



P. Dhanya & Associates
Practising Company Secretaries

Scrutinizers Consolidated Report

On E-Voting & Poll of M/s FCI OEN Connectors Ltd

To

Mr. P George Varghese
FCI OEN Connectors Ltd
XXIX/2089, Tripunithura Road
Thykoodam, Cochin - 682 019, Kerala, India

Dear Sir

SUB: Consolidated Scrutinizer Report on remote 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 and as amended from time to time and poll conducted at the EGM of FCI OEN Connectors Ltd on 23rd February, 2018.

The board of Directors of FCI OEN Connectors Ltd has appointed me, Dhanya T P, the company secretary in whole time Practice on behalf of P. Dhanya & Associates, Kochi as the scrutinizer for the purpose of scrutinizing the remote e-voting process as well as the physical ballots received from the members of the company at the venue of the Extra Ordinary General Meeting (EGM) pursuant to section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the companies (Management and Administration) Rules, 2014, as amended and secretarial standard on General Meetings (SS-2)

The Management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made there under relating to remote e-voting and physical ballot voting on the resolutions contained in the notice calling the Extra Ordinary General Meeting (EGM) of the equity shareholders of the company, held on the 23rd day of February 2018, at 3.00 in the afternoon at Hotel Livanta, Petta Junction, Kochi - 682 038. I submit my report here under;-



P. Dhanya & Associates

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1. The Company had appointed Central Depository Services (India) Limited (CDSL), an authorized service provider as the Service provider, for extending the facility of electronic voting to the shareholders of the Company from 20th February, 2018 (09.00 A.M) to 22th February, 2018 (05.00 P.M). The e-voting facility blocked forthwith thereafter.
2. At the venue of Extra Ordinary General Meeting (EGM) of the company held 23rd day of February 2018, the facility to vote through ballot paper had been provided to facilitate those members present in the meeting but could not participate in the Remote E-voting to register their votes.
3. On 23rd day of February 2018, after counting of the votes casted at the venue of the EGM through ballot paper, the votes cast through was duly unblocked by me as a scrutinizer in the presence of two witnesses named Ms. Deepthi P and Ms. Megha Jones, not being in the employment of the Company as prescribed in Sub-Rule 4(xii) of the said rule 20.
4. The empty ballot box kept for the purpose of casting of votes was sealed in my presence with due identification mark placed by me. After the voting at the EGM was concluded the sealed ballot box was subsequently opened in my presence and of the two witnesses, as mentioned above and ballot papers were diligently scrutinized. The Ballot papers were reconciled with the records maintained by the Registrar and the Transfer Agent of the company and the authorisations/proxies lodged with the company.
5. The ballots, which were incomplete and/or which were otherwise found defective submitted were treated as invalid.
6. One of the ballots treated as defective since the proxy form was not received 48 hrs before the time for holding the Extra Ordinary General Meeting
7. The details of the consolidated Results of the remote e-voting together with the voting conducted at venue of the EGM by way of Ballot Papers are as under:-

| Details | Remote E-voting | Voting through Ballot Paper | Total Voting |
|--|-----------------|-----------------------------|--------------|
| Number of members who cast their votes | 3 | 23 | 26 |
| Total number of Shares held by them | 1363 | 6166511 | 6167874 |
| Valid Votes | | 25 | |
| Invalid Votes | | 1 | |



[Handwritten Signature]





Note: Percentage of votes cast "in favour" or "against" the resolutions is calculated based on the valid votes cast through remote e-voting or physical voting.

Item No.1 (Special Business)

Reduction of share capital of the company

| Manner of Voting | Votes in favour of the resolution | | Votes against the resolution | | Invalid/Abstain Votes |
|------------------|-----------------------------------|--------|------------------------------|-------|-----------------------|
| | Nos. | % | Nos | % | |
| Remote E-voting | 0 | 0% | 1363 | 100% | 0 |
| Physical Voting | 6166411 | 100% | 0 | 0% | 100 |
| Total | 6166411 | 99.98% | 1363 | 0.02% | 100 |

The Resolutions mentioned in the Extra Ordinary General Meeting (EGM) Notice dated 19/01/2018 as per the details above stand passed under Remote e-Voting and voting conducted at the EGM by way of Ballot Papers with the requisite majority and hence deemed to be passed as on the date of the EGM.

I hereby confirm that, I am maintaining the Register/Records received from the service provider electronically, in respect of the votes cast through Remote e-voting and voting conducted at the EGM by way of Ballot Papers by the Members of the Company. The Ballot Papers and all other relevant records relating to e-voting and physical voting are under my safe custody and will be handed over to the Company Secretary of the Company for safe keeping.

Thanking you,

Place: Kochi

Dated: 24-02-2018

Yours Truly,
For P. Dhanya & Associates



Dhanya T P
24/02/18
Dhanya T P

Practising Company Secretary

(ACS No.34131, CP No. 15006)

Witness as above:- (1) Ms. Deepthi P

(2) Ms. Megha Jones



P. George Varghese
P. GEORGE VARGHESE
CHAIRMAN OF THE SHAREHOLDERS' MEETING₃
OF FCI OEN CONNECTORS LTD.