Lakshmmi Subramanian & Associates =

P. S. SRINIVASAN, B.A., LL.B., A.C.S.
S. SWETHA, B.Com., A.C.S.
Practising Company Secretaries

## Consolidated Scrutinizer's Report [Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of 42<sup>nd</sup> Annual General Meeting of the Equity Shareholders of M/s National Oxygen Limited held on 28<sup>th</sup> August, 2017 at10.00 A.M at "North Madras Arya Vysya Sangam" Vasavi Kalyan Mahal, 43A, Bharathiar Street, Vivekananda Nagar, Chennai - 600118.

Dear Sir,

- 1. I, Lakshmmi Subramanian, a Practicing Company Secretary, have been appointed as a scrutinizer by the board of directors of M/s National Oxygen Limited (The Company) for the purpose of
  - (i) Scrutinizing the E-voting process (Remote e-voting) under the provisions of section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended (Rules) and,
  - (ii) Poll under the provisions of section 109 of the Companies Act, 2013 act read with Rule 21 of the rules, on the resolutions contained in the notice to the 42<sup>nd</sup> Annual General Meeting (AGM) of the Equity Shareholders of the Company, conducted on 28<sup>th</sup> August, 2017 at 10.00 A.M at "North Madras Arya Vysya Sangam" Vasavi Kalyan Mahal, 43A, Bharathiar Street, Vivekananda Nagar, Chennai 600118.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means (i.e. by remote e-voting and voting by poll at the AGM) for the resolutions contained in the notice to the 42<sup>nd</sup> AGM of the Equity Shareholders of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting and poll at the AGM) is restricted to make a consolidated Scrutinizer's report of the votes cast; in favour or against the resolution stated above and based on the reports generated from the e-voting system provided by M/s Central Depository Services Limited, the agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means (i.e. by remote e-voting).

2. I have issued separate Scrutinizer's Report dated 29<sup>th</sup> August, 2017 on the remote e-voting through electronic system and on the poll on the resolutions contained in the notice to the AGM. I submit herewith my consolidated scrutinizer's report on the results of voting through electronic means (i.e. by remote e-voting and poll at the AGM) as follows:

1-Receive ,Consider and Adopt the Financial Statements as at 31<sup>st</sup> March, 2017 including the Audited Balance Sheet as at 31<sup>st</sup> March, 2017, the Statement of Profit and Loss Account for the year ended as on that date and the Reports of the Board of Directors (the Board) and Auditors thereon

Nature of resolution: Ordinary Resolution Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	17	3163885
Total Number of Ballot Papers Received (Physical Voting)	0	0
Invalid Votes:		0
E-voting	0	0
Physical Voting	0	0
Out of the above:		U
Number of valid votes cast in favour of the Resolution (E- Voting)	17	3163885
Number of valid votes cast in favour of the Resolution (Physical Voting)	0	0
Number of valid votes cast in against the Resolution (Both under Evoting and Physical Voting)	0	0
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	0	100

**Result:** The above resolution requiring requisite majority for passing as Ordinary Resolution was received.

2-Appointment of a Director in place of Mr.Rajesh Kumar Saraf,( DIN 00007353) who retires by rotation and being eligible, offers himself for re-appointment.

Nature of resolution: Ordinary Resolution Voting requirement: Simple majority

Particulars	Number of	Representative Number of
	Members	Shares
Total number of E-Voting options received (E-Voting)	17	3163885
Total Number of Ballot Papers Received (Physical Voting)	0	0
Invalid Votes:		U
E-voting	0	0
Physical Voting	0	0
Out of the above:	0	0
Number of valid votes cast in favour of the Resolution (E- Voting)	17	3163885
Number of valid votes cast in favour of the Resolution (Physical		0.00000
Voting)	0	0
Number of valid votes cast in against the Resolution (Both under E-		
voting and Physical Voting)	0	0
Percentage to the total valid votes received in favour of the		
resolution (Both under E-voting and Physical Voting)		100

**Result:** The above resolution requiring requisite majority for passing as Ordinary Resolution was received.

## 3. Appointment of M/s. Jitendra K.Agarwal & Associates , Chartered Accountant as new statutory auditor of the company for a period of five years and to fix their remuneration

Nature of resolution: Ordinary Resolution Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	17	3163885
Total Number of Ballot Papers Received (Physical Voting)	0	0103003
Invalid Votes:	-	0
E-voting	0	0
Physical Voting	0	0
Out of the above:	0	0
Number of valid votes cast in favour of the Resolution (E- Voting)	17	3163885
Number of valid votes cast in favour of the Resolution (Physical Voting)	0	0
Number of valid votes cast in against the Resolution (Both under E-		0
voting and Physical Voting)	0	0
Percentage to the total valid votes received in favour of the resolution		0
(Both under E-voting and Physical Voting)		100

**Result:** The above resolution requiring requisite majority for passing as Ordinary Resolution was received.

4-Appointment of Mr. S.Shanmugavadivel as Independent Director of the Company for the period of five years.

Nature of resolution: Ordinary Resolution Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	17	3163885
Total Number of Ballot Papers Received (Physical Voting)	0	0
Invalid Votes:		0
E-voting E-voting	0	0
Physical Voting	0	0
Out of the above:		0
Number of valid votes cast in favour of the Resolution (E- Voting)	17	3163885
Number of valid votes cast in favour of the Resolution (Physical		0100000
Voting)	0	0
Number of valid votes cast in against the Resolution (Both under E-		0
voting and Physical Voting)	0	0
Percentage to the total valid votes received in favour of the		0
resolution (Both under E-voting and Physical Voting)		100

**Result:** The above resolution requiring requisite majority for passing as Ordinary Resolution was received.

Therefore we are forwarding the consolidated voting results casted through E-voting and Poll for the 42<sup>nd</sup> Annual General Meeting held on 28<sup>th</sup> August, 2017 at "North Madras Arya Vysya Sangam "Vasavi Kalyan Mahal, 43-A, Bharathiar Street, Vivekananda Nagar, Chennai-600118.

For and on Behalf of Lakshmmi Subramanian & Associates

Mrs Lakshmmi Subramanian

Senior Partner
Scrutinizer

Date:-29.08.2017