



**UMESH VED & ASSOCIATES**  
**Company Secretaries**

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**FORM NO. MGT-13**

**CONSOLIDATED SCRUTINIZER'S REPORT**

[Pursuant to section 108 & 109 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,  
The Chairman,  
**Worldwide Leather Exports Limited**  
5-F, Everest, 46/C,  
Chowringee Road,  
Kolkata-700071

**Re: 27<sup>th</sup> Annual General Meeting (AGM) of Worldwide Leather Exports Limited held on Saturday, the 30<sup>th</sup> September, 2017 at 03:00 p.m. at Kala Kunj (Basement Kalamandir), 48 Shakespeare Sarani, Kolkata-700017.**

Dear Sir,

I, Umesh Ved, Proprietor of M/s. Umesh Ved & Associates, Company Secretaries, Ahmedabad, was appointed as Scrutinizer for the purpose of scrutinizing the Remote E-Voting process and voting at the Annual General Meeting ("AGM") pursuant to Section 108 & 109 of the Companies Act, 2013 read with rule 20 of Companies (Management and Administration) Rules, 2014, as amended on the resolutions contained in the Notice to the 27<sup>th</sup> AGM of the Members of "Worldwide Leather Exports Limited" (the Company) held on Saturday, the 30<sup>th</sup> September, 2017 at 03:00 p.m. at Kala Kunj (Basement Kalamandir), 48 Shakespeare Sarani, Kolkata-700017.

My responsibility as a scrutinizer for the voting process is restricted to preparing a Scrutinizer's Report of the vote cast "in favour" or "against" the resolution(s) based on the reports generated from the Remote e-voting system provided by the Central Depository Services Limited (the Agency/ service provider) and the Polling at the AGM.

I submit my report as under:

- i. The shareholders of the Company holding shares as on the "cut-off" date 22<sup>nd</sup> December, 2017, were entitled to vote on the proposed resolutions as set out in item nos. 1 to 11 in the Notice of the 27<sup>th</sup> AGM of Worldwide Leather Exports Limited.

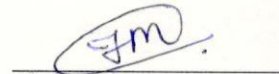




- ii. The facility provided for Remote E-Voting commenced from 9.00 A.M. on Wednesday, the 27<sup>th</sup> December, 2017 and ended on 5.00 P.M. on Friday, the 29<sup>th</sup> September, 2017. The Remote E – voting facility was blocked thereafter.
- iii. At the venue of the AGM the facility to cast vote by poll was provided to facilitate those members present at the AGM who could not participate through Remote E-voting, to record their votes. After counting of the votes conducted at the venue of the AGM through Ballot, the votes cast through Remote E- voting were unblocked in the presence of two witnesses, namely, Mr. Rohit Periwal and Ms. Himani Upadhyay who are not in employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.



Rohit Periwal



Himani Upadhyay

- iv. The voting done through Remote E-voting and Polling at the meeting were reconciled with the records maintained by the RTA and the authorizations / proxies lodged with the Company.
- v. The result of the Remote e-voting as well as Polling at the AGM is as under:

- (1) **ORDINARY RESOLUTION** To receive, consider and adopt the Audited Financial Statements for the Financial year ended on 31<sup>st</sup> March, 2017, together with the Reports of the Board of Directors and Auditors thereon.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	7	1570803	100.00
Poll	121	1357	100.00
Total	128	1572160	100.00

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00
Poll	0	0	0.00
Total	0	0	0.00

- 8 Polling papers were found abstained from voting for Resolution



- (2) **ORDINARY RESOLUTION** Appointment of M/s. VMSS & Associates, Chartered Accountants (Firm Registration No. 328952E) as Statutory Auditor for the Five year.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	7	1570803	100.00
Poll	128	1503	99.93
Total	135	1572306	99.99

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00
Poll	1	1	0.07
Total	1	1	0.01

- (3) **ORDINARY RESOLUTION** Regularization of Mr. Mahesh Agarwal (DIN: 00086304) as an Independent Director

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	7	1570803	100.00
Poll	126	1497	99.73
Total	133	1572300	99.99





Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00
Poll	2	4	0.27
Total	2	4	0.01

- 1 Polling paper were found abstained from voting for Resolution

(4) **ORDINARY RESOLUTION** Regularization of Mr. Harish Kansal (DIN: 01566975) as an Independent Director

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	7	1570803	100.00
Poll	127	1500	99.73
Total	134	1572303	99.99

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00
Poll	2	4	0.27
Total	2	4	0.01

(5) **ORDINARY RESOLUTION** Regularization of Mr. Punita Agarwal (DIN: 00303136) as a Director

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	7	1570803	100.00
Poll	126	1497	99.73
Total	133	1572300	99.99





Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00
Poll	2	4	0.27
Total	2	4	0.01

- 1 Polling paper were found abstained from voting for Resolution

(6) **ORDINARY RESOLUTION** Regularization of Mr. Abhishek Jain (DIN: 02801441) as a Director

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	7	1570803	100.00
Poll	126	1497	99.73
Total	133	1572300	99.99

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00
Poll	2	4	0.27
Total	2	4	0.01

- 1 Polling paper were found abstained from voting for Resolution

(7) **ORDINARY RESOLUTION** Regularization of Mr. Parag Jain (DIN: 02803856) as a Director

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	7	1570803	100.00
Poll	127	1500	99.73
Total	134	1572303	99.99





Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00
Poll	2	4	0.27
Total	2	4	0.01

- (8) **SPECIAL RESOLUTION** Fix the Appointment and Remuneration of Mr. Abhishek Jain (DIN: 02801441) as a Joint Managing Director.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	7	1570803	100.00
Poll	125	1498	99.60
Total	132	1572301	99.99

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00
Poll	4	6	0.40
Total	4	6	0.01

- (9) **SPECIAL RESOLUTION** Fix the Appointment and Remuneration of Mr. Parag Jain (DIN: 02803856) as a Managing Director.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	7	1570803	100.00
Poll	125	1498	99.60
Total	132	1572301	99.99



Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00
Poll	4	6	0.40
Total	4	6	0.01

- (10) **ORDINARY RESOLUTION** Regularization of Mr. Amit Lohia (DIN: 06782987) as an Independent Director

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	7	1570803	100.00
Poll	126	1499	99.73
Total	134	1572302	99.99

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00
Poll	2	4	0.27
Total	2	4	0.01

- 1 Polling paper were found abstained from voting for Resolution

- (11) **ORDINARY RESOLUTION** Reclassification of Promoters into Public Category

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	7	1570803	100.00
Poll	105	1269	97.77
Total	112	1572072	99.99





Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00
Poll	3	29	2.23
Total	3	29	0.01

- 21 Polling papers were found abstained from voting for Resolution

vi. 16 polling papers were found Invalid.

vii. Out of total 197 members present only 145 members casted their votes through ballot in the meeting.

viii. All the resolutions mentioned in the AGM Notice as per details above accordingly stand passed with requisite majority.

ix. The Electronic data and all other relevant records relating to Remote e-voting and Ballot/Poll Papers conducted at the AGM is under my safe custody and all will be handed over to the Joint Managing Director for preserving safely after the Chairman considers, approves and signs the minutes of AGM.

Thanking You,

Yours faithfully,

*Umesh H. Ved*

Umesh Ved

FCS No: 4411

CP No: 2924



Date: 01.01.2018

Place: Ahmedabad