	25	610204	100.00

**II. Votes against the resolution:**

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
E-Voting	0	0	0
Ballot	0	0	0
Total	0	0	0

**III. Invalid/Abstained votes:**

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
E-Voting	0	0	0
Ballot	0	0	0
Total	0	0	0

**Based on the aforesaid result, Special Resolution as contained in Item No.3 has been passed with requisite majority.**



**4. Special Resolution:**

Re-appointment of Shri Satish Biyani (DIN: - 00002488) as an Independent Director for another period of Five Years w.e.f. 1<sup>st</sup> April 2019 to 31st March, 2024 (Special Resolution).

I. Votes **in favour** of the resolution:

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
E-Voting	25	610204	100.00
Ballot	0	0	0.00
Total	25	610204	100.00

II. Votes **against** the resolution:

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
E-Voting	0	0	0
Ballot	0	0	0
Total	0	0	0

III. **Invalid/Abstained** votes:

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
E-Voting	0	0	0
Ballot	0	0	0
Total	0	0	0

**Based on the aforesaid result, Special Resolution as contained in Item No.4 has been passed with requisite majority.**



The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and the same are handed over to the Compliance Officer for safe keeping.

Thanking you,

Yours faithfully,



**(Tapan Kumar Banerjee)**  
**Practicing Company Secretary**  
**Membership Number: ACS-1242,**  
**CP No: 17163**



Place: KOLKATA  
Dated: 01/10/2019

Received the Report of the Scrutinizer

For **Spotlight Vanijya Limited**

  
**(N.D. Maheshwari)**  
**Director**  
**(DIN: 02177410)**





**SPOTLIGHT VANIJYA LIMITED - AGM Attended and Voting Summary**

**Format for Voting Result**

Date of the AGM	September 30, 2019
Total Number of Shareholders on record date	133
No. of shareholders present in the meeting either in person or through proxy :	
Promoter & Promoter group	4
Public	2
<b>Total</b>	<b>6</b>
No. of shareholders attended the meeting through Video Conferencing	N.A.
Promoter & Promoter group	
Public	
<b>Total</b>	

**Agenda- wise disclosure (to be disclosed separately for agenda item)**

**1 Ordinary Resolution**  
To receive, consider and adopt the Audited Standalone as well as Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 together with reports of the Directors and the Auditors thereon.

**Whether promoter/promoter group are interested in the agenda/resolution ?**

0

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
<b>Promoter &amp; Promoter Group</b>	E-Voting	530387	465512	87.76840	465512	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		465512	87.76840	465512	0	100.00000	
<b>Public - Institutional holders</b>	E-Voting	0	0		0	0		
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		0		0	0		
<b>Public - Non Institution</b>	E-Vote	177965	144692	81.30360	144692	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		144692	81.30360	144692	0	100.00000	
<b>Total</b>		<b>708352</b>	<b>610204</b>	<b>86.14418</b>	<b>610204</b>	<b>0</b>	<b>100.00000</b>	<b>0.00000</b>



2 Ordinary Resolution		To appoint a Director in place of Shri Mukul Somany (DIN: 00124625), who retires by rotation and being eligible offers himself for re-appointment.										0
Whether promoter/promoter group are interested in the agenda/resolution ?												0
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100				
Promoter & Promoter Group	E-Voting	530387	0	0.00000	0	0	0					
	Poll		0	0.00000	0	0	0					
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.				
	Total		0	0.00000	0	0	0					
Public - Institutional holders	E-Voting	0	0	0	0	0	0					
	Poll		0	0	0	0	0					
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.				
	Total		0	0	0	0	0					
Public - Non Institution	E-Vote	177965	106747	59.98200	106747	0	100.00000					
	Poll		0	0.00000	0	0	0					
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.				
	Total		106747	59.98200	106747	0	100.00000					
Total		708352	106747	15.06977	106747	0	100.00000	0.00000				
3 Special Resolution		Re-Appointment of Shri Narain Das Maheshwari (DIN: - 02177410) as an Independent Director for another period of Five Years w.e.f. 1st April, 2019 to 31st March, 2024.										
Whether promoter/promoter group are interested in the agenda/resolution ?												0
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100				
Promoter & Promoter Group	E-Voting	530387	465512	87.76840	465512	0	100.00000					
	Poll		0	0.00000	0	0	0					
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.				
	Total		465512	87.76840	465512	0	100.00000					
Public - Institutional holders	E-Voting	0	0	0	0	0	0					
	Poll		0	0	0	0	0					
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.				
	Total		0	0	0	0	0					
Public - Non Institution	E-Vote	177965	144692	81.30360	144692	0	100.00000					
	Poll		0	0.00000	0	0	0					
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.				
	Total		144692	81.30360	144692	0	100.00000					
Total		708352	610204	86.14418	610204	0	100.00000	0.00000				



4 Special Resolution		Re-Appointment of Shri Satish Biyani (DIN: - 00002488) as an Independent Director for another Period of Five Years w.e.f. 1st April 2019 to 31st March, 2024.						
Whether promoter/promoter group are interested in the agenda/resolution ?		0						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	530387	465512	87.76840	465512	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		465512	87.76840	465512	0	100.00000	
Public - Institutional holders	E-Voting	0	0		0	0		
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		
Public - Non Institution	E-Vote	177965	144692	81.30360	144692	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		144692	81.30360	144692	0	100.00000	
Total		708352	610204	86.14418	610204	0	100.00000	0.00000

