

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

Website: www.spotlightvanijya.com

1st July, 2019

To
The Secretary,
The **Calcutta Stock Exchange Ltd.**,
7, Lyons Range,
Kolkata-700 001

Scrip Code – 10029380

Dear Sir,

Sub:- Disclosure of Voting results of Extra Ordinary General Meeting (EGM)- Regulation 44(3) of the Securities 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, please find enclosed herewith the Voting Results of Extra Ordinary General Meeting (EGM) of the Company held on Monday, 1st July, 2019 at its Registered Office 2, Red Cross Place, Kolkata- 700 001.

We also enclose the Report of the Scrutinizer dated 1st July, 2019, pursuant to Section 108 of the Companies Act, 2013 and Rules 20 of the Companies (Management and Administration) Rules, 2014.

The same is for your information and records.

Yours Truly
For **Spotlight Vanijya Limited**

Rahul Kumar Singh

Rahul Kumar Singh
Company Secretary & CFO

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 Extra Ordinary General Meeting of
Spotlight Vanijya Limited,
2, Red Cross Place
Kolkata- 700 001

**Extra Ordinary General Meeting (EGM) of Equity Shareholders of
Spotlight Vanijya Limited held on Monday, July 1, 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 Extra Ordinary General Meeting (EGM) of the Equity Shareholders of Spotlight Vanijya Limited, held on Monday, 1st July, 2019 at 11.30 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 EGM 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. However, all members who attended EGM has already been casted their vote through e-voting and hence, not a single opted for Ballot Paper. E-voting conducted in a fair and transparent manner and render 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 28.06.2019 (9.00 a.m.) to 30.06.2019 (5.00 p.m.). Remote e-voting was blocked by NSDL at 5.00 p.m. on 30.06.2019.
3. The shareholders holding shares as on the "cut off" date i.e. 26.06.2019 were entitled to vote on the proposed resolution as set out in the notice of the EGM of Equity Shareholders of Spotlight Vanijya Limited.
4. The votes were unblocked on 01.07.2019 11:49 a.m. in the presence of two witnesses, Ms. Puja Adhikary and Mr. Saurav Sharma not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Puja Adhikary .

Name: Puja Adhikary

S Sharma

Name: Saurav Sharma

5. Thereafter, the details containing, *inter-alia*, list of equity shareholders, who voted "FOR" or "AGAINST" as set out in the notice of the EGM 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. The Company has also distributed the physical ballot forms at the venue of the EGM to enable the shareholders to cast the votes physically, in case the same has not been casted by them through remote e-voting, but members, who were present at EGM has already been casted their vote through e-voting and hence, not a single opted for Ballot Paper.
7. 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.
8. The locked ballot box was subsequently opened in my presence and no ballot papers were found due to non-voting through ballot papers by the shareholders who were present in the EGM.



9. The Company had received 6 proxy forms and out of which 5 persons had attended the meeting.
10. The combined results of the e-voting and voting through ballot form are as under:

SPECIAL BUSINESS

1. Special Resolution: APPROVAL FOR MATERIAL RELATED PARTY TRANSACTION

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	32	172734	99.65
Ballot	-	-	0.00
Total	32	172734	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	6	600	0.35
Ballot	0	0	0
Total	6	600	0.35

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	0.00
Ballot	0	0	0.00
Total	0	0	0.00



Based on the aforesaid results, Special Resolution as contained in Item No. 1 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 Extra Ordinary 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: 01/07/2019

Received the Report of the Scrutinizer

For **Spotlight Vanijya Limited**


(Rahul Kumar Singh)
Company Secretary & CFO



SPOTLIGHT VANIJYA LIMITED- Extra Ordinary General Meeting (EGM) Voting Summary

Date of the Extra Ordinary General Meeting (EGM)	1-7-2019
Total number of shareholders on record date	133
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	5 (Through Proxy)
Public	11 (In Person)
Total:-	16
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group: Public	NIL

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

1. Resolution required: (Ordinary/Special)	Special
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes

Description of Resolution Considered		Approval for material related party transaction						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Polled outstanding shares	No. of Votes in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	530387	0	0.00000	0	0	0.0000	
	Poll		0	0.00000	0	0	0.0000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	0.0000	N.A.
Public- Institutions	Total	530387	0	0.00000	N.A.	N.A.	0.0000	
	E-Voting	0	0	0.00000	0	0	0.0000	
	Poll		0	0.00000	0	0	0.0000	
Public- Non Institutions	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	0.0000	N.A.
	Total	0	0	0.00000	N.A.	N.A.	0.0000	
	E-Voting	177965	173334	97.4000	172734	600	99.6500	0.3500
Public- Non Institutions	Poll		0	0.00000	0	0	0.0000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	0.0000	N.A.
	Total	177965	173334	97.40	172734	600	99.6500	0.3500
Total		708352	173334	97.40	172734	600	99.6500	0.3500

