

UTC Fire & Security India Ltd.

Unit No. 08, Level - 01, Centrium
Phoenix Marketcity, 15 LBS Marg,
Kurla (W), Mumbai - 400070, INDIA
Tel : +91-22-61700700
CIN NO : U29193MH1981FLC024364



**United
Technologies**

Climate | Controls | Security

Date: 26th November, 2020

Dear Sir / Madam,

Sub: Scrutinizer's Report with respect to Extra-Ordinary General Meeting ("EGM") of UTC Fire & Security India Limited

Please find enclosed herewith consolidated Scrutinizer's Report in respect of passing of Resolution(s) through remote e-voting and e-voting during the EGM, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration Rules), 2014.

This is for your information and record.

Thanking You

Yours Faithfully

For UTC Fire & Security India Limited



Anurag Gupta

Company Secretary and Compliance Officer

Encl. As Above

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

To,

The Chairman,
UTC Fire & Security India Limited
Unit No.8, 1stFloor, 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 Extraordinary General Meeting of UTC Fire & Security India Limited held on Thursday, 26th November, 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 27th October, 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 General Meeting ("EGM") 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 EGM) to the shareholders of the Company.
- 3) The Remote e-voting process was started on Monday, the 23rd November, 2020 from 9:00 a.m. and ended on Wednesday, the 25th November, 2020 at 5.00 P.M.
- 4) On completion of e-voting during the EGM, the report on e-voting done at the EGM and the votes cast under remote e-voting facility prior to the EGM 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 EGM and votes cast therein based on the data downloaded from the CDSL e-voting system.



**DMK ASSOCIATES
COMPANY SECRETARIES**

- 6) As on November 19, 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 EGM 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 EGM.
- 8) My responsibility as Scrutinizer for e-voting process (Remote e-voting and e-voting facility provided during the EGM) 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 EGM in respect of the said resolutions.

SPECIAL BUSINESS:

RESOLUTION NO. 1 – SPECIAL RESOLUTION

**TO APPROVE THE CHANGE IN THE NAME OF THE COMPANY AND
CONSEQUENT AMENDMENT IN MEMORANDUM AND ARTICLES OF
ASSOCIATION 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
19	89099542	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 three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 1 as set out in the Notice of the EGM is passed in favour of the resolution with requisite majority.

RESOLUTION NO. 2- SPECIAL RESOLUTION

AMENDMENT IN OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION 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
19	89099542	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 three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 2 as set out in the Notice of the EGM 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 EGM 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 SECRETARY



DEEPAK KUKREJA
PARTNER
PRACTISING COMPANY SECRETARY
31/36, Basement, Old Rajinder Nagar
Delhi - 110060
FCS No: 4140
CP No: 8265
UDIN: F004140B001318552

Date : 26.11.2020
Place : New Delhi

SIGNED BY:

ANURAG GUPTA
Digitally signed by
ANURAG GUPTA
DN: CN = ANURAG GUPTA
C = IN, O = Personal
Date: 2020.11.27 13:03:36 +
05'30



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