

K. ARUN & CO.

Company Secretaries

September 5, 2017

To,

Mr. Ajay Kumar Todi,

The Managing Director,

Ludlow Jute & Specialities Limited,

CIN: L65993WB1979PLC032394,

KCI Plaza, 4th Floor, 23C, Ashutosh Chowdhury Avenue,

Kolkata - 700019

Dear Sir,

Sub: Consolidated Scrutinizer's Report on voting through Remote E-voting and Polling Process conducted pursuant to the provisions of Sections 108 and 109 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Amendment Rules, 2015 for the 38th Annual General Meeting of Ludlow Jute & Specialities Limited held on Monday, 04th September, 2017 at 11:00 A.M.

I, Arun Kumar Khandelia, Partner of M/s K Arun & Co., Practicing Company Secretaries, appointed by the Board of Directors of Ludlow Jute & Specialities Limited ("the Company") to act as the Scrutinizer for the purpose of scrutinizing the voting process through Remote E-voting and polling process conducted pursuant to the provisions of Sections 108 and 109 of the Companies Act, 2013 ("the Act") read with Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the Resolutions mentioned in the Annual General Meeting ("AGM") Notice dated 28.04.2017.

The Management of the Company is responsible to ensure the compliance with the requirements of the Sections 108 and 109 of the Act read with Companies (Management and Administration) Amendment Rules, 2015. My responsibility as a Scrutinizer is only to the extent of making Scrutinizer Report for ascertaining the votes cast in "favour" or "against" for respective resolutions of the Annual General Meeting Notice.

A person whose name was recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e., 28th August, 2017 was entitled to vote on the resolutions of the Annual General Meeting Notice.

The Company had engaged the services of Central Depository Services (India) Ltd. for providing remote e-voting facility and the service provider had set up the remote e-voting facility on its website www.evotingindia.com. The Service Provider has provided a system for



recording the electronic votes of the shareholders on all the items of the business sought to be transacted at the Annual General Meeting. The shareholders who were present at the venue of the meeting and had not opted to vote through the remote e-voting were provided with the facility to exercise their vote through polling papers.

I hereby submit my Report as under:

- 1 The period for remote e-voting had commenced at 09:00 a.m. on Friday, 1st September, 2017 and closed at 05.00 p.m. on Sunday, 3rd September, 2017. At the end of the remote e-voting period, the facility was blocked by the Service Provider.
- 2 At the venue of the Annual General Meeting, the empty Ballot Box kept for voting through ballot papers was locked in my presence and members who were present at the meeting. The locked Ballot Box upon completion of the voting was unlocked in my presence. After the conclusion of the counting of votes through Ballot Papers, the votes cast through remote e-voting were unblocked in presence of 2 witnesses, Mohammad Menazuddin and Ms. Shruti Suman who are not in the employment of the Company. The results of remote e-voting are based on the reports generated from Service Provider website www.evotingindia.com.
- 3 We have collated the votes downloaded from the remote e-voting and ballot papers to declare the final results for each of the resolution forming part of the Annual General Meeting Notice and to ascertain the number of shares voted in "Favour" or "Against". The members who have abstained from the voting during the aforesaid voting process have not been considered in preparation of the Consolidated Report. The Ballot Papers which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

I hereby submit Consolidated Scrutinizer Report as per the provisions of Section 108 and 109 of the Act read with Rule 20 and Rule 21 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, containing the results of each of the resolutions of the Annual General Meeting as detailed in **Annexure A**.

I hereby confirm that the Registers and Records generated from the e-voting platform of the Service Provider are being maintained in the electronic form.

The Registers and all other records/ papers relating to Remote e-voting and polling process shall remain in our custody till the Chairman considers, approves and signs the Annual General Meeting Minutes and thereafter the same shall be returned.



You may accordingly declare the Result of Voting for each Resolution of the Annual General Meeting Notice as detailed in the attachment and marked as **Annexure-A**.

Thanking you,

Place: Kolkata
Dated: 05.09.2017



FOR K ARUN & CO
Company Secretaries

(Arun Kumar Khandelia)
Partner
C.P. No. 2270

We, the undersigned witnesses that the votes in respect of e-voting of shareholders of Ludlow Jute & Specialities Limited were unblocked from e-voting website of Central Depository Services (India) Limited (CDSL) in our presence at 13:15:25 hours on 04th September, 2017.

A handwritten signature in black ink, appearing to read "Mr. Mohammad Menazuddin".

Mr. Mohammad Menazuddin
233, Tiljala Road,
Kolkata-700046.

A handwritten signature in black ink, appearing to read "Ms. Shruti Suman".

Ms. Shruti Suman
VIP Enclave-I, Block-C, Flat No-204,
Baguihati, Kolkata 700059

Countersigned by
FOR LUDLOW JUTE & SPECIALITIES LIMITED

A handwritten signature in blue ink, appearing to read "Ajay Kumar Todi".

Ajay Kumar Todi
Managing Director
DIN: 00004380
Address: 5, Wood Street, 5th Floor Flat-5A
Kolkata 700016.



ANNEXURE A

Particulars	Number of Members voted through Remote E-voting	Number of Remote E-votes casted	Number of Members voted through Polling Papers	Number of votes casted through Polling Papers	Total No. of votes cast through Remote-voting and Polling Papers	% of total number of valid votes cast
	1	2	3	4	5=(2 + (4)	6
Item No.1 : To receive, consider and adopt the Audited Financial Statements (including the consolidated Financial Statements) of the Company for the Financial Year ended 31st March, 2017 and the Reports of the Board of Directors and Auditors thereon.						
Voted in favour of the resolution	8	633	43	72,31,884	72,32,517	100.00
Voted against the resolution	0	0	0	0	0	0.00
Total	8	633	43	72,31,884	72,32,517	100.00
Invalid /Abstain votes	0	0	736	35,458	35,458	-
Item No. 2 : To declare dividend on equity shares for the financial year ended 31st March, 2017.						
Voted in favour of the resolution	8	633	42	72,31,882	72,32,515	100.00
Voted against the resolution	0	0	0	0	0	0.00
Total	8	633	42	72,31,882	72,32,515	100.00
Invalid /Abstain votes	0	0	737	35,458	35,458	-
Item No.3: To appoint a Director in place of Mr. R.V. Kanoria. (holding DIN 00003792), who retires by rotation and being eligible offers himself for re-appointment.						
Voted in favour of the resolution	8	633	42	72,31,882	72,32,515	100.00
Voted against the resolution	0	0	0	0	0	0.00
Total	8	633	42	72,31,882	72,32,515	100.00
Invalid /Abstain votes	0	0	737	35,458	35,458	-
Item No.4 :To appoint Statutory Auditors of the Company for a period of 5 years and fix their remuneration						
Voted in favour of the resolution	8	633	42	72,31,882	72,32,515	100.00
Voted against the resolution	0	0	0	0	0	0.00
Total	8	633	42	72,31,882	72,32,515	100.00
Invalid /Abstain votes	0	0	737	35,458	35,458	-
Item No.5 : To ratify the remuneration of M/s. Prasad & Company, Cost Auditor of the Company (Registration No. 4014), for the year ending 31st March, 2018						
Voted in favour of the resolution	8	633	41	72,31,872	72,32,505	100.00
Voted against the resolution	0	0	0	0	0	0.00
Total	8	633	41	72,31,872	72,32,505	100.00
Invalid /Abstain votes	0	0	738	35,468	35,468	-

Place: Kolkata
Dated: 05.09.2017



For K ARUN & CO.
Company Secretaries

Arun Kumar Khandella
Partner
C.P. No. 2270