

27/09/2019

To,

The Chairman,
Arnold Holdings Limited
B-208, Ramji house, 30, Jambulwadi,
J.S.S. Road, Mumbai-400002

Dear Sir,

RE: SCRUTINIZER'S REPORTS

I refer to my appointment as Scrutinizer made on 13th November, 2018 by Board of Directors of **Arnold Holdings Limited** for conducting the E Voting process for seeking members assent/dissent for various resolutions specified under Notice dated 13th August, 2019 of the Company.

I have carried out the work as Scrutinizer from the close of working hours on 27th September, 2019. In this connection I need to bring to your attention the following aspects:-

1. The Company has appointed Central Depository Services (India) Limited, (CDSL) to provide e- voting facility, whereby member had the option to vote either through e- voting or in person at the Annual General Meeting and the detailed procedure was notified to the members in the notice dated 13th August, 2019. The E- voting period commenced on September 24th, 2019 from 09.00 AM and concluded on September 26th, 2019 at 05.00 PM.
2. I enclose the Scrutinizer's Report along with the relevant listings.

or S PARDESHI & ASSOCIATES
COMPANY SECRETARIES

Sf Pardehi

SANTOSH P. BH
PROPRIETOR
M. No. F7727, C.P. No. 849

27/09/2019

To,

The Chairman,
Arnold Holdings Limited
B-208, Ramji house, 30, Jambulwadi,
J.S.S. Road, Mumbai-400002

Dear Sir,

I, Mr. Santosh Pardeshi, Company Secretary in Practice, appointed by the Board of Directors of the Company as Scrutinizer for the purpose of conducting the Ballot Process do hereby report, by way of separate note as follows:-

1. The Company had, on 31st August, 2019 completed the dispatch of the notice appeared on the Register of Member/ List of beneficiaries.
2. I have been provided with the adequate computer support at the office of the Company E- Voting was duly entered.
3. The Votes of the member are considered in proportion to their share in the paid share capital of the Company.
4. In general and for your information, I carried out such scrutiny as I considered necessary on the basis of authorizations and other documents and records.
5. I obtained certain statements from the data entered and on the basis of these Statements/Reports, I have carried out such further checks/verification as I considered necessary.
6. I gave final touches to the documentation, which was the result of the data/ information entered into the computers. On the basis of statement generated, I have prepared my report. I enclose a copy of such statements duly signed by me for the purpose of identification.

The Consolidated report on the result of the remote E- voting and voting at the meeting through poll (physical ballot) in respect of the said resolution is as under:

**A. RESOLUTION NO. 1: ORDINARY RESOLUTION
TO CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS
REPORTS OF THE DIRECTORS' AND AUDITORS' THEREON AS ON 31ST
MARCH, 2019.**

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% to the total shares representing valid votes
(a)	1. Total Postal Ballot forms received.	42	6977697	8.07
	2. Total E- voting option received.	136	79535532	91.93
	Total (1+2)	178	86513229	100
(b)	Less: Invalid Postal Ballot Forms	Nil	Nil	Nil
(c)	1. Net Valid Postal Ballot Forms (As per Register)	42	6977697	8.07
	2. Net E- voting Options.	136	79535532	91.93
	Total (1+2)	178	86513229	100
(d)	1. Postal Ballot forms with assent for the resolution.	42	6977697	8.07
	2. E-voting Options with assent for the resolution.	136	79535532	91.93
	Total (1+2)	178	86513229	100
(e)	1. Postal Ballot forms with dissent for the Resolution.	Nil	Nil	Nil
	2. E-voting Options with dissent for the Resolution.			
	Total (1+2)	Nil	Nil	Nil
(f)	Postal Ballot forms with not voted for/against the Resolution.	Nil	Nil	Nil

**B. RESOLUTION NO. 2: ORDINARY RESOLUTION
RE-APPOINTMENT OF MR. MOHANDAS DASARI, EXECUTIVE DIRECTOR
WHO IS RETIRE BY ROTATION.**

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% to the total shares representing valid votes
(a)	1. Total Postal Ballot forms received.	42	6977697	8.07
	2. Total E- voting option received.	136	79535532	91.93
	Total (1+2)	178	86513229	100
(b)	Less: Invalid Postal Ballot Forms	Nil	Nil	Nil
(c)	1. Net Valid Postal Ballot Forms (As per Register)	42	6977697	8.07
	2. Net E- voting Options.	136	79535532	91.93
	Total (1+2)	178	86513229	100
(d)	1. Postal Ballot forms with assent for the resolution.	42	6977697	8.07
	2. E-voting Options with assent for the resolution.	136	79535532	91.93
	Total (1+2)	178	86513229	100
(e)	1. Postal Ballot forms with dissent for the Resolution.	Nil	Nil	Nil
	2. E-voting Options with dissent for the Resolution.			
	Total (1+2)	Nil	Nil	Nil
(f)	Postal Ballot forms with not voted for/against the Resolution.	Nil	Nil	Nil

C. RESOLUTION NO. 3: ORDINARY RESOLUTION

APPOINT AND FIX THE REMUNERATION OF M/S AMIT RAY & CO. CHARTERED ACCOUNTANTS, AS AUDITORS OF THE COMPANY.

