



# SANJEEV SHAH & ASSOCIATES

Practicing Company Secretaries

102 Viraj CHSL, L. T. Road, Behind Hanuman Chowk, Mulund (E), Mumbai-400081

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26<sup>th</sup> May, 2023

To  
Fancy Fittings Limited  
CIN: L74999MH1993PLC070323  
145/259, Minerva Industrial Estate,  
Sewri Bunder Road, Sewri (E),  
Mumbai – 400 015

**Kind Attn:** Ms. Jalpa Gaurang Bhatt, Company Secretary  
**Sub.:** Report on Postal Ballot Voting of Fancy Fittings Limited ('the Company')

Dear Madam,

I refer to my appointment as Scrutinizer to conduct the postal ballot process in respect of the following Special Resolution for:

1. Appointment of Mr. Prakash Tulsidas Sangani (DIN: 10056093) as an Independent Director of the Company.

I now enclose the following:

- a) My report to the Chairman of the Company on the result of the postal ballots conducted only through the remote e-Voting process.
- b) e-Voting result file as downloaded from the National Securities Depository Limited (NSDL) e-voting system in respect of the said Resolution.

Thanking you,

Sincerely Yours,  
**For Sanjeev Shah & Associates**  
Practicing Company Secretaries

**Sanjeev P. Shah**  
Proprietor  
FCS: 9680 | COP: 9662

Encl: as above



**SCRUTINIZER'S REPORT**

To  
The Chairman,  
Fancy Fittings Limited  
CIN: L74999MH1993PLC070323  
145/259, Minerva Industrial Estate,  
Sewri Bunder Road, Sewri (E),  
Mumbai - 400 015

Dear Sir,

**Sub:** Scrutinizer's Report on postal ballot process conducted through remote e-voting system of FANCY FITTINGS LIMITED ("the Company")

**1. Appointment as Scrutinizer and Responsibility:**

- 1.1 I, Sanjeev P. Shah, Practicing Company Secretary and Proprietor of M/s. Sanjeev Shah & Associates, Company Secretaries, Mumbai, have been appointed as a Scrutinizer by the Board of Directors of Fancy Fittings Limited ("the Company") to conduct Postal ballot process through electronic voting process ("remote e-voting") in respect of the Special Resolution as set out in the Notice of Postal Ballot dated 21<sup>st</sup> April, 2023 .
- 1.2 The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting by electronic means. My responsibility as a scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's Report on the voting on the resolution based on the reports generated from the e-voting system provided by NSDL.

**I submit my report as under :-**

**2. Issue and Dispatch of Notice of Postal Ballot:**

- 2.1 Notice of Postal Ballot was issued under Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, ('the Act') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('Rules'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India ('SS-2'), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('MCA') vide its General Circulars dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 8, 2021, May 5, 2022 and December 28, 2022 (collectively referred to as ('MCA Circulars') and pursuant to other applicable laws and regulations.
- 2.2 In compliance with MCA circulars and as confirmed, the Company had sent this Postal Ballot Notice along with statement setting out material facts under Section 102 of the Act in electronic mode only to the Members whose names appeared in the Register of Members / List of Beneficial Owners as received from Depositories and whose email addresses were registered with the Company/ Depositories. The hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business reply envelopes are not being sent to the Members for this Postal Ballot. Accordingly, the communication of the assent and dissent of the Members took place through remote e-voting system only. As informed, in order to facilitate members to receive this notice electronically and cast their vote accordingly, the Company had made arrangement for registration of email addresses in terms of MCA circulars.
- 2.3 The Notice of Postal Ballot was published in newspapers Active Times (English) and Pratahkal (Marathi) and also placed on Company's Website [www.fancyfittings.com](http://www.fancyfittings.com), website of Metropolitan Stock Exchange at [www.msei.in](http://www.msei.in) and website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

**3. Cut-off date:**

- 3.1 The Shareholders as on the cut-off date i.e. 21<sup>st</sup> April, 2023 were entitled to vote on the proposed special resolution as set out in the Notice of Postal Ballot.

**4. Remote E-voting Process:**

- 4.1 The Company had made available remote e-voting facility to its members through National Securities Depository Ltd. (“NSDL”)
- 4.2 The remote e-voting period commenced from 9.00 a.m. on Wednesday, 26<sup>th</sup> April, 2023 and ended at 5.00 p.m. on Thursday, 25<sup>th</sup> May, 2023 and thereafter e-voting module was disabled by NSDL for voting. Members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by NSDL.

**5. Process of unblock, scrutiny of votes cast and result:**

- 5.1 After the conclusion of remote e-Voting period, I unblocked the votes cast under remote e-voting facility in the presence of 2 (two) witnesses who are not in the employment of the Company. I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the NSDL e-voting system.

The summary of remote e-Voting for the Special Resolution is as under:-

Item No. 1	Special Resolution	To appoint Mr. Prakash Tulsidas Sangani (DIN: 10056093) as an Independent Director of the Company	
		Number of Valid Votes	
Particulars	Number of Voters	Number of Votes	
Assent	6	1812400	100.00
Dissent	0	0	0.00
<b>Total</b>	<b>6</b>	<b>1812400</b>	<b>100.00</b>
Invalid Votes	0	0	

Since total votes polled in favour of the resolution is 100% and total votes polled against the resolution is 0.00%, the Special Resolution as set out in the Notice has been passed.

**For Sanjeev Shah & Associates**  
Practicing Company Secretaries

**For Fancy Fittings Limited**  
Counter signed by:

**Sanjeev P. Shah**  
Proprietor  
FCS: 9680 | COP: 9662  
ICSI UDIN: F009680E000393514  
26<sup>th</sup> May, 2023 | MUMBAI

**Jalpa Gaurang Bhatt**  
Company Secretary  
MNO: ACS-23390