



**PARAG  
FANS & COOLING  
SYSTEMS LTD.**

CIN: U51102MP1991PLC006760

Date:01/10/2018

To,  
The Metropolitan Stock Exchange of India Ltd (MSEI)  
Vibgyor Towers, 4th Floor,  
Plot No C 62, G-Block,  
Opp. Trident Hotel, Bandra- Kurla Complex,  
Mumbai 400098

Dear Sir/Madam,

**Sub: As per Regulation 44(3) of SEBI (LODR), Regulations 2015 Scrutinizers' Report on Remote E-Voting and Voting by Poll conducted at the 27<sup>th</sup> Annual General Meeting of Parag Fans And Cooling Systems Limited held on 29<sup>th</sup> September, 2018.**

We would like to inform you that Remote E-Voting and Voting by Poll was conducted at the 27th Annual General Meeting of Parag Fans And Cooling Systems Limited held on 29th September, 2018. In compliance with Regulation 44(3) of SEBI (LODR) Regulations, 2015 of Voting results, I am pleased to submit the Scrutinizer's Report and Voting results, which is comprehensive and self explanatory in all respects.

Thanking you,  
Yours Faithfully,

FOR PARAG FANS AND COOLING SYSTEMS LIMITED

Mr. UMESH NAMBIAR  
Chairman  
DIN: 02566355



Regd. Office and Works:

Plot no. 1/2B & 1B/3A, Industrial Area No. 1, A. B. Road, Dewas-455 001 (M.P.) India,  
Ph: ++91-7272-425100, 425102 Fax: ++91-7272-400273



*Neelesh Gupta & Co.*

**COMPANY SECRETARIES**

Date: 30/09/2018

To,  
The Chairman of the 27<sup>th</sup> AGM of Equity Shareholder of  
Parag Fans And Cooling Systems Limited  
1/2 & 1b/3a Industrial Area No. 1  
A B Road Dewas Mp 455001 In

Dear Sir,

**Sub: Scrutinizers' Report on Remote E-Voting and Voting by Poll conducted at the 27<sup>th</sup> Annual General Meeting of Parag Fans And Cooling Systems Limited held on 29<sup>th</sup> September, 2018.**

I would like to thank you for appointing as the Scrutinizer for the remote e-voting and voting by your members, at the 27<sup>th</sup> Annual General Meeting of Your Company held on 29<sup>th</sup> September, 2018 at 1/2 & 1b/3a Industrial Area No. 1 A B Road Dewas MP 455001 In

I am pleased to submit the Scrutinizer's Report, which is comprehensive and self explanatory in all respects.

Yours Faithfully

**FOR NEELESH GUPTA & CO.,  
COMPANY SECRETARIES**

*Neelesh Gupta*  
Neelesh Gupta  
Proprietor  
Mem No. FCS 6381  
C. P. No. : 6846



## Report of Scrutinizer

**CONSOLIDATED REPORT ON REMOTE E - VOTING & VOTING BY POLL AT AGM**  
[Pursuant to section 108 and 109 of the Companies Act, 2013 read with rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015]

NAME OF THE COMPANY	Parag Fans And Cooling Systems Limited
MEETING	27 <sup>th</sup> Annual General Meeting
DAY, DATE & TIME	Saturday, 29 <sup>th</sup> September, 2018
VENUE	1/2 & 1b/3a Industrial Area No. 1 A B Road Dewas Mp 455001 In

### 1. Appointment as Scrutinizer

I was appointed as the Scrutinizer for the remote e-voting as well as the Voting conducted at the Annual General Meeting (AGM) of **Parag Fans And Cooling Systems Limited** (hereinafter referred to as the Company) held on Saturday, 29<sup>th</sup> September, 2018 at 2.00: p.m. at the venue.

### 2. Dispatch of Notice convening the Meeting

The Company has informed that, on the basis of the Register of Members and the List of Beneficial Owners made available by the depositories viz., Central Depository Services (India) Limited (CDSL), the Company has duly completed dispatch of the Notice of the AGM.

### 3. Cut-off date

The Voting rights were reckoned as on 22<sup>nd</sup> September, 2018, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-Voting and voting at the Meeting.

### 4. Remote e-Voting

#### 4.1 Agency

The Company has appointed Central Depository Services (India) Limited (CDSL) as the agency for providing the remote e-Voting platform.

