



S M PAHADE & ASSOCIATES

PRACTICING COMPANY SECRETARIES

Office Add. : Office No. 7, 2nd Floor, Phase I, Pride Enigma, Sutgirni Chowk, Aurangabad 431005, Maharashtra, India. Email Id. : cssmpahade@gmail.com , Mobile No. +91 7588196108,9146011008.

Scrutinizer's Report-Combined

(Pursuant to section 108 and 109 of the Companies Act 2013 and Companies (Management and Administrations) Rules, 2015 as amended)

To,
The Chairman of 24th Annual General Meeting
TODAYS WRITING INSTRUMENTS LIMITED

Dear Sir,

Sub:Scrutinizer's Report on Resolution(s) passed through Poll at the 24th Annual General Meeting and remote e-voting of TODAYS WRITING INSTRUMENTS LIMITED

1. I, **Snehal M Pahade, Practicing Company Secretary** having been appointed as the Scrutinizer by the Board of Directors of **TODAYS WRITING INSTRUMENTS LIMITED**(hereinafter referred to as "the Company") for the purpose of scrutinizing remote e-voting process pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and the poll conducted at the venue of the 24thAnnual General Meeting (AGM), through ballot form facility pursuant to section 109 of the Companies Act,2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014,for the resolutions contained in the notice of the AGM of the member of the Company held on Thursday, the 29th September 2016 at 10.00 am at registered office of the Company.
2. The management of the Company is responsible to ensure compliance with the requirement of the act and rules relating to voting through remote e-voting and poll on the resolutions proposed in the notice of the 24th AGM of the members of the Company. My responsibility as a scrutinizer for the process of voting through remote e-voting and ballot form at the venue of AGM is to ensure that the voting process is conducted in fair and transparent manner and is restricted to make a scrutinizer's report of the votes cast in "favour" or "against"on the resolutions proposed in the notice to the 24th AGM of the Company, based on report generated from e-voting system provided by Central Depository Services (India) Limited ("CDSL"), the authorized agency to provide e-voting facility, engaged by the Company for voting through electronic means and votes cast through ballot forms at the venue of AGM in respect of the resolutions considered at the 24thAGM of the shareholders of the Company.
3. The remote e-voting facility was kept open from Saturday, 24th September 2016at 9.00 a.m. to Wednesday, 28th September, 2016 at 5.00 p.m.and members were requested to cast their votes electronically conveying their assent or dissent in respect of resolution on e-voting platform provided by CDSL.



4. The Cut-off date for the purposes of identifying the Members who were entitled to vote on the resolutions placed for approval of the Members was 22nd September, 2016.
5. The Public advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper and vernacular newspaper on 6th September, 2016.
6. Ballot form facility was provided at the venue of the AGM for the members attending the meeting and who have not voted through remote e-voting.
7. After the time fixed for closing of poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
8. The locked ballot box was subsequently opened in presence of two witnesses, who were not in employment of the Company.
9. No Member casted votes on poll on any of the resolution.
10. On 29th September, 2016 after the conclusion of voting at the AGM, the votes cast through remote e-voting were duly unblocked by me in the presence two witnesses who were not the employees of the Company.
11. Based on the poll papers received at the venue of the AGM and through remote e-voting, I submit the details of consolidated voting as under:

Resolution No.1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the financial year ended March 31, 2016 together with the Reports of the Board of Directors and Auditors thereon.

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4= (3/8)*100	5	6	7= (6/8)*100	8= (3+6)	9	10
Poll at AGM	NIL	NIL	NA	NIL	NIL	NA	NIL	NIL	NIL
Remote E-voting	29	1308922	100	NIL	NIL	NA	1308922	NIL	NIL
Total	29	1308922	100	NIL	NIL	NA	1308922	NIL	NIL

Resolution No.2: Ordinary Resolution

To appoint a Director in place of Mr. Rajesh Drolia (DIN: 00118827), who retires by rotation and being eligible, offers himself for re-appointment.



Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4= (3/8)*100	5	6	7= (6/8)*100	8= (3+6)	9	10
Poll at AGM	NIL	NIL	NA	NIL	NIL	NA	NIL	NIL	NIL
Remote E-voting	29	1308922	100	NIL	NIL	NA	1308922	NIL	NIL
Total	29	1308922	100	NIL	NIL	NA	1308922	NIL	NIL

Resolution No.3: Ordinary Resolution

Ratification of appointment of the Statutory Auditors of the Company and to fix their remuneration.

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4= (3/8)*100	5	6	7= (6/8)*100	8= (3+6)	9	10
Poll at AGM	NIL	NIL	NA	NIL	NIL	NA	NIL	NIL	NIL
Remote E-voting	29	1308922	100	NIL	NIL	NA	1308922	NIL	NIL
Total	29	1308922	100	NIL	NIL	NA	1308922	NIL	NIL

Resolution No.4: Ordinary Resolution

To approve fees to be charged from members under section 20 of the Companies Act, 2013

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4= (3/8)*100	5	6	7= (6/8)*100	8= (3+6)	9	10
Poll at AGM	NIL	NIL	NA	NIL	NIL	NA	NIL	NIL	NIL
Remote E-voting	29	1308922	100	NIL	NIL	NA	1308922	NIL	NIL
Total	29	1308922	100	NIL	NIL	NA	1308922	NIL	NIL



12. The list of Equity shareholders who voted "FOR"/"AGAINST" on each resolution through remote e-voting process and at the Poll in AGM is sent to Authorised person of the Company for records.

13. I hereby confirm that all relevant records with respect to poll papers and electronic voting is under my safe custody and will be handed over to the Compliance Officer of the Company for safe keeping after the chairman of the meeting signs the Minutes of 24th Annual General Meeting.

Thanking you,

Yours Faithfully,

For S M Pahade & Associates


Snehal M Pahade
Proprietor
Practicing Company Secretary
ACS: 38699; CP: 14429



Place: Aurangabad
Date: 01.10.2016