



**MANOJ SHAW & CO.**  
COMPANY SECRETARIES

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### **SCRUTINIZER'S REPORT- COMBINED**

[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 and subsequent amendments thereon]

To,

**The Managing Director  
TIDE WATER OIL CO INDIA LTD  
8 DR RAJENDRA PRASAD SARANI,  
KOLKATA- 700001**

**Combined Report of Scrutinizer on Voting by Postal Ballot including Remote E-Voting in terms of Section 108 and 110 of the Companies Act, 2013 ('the Act') read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (and subsequent amendments thereon)**

I, Manoj Prasad Shaw, Company Secretary in Practice having membership no. FCS: 5517, CP: 4194, Proprietor of Manoj Shaw & Co. have been appointed by the Board of Directors of **TIDE WATER OIL CO (INDIA) LTD** ("the Company") as the Scrutinizer for the purpose of scrutinizing the Postal Ballot & Remote E-voting process in a fair and transparent manner and ascertaining the requisite majority on Postal Ballot and Remote E-Voting carried out as per the provision of section 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 and subsequent amendments thereon, on the resolutions set out in the Notice of the Postal Ballot dated 10<sup>th</sup> June, 2021.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereon and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subsequent amendments thereon, relating to voting through electronic means and Postal Ballot on the resolution contained in the Notice of Postal Ballot.

My responsibility as a scrutinizer for the Postal Ballot voting process and Remote E-voting process is restricted to ensure that the voting process is conducted in a fair and transparent manner and to make a Scrutinizer's Report for the votes cast in "Favour" or "Against" the resolutions as stated in the Notice of Postal Ballot, based on the Postal Ballots received from shareholders and report generated from the e-voting system provided by NSDL, the authorized Agency to provide e-voting facility, engaged by the Company.





The members of the Company holding shares as on Cut-off date i.e. 11<sup>th</sup> June, 2021 are entitled to vote on the Resolutions proposed as set out in the Notice.

In this regard, I submit my report as under:-

1. The Company had provided facility of casting vote to the members of the Company through postal ballot voting process and also through electronic means.
2. The Company had followed the process as required under Rule 22 read with Rule 20 of the Companies (Management and Administration) Rules 2014 (and subsequent amendments thereon), in respect of providing voting through postal ballot and electronic means.
3. The Company dispatched postal ballot forms along with postage prepaid business reply envelope to its members whose name(s) appeared on the Register of Members/depositories as on Friday, 11<sup>th</sup> June, 2021 and whose email ids were not registered for remote e- voting.
4. All Postal Ballot forms received up to the close of working hours on 15<sup>th</sup> July, 2021 (5:00 p.m. IST) being the last date and time fixed by the Company for receipt of the Postal Ballot forms, were considered for scrutiny for the purpose of this report.
5. The Postal Ballot forms were kept under my safe custody in sealed and tampered proof ballot boxes before commencing the scrutiny of such Postal Ballot forms.
6. The Remote e-voting period remained open from Wednesday, 16<sup>th</sup> June, 2021 (10:00 a.m. IST) and ended on Thursday, 15<sup>th</sup> July, 2021, (5:00 p.m. IST).
7. At the end of the e-voting period, I blocked the electronic votes in the presence of two witnesses not in the employment of the company.
8. The details containing list of the shareholders who voted for or against the resolutions that were put to vote were downloaded from the e-voting website of NSDL ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)). After downloading the votes casted by ineligible entities were eliminated.
9. The postal ballot forms were duly opened in my presence and scrutinized and the shareholding was matched/ confirmed with the Register of Members of the Company/ list of beneficiaries as on, 11<sup>th</sup> June, 2021, being the cut- off date for dispatch of postal ballot notice.
10. The particulars of all the votes casted by postal ballots as well as through e-voting process have been recorded in a register separately maintained for the purpose.
11. None of the ballot papers were found as incomplete or defective.





12. The combined results of voting i.e. remote e-voting through e-voting services by NSDL and votes casted through postal ballot process is as hereunder:-

**Resolution No.1**

**Special Resolution for approval of sub-division of shares:**

	Remote e-voting		Voting through Postal Ballot		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which valid votes cast	Percentage of votes to total number of valid votes cast
Total Votes in the resolution	475	2405495	2	300	477	2405795	
Invalid votes*	0	0	2	300	2	300	
Total Valid Votes	475	2405495	0	0	475	2405495	100
Valid Votes in Favour of the resolution	470	2405472	0	0	470	2405472	99.99
Valid Votes against the resolution	5	23	0	0	5	23	0.01

**Resolution No.2**

**Special Resolution for approval of alteration of the Capital Clause (Clause 5) of the Memorandum of Association:**

	Remote e-voting		Voting through Postal Ballot		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which valid votes cast	Percentage of votes to total number of valid votes cast
Total Votes in the resolution	471	2405431	2	300	473	2405731	
Invalid votes*	0	0	2	300	2	300	
Total Valid Votes	471	2405431	0	0	471	2405431	100
Valid Votes in Favour of the resolution	466	2405408	0	0	466	2405408	99.99
Valid Votes against the resolution	5	23	0	0	5	23	0.01





**Resolution No. 3**

**Special Resolution for approval of alteration of the Capital Clause (Clause 4) of the Articles of Association:**

	Remote e-voting		Voting through Postal Ballot		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which valid votes cast	Percentage of votes to total number of valid votes cast
Total Votes in the resolution	471	2405431	2	300	473	2405731	
Invalid votes*	0	0	2	300	2	300	
Total Valid Votes	471	2405431	0	0	471	2405431	100
Valid Votes in Favour of the resolution	465	2405404	0	0	465	2405404	99.99
Valid Votes against the resolution	6	27	0	0	6	27	0.01

**Resolution No. 4**

**Special Resolution for approval of issue of bonus shares:**

	Remote e-voting		Voting through Postal Ballot		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which valid votes cast	Percentage of votes to total number of valid votes cast
Total Votes in the resolution	474	2405455	1	250	475	2405705	
Invalid votes*	0	0	1	250	1	250	
Total Valid Votes	474	2405455	0	0	474	2405455	100
Valid Votes in Favour of the resolution	470	2405436	0	0	470	2405436	99.99
Valid Votes against the resolution	4	19	0	0	4	19	0.01

\* In case of votes cast by shareholders through both postal ballot as well as electronic voting system, the votes cast through electronic voting system have been counted while the votes cast by that shareholder by way of postal ballot have been treated as invalid pursuant to note no. 7 of the Notice of the Postal Ballot, dated 10.06.2021.



You may accordingly declare the results of the voting.

All the relevant records were handed over to the Company Secretary of the Company as authorized by the Board of Directors in this behalf for safe keeping.

Yours faithfully,

Date: 16.07.2021

Place: Kolkata



*Manoj Prasad Shaw*

For Manoj Shaw & Co.  
(Manoj Prasad Shaw)  
(Scrutinizer)  
(FCS-5517; CP-4194)  
UDIN:F005517C000639920

WITNESS 1: *Abhishek Pal*  
(ABHISHEK PAL)

WITNESS 2: *Arit Karmakar*  
(ARIT KARMAKAR)

Counter-signed by  
FOR TIDE WATER OIL CO. (INDIA) LTD.



*R.N. Ghosal*  
(R.N. Ghosal)  
Managing Director