#### 4.2 Remote e-Voting

Remote e-Voting platform was open from Wednesday, 26<sup>th</sup> September, 2018 at 9:00 a.m. till Friday, 28<sup>th</sup> September, 2018 at 6:00 p.m. and members were required to cast their votes electronically conveying their assent or dissent in respect of the Resolutions, on the remote e-Voting platform provided by CDSL.



## 5. Voting at the AGM

5.1 As prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that members who have cast their votes through remote e-Voting do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-Voting and before the start of general meeting, to only such details relating to members who have cast their votes through remote e-Voting, such as their names, DP Id & Client Id / folios, number of shares held but not the manner in which they have voted .

5.2 Accordingly, CDSL, the remote e-Voting Agency provided us with the names, DP Id & Client Id / folios and shareholding of the members who had cast their votes through remote e-Voting.

5.3 The Company provided e-voting facility to the members who attended the meeting.

## 6. Counting Process

6.1 On completion of voting at the meeting, CDSL provided us with the list of members who had cast their votes, their holding details and details of vote cast on the resolutions.

6.2 The votes were reconciled with the records maintained by the Company and CDSL with respect to the authorizations/proxies lodged with the Company.

6.3 We unblocked the remote e-Voting results on the CDSL e-Voting platform in the presence of Ms. Pooja Jain and Ms Chandrika Rathi downloaded the remote e-Voting results.

## 7. Results

7.1 We observed that,

- a) 4 Members had cast their votes at the meeting.
- b) 2 Member had cast their votes through Remote e-Voting.

7.2 The Consolidated Result with respect to each item on the agenda as set out in the Notice of the 27th AGM dated 29<sup>th</sup> September, 2018 is enclosed herewith.

7.3 Based on the aforesaid results, we report that Three Ordinary Resolutions as contained in Item No. 1 to Item No.4 of the Notice of the AGM dated 03rd September, 2018 have been passed with the requisite majority.





The Result of e-voting together with that of the Poll is as under:-

Item No. of Notice	Particulars of Business	Votes in Favor of the resolution		Votes against the resolution		Invalid votes	
		Nos.	%age	Nos.	%age	Nos.	%age
Item No. 1 of the Notice (To Receive, consider and adopt the Audited Financial Statements for the year ended 31 <sup>st</sup> March, 2018 together with Directors report and auditors report thereon.) Ordinary Resolution	E-voting	1913770	99.87	0	0	0	0
	Poll	2550	.13	0	0	0	0
	Total	1916320	100%	0	0	0	0
Item No. 2 of the Notice (To appoint Mrs Rukmini Badjatia a Director retires by rotation) Ordinary Resolution	E-voting	1913770	99.87	0	0	0	0
	Poll	2550	.13	0	0	0	0
	Total	1916320	100%	0	0	0	0
Item No. 3 (To reappoint Mr. Umesh Nambiar as whole time Director.) Ordinary Resolution	E-voting	1913770	99.87	0	0	0	0
	Poll	2550	.13	0	0	0	0
	Total	1916320	100%	0	0	0	0
Item No. 4 (To reappoint Mr Deepak pagnis as whole time Director.) Ordinary Resolution)	E-voting	1913770	99.87	0	0	0	0
	Poll	2550	.13	0	0	0	0
	Total	1916320	100%	0	0	0	0

All the resolutions stand passed under e-voting and poll with requisite majority.

I hereby confirm that I am maintaining the register received from the Service provider both electronically and manual, in respect of the votes cast through e-voting and poll by the shareholder of the company. The ballot papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you

Yours Faithfully

FOR NEELESH GUPTA & CO.,  
COMPANY SECRETARIES

*Neelesh Gupta*  
Neelesh Gupta  
Proprietor  
Mem No. FCS 6381  
C. P. No. : 6846



### Voting Results

Date of the AGM/EGM	29/09/2018
Total number of shareholders on record date	
No. of shareholders present in the meeting either in person or through proxy:	06
Promoters and Promoter Group:	02
Public:	04
No. of Shareholders attended the meeting through Video Conferencing	00
Promoters and Promoter Group:	
Public	

