

**CONSOLIDATED SCRUTINIZER'S REPORT**  
**UTC FIRE & SECURITY INDIA LIMITED**

To.  
The Chairman,  
UTC Fire & Security India Limited  
Unit No.8, 1<sup>st</sup>Floor, The Centrum,  
Lal Bahadur Shastri Marg, Kurla (West),  
Mumbai – 400070  
Maharashtra, India

**Sub: Consolidated Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time for the 38<sup>th</sup> Annual General Meeting of M/s UTC Fire & Security India Limited held on Monday 28<sup>th</sup> December, 2020 at 12:00 p.m. through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').**

Dear Sir,

- 1) The Board of the Company at its meeting held on November 30, 2020 had appointed me as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and all other provision as applicable, to scrutinize the remote e-voting and e-voting conducted at its 38<sup>th</sup> Annual General Meeting (“AGM”) in fair and transparent manner.
- 2) The Company had engaged Central Depository Services (India) Limited (CDSL) as the service provider, for extending the facility of electronic voting (Remote e-voting and e-voting facility provided during the AGM) to the shareholders of the Company.
- 3) The Remote e-voting process was started on Friday, the 25<sup>th</sup> December, 2020 from 09:00 A.M. and ended on Sunday, the 27<sup>th</sup> day of December, 2020 at 5.00 P.M.
- 4) On completion of e-voting during the AGM, the report on e-voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked by me in the presence of two witnesses not in the employment of the company and were counted.



- 5) I have scrutinized and reviewed the remote e-voting and e-voting facility provided to shareholders during the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system.
- 6) As on December 21<sup>st</sup> 2020, the cut-off date, there were 3604 Shareholders of the Company who were entitled to vote on the resolutions placed for the approval of the shareholders through remote e-voting as well as e-voting facility provided at the 38<sup>th</sup> AGM of the Company.
- 7) The Management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013 and rules made thereunder relating to e-voting on the resolutions contained in Notice calling AGM.
- 8) My responsibility as Scrutinizer for e-voting process (Remote e-voting and e-voting facility provided during the AGM) is restricted to making Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by CDSL.
- 9) I now submit my consolidated Report as under on the result of the remote e-voting and e-voting done during the AGM in respect of said resolutions.

**ORDINARY BUSINESS .**

**RESOLUTION NO. 1 – ORDINARY RESOLUTION**

**To consider and adopt audited financial statements of the company for the financial year ended on 31st March, 2020 and the report of the Board of Directors and auditors thereon.**

**(I) VOTED IN FAVOUR OF THE RESOLUTION:**

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
21	306313668	100



**(II) VOTED AGAINST THE RESOLUTION:**

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
0	0	0

**(III) INVALID VOTES OF THE RESOLUTION:**

Number of Members whose votes were declared as invalid	No. of invalid votes(Shares) Cast by them
0	0

**RESULT**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

**RESOLUTION NO. 2 – ORDINARY RESOLUTION**

**Appointment of Mr. Farokh Phiroz Madan (DIN: 07412324) who retires by rotation and being eligible, offers himself for re-appointment as a director of the company.**

**(I) VOTED IN FAVOUR OF THE RESOLUTION:**

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
21	306313668	100

**(II) VOTED AGAINST THE RESOLUTION:**

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
0	0	0

**(III) INVALID VOTES OF THE RESOLUTION:**

Number of Members whose votes were declared as invalid	No. of invalid votes(Shares) Cast by them
0	0



## RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

## SPECIAL BUSINESS

### RESOLUTION NO. 3- ORDINARY RESOLUTION

To approve the appoint of Mr. Sanjiv Goel (DIN: 06710444) as an Independent Director on the Board of Directors of the Company.

#### (I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
21	306313668	100

#### (II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
0	0	0

#### (III) INVALID VOTES OF THE RESOLUTION:

Number of Members whose votes were declared as invalid	No. of invalid votes(Shares) Cast by them
0	0



## RESULT

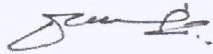
As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

- 10) The electronic data and other relevant records relating to e-voting are under my safe custody until the chairman considers, approves and sign the minutes of AGM and the same will be handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking you

Yours Sincerely

**FOR DMK ASSOCIATES  
COMPANY SECRETARIES**

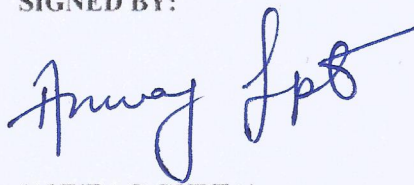


**DEEPAK KUKREJA  
PARTNER  
PRACTISING COMPANY SECRETARY**  
31/36, Basement, Old Rajinder Nagar  
Delhi - 110060  
FCS No: 4140  
CP No: 8265  
UDIN: F004140B001712792



Date : 29.12.2020  
Place : New Delhi

SIGNED BY:



**(ANURAG GUPTA)  
COMPANY SECRETARY & COMPLIANCE OFFICER  
UTC FIRE & SECURITY INDIA LIMITED**

