



**SCRUTINIZER'S REPORT**

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

To

The Chairman of 72<sup>ND</sup> Annual General Meeting of the Equity Shareholders of M/s The Phosphate Company Limited held on 21st December, 2020 at 11:30 a.m. IST through Video Conferencing (VC) or Other Audio Visual Means (OAVM)

**SUBJECT: Passing of Resolution through electronic conducted at the 72<sup>nd</sup> Annual General Meeting of M/s The Phosphate Company Limited held on 21<sup>st</sup> December, 2020**

Dear Sir

I, Ajay Kumar Agarwal, Practicing Company Secretary, holding Membership Number FCS 7604 and Certificate of Practice Number 13493, Proprietor of M/s AGARWAL A & ASSOCIATES, Company Secretaries at Plot No. IID/31/1, Street No. 1111, PS Qube, Unit Number 1015A, 10th Floor, Beside City Centre 2, Kolkata- 700161 have been appointed by the Board of Directors of **M/s The Phosphate Company Limited** as a Scrutinizer for the purpose of scrutinizing the voting by electronics means ("remote e-voting") carried by the Company pursuant to Section 108 of the Companies Act, 2013 read with the Rule 20(4)(ix) of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions contained in the notice of the 72<sup>nd</sup> Annual General Meeting ("AGM") of the members of the Company, held on Monday, 21<sup>st</sup> December, 2020 at 11:30 AM, and concluded at 12:05 PM, through Video Conferencing (VC) or Other Audio Visual Means (OAVM)

The Notice date 09<sup>th</sup> November, 2020 along with the explanatory statement convening the 72<sup>nd</sup> Annual General Meeting of the Company setting out the material facts under section 102 of the Companies Act, 2013 were sent to the Shareholders in respect of the resolutions to be passed at the said AGM of the Company.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronics means on the resolutions contained in the Notice of the Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process is restricted to make Scrutinizer's Report of the votes cast "in favour" or "against" the resolution and "invalid" and "abstained" votes, based on the reports

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generated from the E-voting system provided by the National Securities Depository Limited (NSDL), the authorized agency to provide E-voting facilities, engaged by the Company to provide remote e-voting facilities.

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

- I. The remote e-voting period remained open from Friday, 18<sup>th</sup> December, 2020 (09:00 AM) to Sunday, 20<sup>th</sup> December, 2020(5:00 PM).
- II. The members of the Company as on the "cut off" date i.e. 14<sup>th</sup> December, 2020 were entitled to e-vote on the resolutions (item no. 1 to 3 as set out in the notice of the AGM of the Company).
- III. The Ballot Forms facility was not provided at the AGM on Monday, 21<sup>st</sup> December, 2020 to the members because the AGM of the company was conducted through VC/OAVM.
- IV. On completion of voting at the meeting M/s Maheshwari Datamatics Pvt. Ltd. (RTA) provided us with the list of shareholders who had cast their votes, with their holding details of vote cast on the Resolutions.
- V. The votes were reconciled with the records maintained by the Company and RTA with respect to the Authorizations / Proxies lodged with the Company. If any;
- VI. The votes cast were unblocked on 21<sup>st</sup> December, 2020 at around 01:07 PM in the presence of two witnesses, Mr Biraj Raha and Ms. Shreya Kedia who are not in employment of the Company.
- VII. Thereafter, considering remote e-voting, the combined results of the voting is annexed. The details containing *inter alia*, list of Equity Share Holders, who voted "for" , "against" each of the resolutions that were put to vote, and whose votes became invalid or who abstained from voting, were generated from the e-voting website of National Securities Depository Limited (NSDL) i.e. <http://www.evoting.nsdl.com> and is based on such reports generated.
- VIII. Eighty Two Members have cast their votes through remote e-voting and all such votes are valid.
- IX. OUTCOME: All the resolutions stand passed unanimously under combined results of e-voting.
- X. The relevant records relating to e-voting etc. at the AGM is handed over to the Company Secretary / Director authorized by the Board for safe keeping.
- XI. Restriction on Use- This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company (iii) NSDL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing .



Thanking you,

For **AGARWAL A & ASSOCIATES**  
Company SecretariesCS Ajay Kumar Agarwal  
Proprietor  
M No.: F7604; C.PNo.13493

Place: Kolkata

Date: 21<sup>st</sup> December, 2020

M/s The Phosphate Company Limited (CIN:L24231WB1949PLC017664) Date of AGM: 21 <sup>st</sup> December, 2020 SUMMERY OF COMBINED SCRUTINIZER'S REPORT IN RESPECT OF E-VOTING FOR PASSING ORDINARY/SPECIAL RESOLUTIONS												
Resolu tion No.	Subject Matter of the Resolution	Mode	Total No. of Mem bers Vote d	Total No. of Shares Voting	Assent/ in Favour of			Dissent/ Against			Invalid	
					No. of Mem bers voted	No. of Votes	% of vote s in favo ur of vote s	No. of Me mbe rs vote d	No. of Vo tes	% of votes again st of votes	No. of Me mbe rs vote d	No. of Votes
1	ORDINARY RESOLUTION: To receive, consider and adopt the Audited Financial Statement of the Company for the year ended 31st March, 2020 together with the Report of Board of Directors and Auditors.	Electron ic	82	2966652	82	2966652	100	--	--	--	--	--
		Physical	--	--	--	--	--	--	--	--	--	--
		<b>Total</b>	<b>82</b>	<b>2966652</b>	<b>82</b>	<b>2966652</b>	<b>100</b>	--	--	--	--	--
2	ORDINARY RESOLUTION: To appoint a Director in place of Shri	Electron ic	82	2966652	82	2966652	100	--	--	--	--	--
		Physical	--	--	--	--	--	--	--	--	--	--



	Binod Khaitan (DIN:00128502), who retires by rotation and being eligible, offers himself for re-appointment as a Director	Total	82	2966652	82	2966652	100	--	--	--	--	--
3	ORDINARY RESOLUTION: To ratify the appointment and remuneration of the Cost Auditors of the Company for the financial year ending 31st March 2021.	Electronic	82	2966652	82	2966652	100	--	--	--	--	--
		Physical	--	--	--	--	--	--	--	--	--	--
		Total	82	2966652	82	2966652	100	--	--	--	--	--

For AGARWAL A & ASSOCIATES  
Company Secretaries

*Aj A*

CS Ajay Kumar Agarwal  
Proprietor  
M No.: F7604; C.P No.:13493



*Binod*

Binod Kumar Khaitan  
Chairman of the Meeting

Place: Kolkata

Date: 21<sup>st</sup> December, 2020

UDIN: F007604B001583178