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

Item 1: To Receive, consider and adopt the Audited Financial Statements for the year ended 31<sup>st</sup> March, 2018 together with directors report and auditors report thereon.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			Not interest					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled (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 and Promoter Group	E-Voting	1913770	1913770	100%	1913770	0	100%	0
	Poll	1913770	0	0	0	0	0	0
	Postal Ballot (if applicable)	1913770	0	0	0	0	0	0
	Total	1913770	1913770	100%	1913770	0	100%	0
Public-Institutions	E-Voting	109300	0	0	0	0	0	0
	Poll	109300	0	0	0	0	0	0
	Postal Ballot (if applicable)	109300	0	0	0	0	0	0
	Total	109300	0	0	0	0	0	0
Public-Non Institutions	E-Voting	1468130	2550	17%	2550	0	100%	0
	Poll	1468130	0	0	0	0	0	0
	Postal Ballot (if applicable)	1468130	0	0	0	0	0	0
	Total	1468130	2550	17%	2550	0	100%	0
Total		3491200	1916320	55%	1916320	0	100%	0

Item No. 2: To appoint Mrs Rukmini Badjatia a Director retires by rotation

Resolution required: (Ordinary/ Special)		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		Not interest						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled (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 and Promoter Group	E-Voting	1913770	1913770	100%	1913770	0	100%	0
	Poll	1913770	0	0	0	0	0	0
	Postal Ballot (if applicable)	1913770	0	0	0	0	0	0
	Total	1913770	1913770	100%	1913770	0	100%	0
Public-Institutions	E-Voting	109300	0	0	0	0	0	0
	Poll	109300	0	0	0	0	0	0
	Postal Ballot (if applicable)	109300	0	0	0	0	0	0
	Total	109300	0	0	0	0	0	0
Public-Non Institutions	E-Voting	1468130	2550	.17%	2550	0	100%	0
	Poll	1468130	0	0	0	0	0	0
	Postal Ballot (if applicable)	1468130	0	0	0	0	0	0
	Total	1468130	2550	.17%	2550	0	100%	0
Total		3491200	1916320	55%	1916320	0	100%	0

Item No. 3: To reappoint Mr. Umesh Nambiar as whole time director of the company.

Resolution required: (Ordinary/ Special)		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		Not Interest						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled (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 and Promoter	E-Voting	1913770	1913770	100%	1913770	0	100%	0
	Poll	1913770	0	0	0	0	0	0



Group	Postal Ballot (if applicable)	1913770	0	0	0	0	0	0
	Total	1913770	1913770	100%	1913770	0	100%	0
Public-Institutions	E-Voting	109300	0	0	0	0	0	0
	Poll	109300	0	0	0	0	0	0
	Postal Ballot (if applicable)	109300	0	0	0	0	0	0
	Total	109300	0	0	0	0	0	0
Public-Non Institutions	E-Voting	1468130	2550	17%	2550	0	100%	0
	Poll	1468130	0	0	0	0	0	0
	Postal Ballot (if applicable)	1468130	0	0	0	0	0	0
	Total	1468130	2550	17%	2550	0	100%	0
Total		3491200	1916320	55%	1916320	0	100%	0

Item No. 4: To reappoint Mr Deepak Pagnis as whole time director of the company.

Resolution required: (Ordinary/Special)		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		Not Interest						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled (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 and Promoter Group	E-Voting	1913770	1913770	100%	1913770	0	100%	0
	Poll	1913770	0	0	0	0	0	0
	Postal Ballot (if applicable)	1913770	0	0	0	0	0	0
	Total	1913770	1913770	100%	1913770	0	100%	0
Public-Institutions	E-Voting	109300	0	0	0	0	0	0
	Poll	109300	0	0	0	0	0	0
	Postal Ballot (if applicable)	109300	0	0	0	0	0	0
	Total	109300	0	0	0	0	0	0
Public-Non Institutions	E-Voting	1468130	2550	17%	2550	0	100%	0
	Poll	1468130	0	0	0	0	0	0
	Postal Ballot	1468130	0	0	0	0	0	0



on s	(if applicable)							
	Total	1468130	2550	17%	2550	0	100%	0
Total		3491200	1916320	55%	1916320	0	100%	0

FOR PARAG FANS AND COOLING SYSTEMS LIMITED

Mr. UMESH NAMBIAR

Chairman

DIN: 02566355