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% to the total shares representing valid votes
(a)	1. Total Postal Ballot forms received.	42	6977697	8.07
	2. Total E- voting option received.	136	79535532	91.93
	Total (1+2)	178	86513229	100
(b)	Less: Invalid Postal Ballot Forms	Nil	Nil	Nil
(c)	1. Net Valid Postal Ballot Forms (As per Register)	42	6977697	8.07
	2. Net E- voting Options.	136	79535532	91.93
	Total (1+2)	178	86513229	100
(d)	1. Postal Ballot forms with assent	42	6977697	8.07

	for the resolution. 2. E-voting Options with assent for the resolution.	136	79535532	91.93
	Total (1+2)	178	86513229	100
(e)	1. Postal Ballot forms with dissent for the Resolution. 2. E-voting Options with dissent for the Resolution.	Nil	Nil	Nil
	Total (1+2)	Nil	Nil	Nil
(f)	Postal Ballot forms with not voted for/against the Resolution.	Nil	Nil	Nil

D. RESOLUTION NO. 4: ORDINARY RESOLUTION
APPOINTMENT OF MR. RAJ KUMAR GOYAL AS A NON-EXECUTIVE
INDEPENDENT DIRECTOR OF THE COMPANY

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% to the total shares representing valid votes
Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% to the total shares representing valid votes
(a)	1. Total Postal Ballot forms received.	42	6977697	8.07
	2. Total E- voting option received.	136	79535532	91.93
	Total (1+2)	178	86513229	100
(b)	Less: Invalid Postal Ballot Forms	Nil	Nil	Nil
(c)	1. Net Valid Postal Ballot Forms (As per Register)	42	6977697	8.07
	2. Net E- voting Options.	136	79535532	91.93
	Total (1+2)	178	86513229	100
(d)	1. Postal Ballot forms with assent for the resolution.	42	6977697	8.07
	2. E-voting Options with assent for the resolution.	136	79535532	91.93

	Total (1+2)	178	86513229	100
(e)	1. Postal Ballot forms with dissent for the Resolution. 2. E-voting Options with dissent for the Resolution.	Nil	Nil	Nil
	Total (1+2)	Nil	Nil	Nil

E. RESOLUTION NO. 5: SPECIAL RESOLUTION
REAPPOINTMENT OF MR. SOPAN VISHWANATHRAO KSHIRSAGAR AS AN
INDEPENDENT DIRECTOR OF THE COMPANY.

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% to the total shares representing valid votes
(a)	1. Total Postal Ballot forms received.	42	6977697	8.07
	2. Total E- voting option received.	136	79535532	91.93
	Total (1+2)	178	86513229	100
(b)	Less: Invalid Postal Ballot Forms	Nil	Nil	Nil
(c)	1. Net Valid Postal Ballot Forms (As per Register)	42	6977697	8.07
	2. Net E- voting Options.	136	79535532	91.93
	Total (1+2)	178	86513229	100
(d)	1. Postal Ballot forms with assent for the resolution.	42	6977697	8.07
	2. E-voting Options with assent for the resolution.	136	79535532	91.93
	Total (1+2)	178	86513229	100
(e)	1. Postal Ballot forms with dissent for the Resolution.	Nil	Nil	Nil
	2. E-voting Options with dissent for the Resolution.	Nil	Nil	Nil
	Total (1+2)	Nil	Nil	Nil
(f)	Postal Ballot forms with not voted for/against the Resolution.	Nil	Nil	Nil

F. RESOLUTION NO. 6: SPECIAL RESOLUTION

CONSOLIDATION OF FACE VALUE OF EQUITY SHARE.

(a)	1. Total Postal Ballot forms received.	42	6977697	8.07
		136	79535532	91.93
	2. Total E- voting option received.			
	Total (1+2)	178	86513229	100
(b)	Less: Invalid Postal Ballot Forms	Nil	Nil	Nil
(c)	1. Net Valid Postal Ballot Forms (As per Register)	42	6977697	8.07
	2. Net E- voting Options.	136	79535532	91.93
	Total (1+2)	178	86513229	100
(d)	1. Postal Ballot forms with assent for the resolution.	42	6977697	8.07
		136	79535532	91.93
	2. E-voting Options with assent for the resolution.			
	Total (1+2)	178	86513229	100
(e)	1. Postal Ballot forms with dissent for the Resolution.	Nil	Nil	Nil
	2. E-voting Options with dissent for the Resolution.			
	Total (1+2)	Nil	Nil	Nil
(f)	Postal Ballot forms with not voted for/against the Resolution.	Nil	Nil	Nil

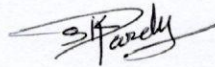
G. RESOLUTION NO. 7: SPECIAL RESOLUTION

ALTERATION OF MEMORANDUM OF ASSOCIATION OF THE COMPANY.

(a)	1. Total Postal Ballot forms received.	42	6977697	8.07
		136	79535532	91.93
	2. Total E- voting option received.			
	Total (1+2)	178	86513229	100
(b)	Less: Invalid Postal Ballot Forms	Nil	Nil	Nil
(c)	1. Net Valid Postal Ballot Forms (As per Register)	42	6977697	8.07
	2. Net E- voting Options.	136	79535532	91.93

	Total (1+2)	178	86513229	100
(d)	1. Postal Ballot forms with assent for the resolution.	42	6977697	8.07
	2. E-voting Options with assent for the resolution.	136	79535532	91.93
	Total (1+2)	178	86513229	100
(e)	1. Postal Ballot forms with dissent for the Resolution.	Nil	Nil	Nil
	2. E-voting Options with dissent for the Resolution.			
	Total (1+2)	Nil	Nil	Nil
(f)	Postal Ballot forms with not voted for/against the Resolution.	Nil	Nil	Nil

or S PARDESHI & ASSOCIATES
COMPANY SECRETARIES



SANTOSH PARDESHI
PROPRIETOR
M. No. F7727 C.P. No. 2485