CS Sweety Kapoor
Practising Company Secretary

Business Communication Centre
21, Parsee Church Street, Room No. 4
Near - 18, Ezra Street, Kolkata - 700 001
Phone: 033-40083749, Mobile: 9830471414
Email: sweetykapoor53@rediffmail.com

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration Rules, 2014]

NAME OF THE COMPANY	Unique Manufacturing & Marketing Limited
MEETING	43rd Annual General Meeting
DATE & TIME	Friday, 28th September, 2018 at 2.00 p.m.
VENUE	15, Maharana Pratap Sarani, 3rd Floor (Formerly: India Exchange Place), Kolkata – 700 001

1. Appointment of Scrutinizer

I was appointed as the Scrutinizer for the remote e-Voting as well as Poll conducted at the 43rd Annual General Meeting (43rd AGM) of Unique Manufacturing & Marketing Limited (hereinafter referred to as the Company) held on Friday, 28th September, 2018 at 2:00 p.m. at the Registered Office of the Company at 15, Maharana Pratap Sarani, 3rd Floor (Formerly: India Exchange Place), Kolkata – 700 001.

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made thereunder; (ii) the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India, relating to the Poll including voting by electronic means (remote e-Voting). My responsibility as a Scrutinizer is restricted to give a Consolidated Report on the votes cast by the members for the resolutions contained in the Notice dated Saturday, 26th May, 2018.

SWEETY KAPOOR PRACTISING COMPANY SECRETARY C.P. No. 7738

2. Dispatch of Notice convening the Meeting

The Company on the basis of the Register of Members and the List of Beneficiary Owners made available by the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), completed dispatch of the Notice of AGM to members.

The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in English newspaper "The Echo of India" and in Bengali newspaper "Arthik Lipi" having wide circulation, in their respective editions dated Friday, 12th September, 2018.

3. Cut-off date

The Voting rights were reckoned as on Friday, 21st September, 2018, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-Voting and poll at the meeting.

4. Remote e-Voting

4.1 Agency:

The Company appointed Central Depository Services (India) Limited (CDSL) as the agency for providing the remote e-Voting platform.

4.2 Remote e-Voting

Remote e-Voting platform was open from 09:00 a.m. on Tuesday, 25th September, 2018 to 05:00 p.m. on Thursday, 27th September, 2018 and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary Resolution(s), on the e-Voting platform provided by CDSL.

5. Voting through Poll at the AGM:

5.1 The Company had provided the facility for voting through Poll at the AGM and members, who have not cast their vote by remote e-Voting were allowed to exercise their right to vote at the meeting.

5.2 The polling papers in Form MGT-12 as per Section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014 were distributed to the shareholders present.

SWEETY KAPOOR PRACTISING COMPANY SECRETARY

6. **Counting Process:**

6.1 No members had cast their vote through poll at the AGM.

6.2 The votes cast through remote e-Voting were unblocked on Saturday, 29th September, 2018 around 3:30 p.m. in the presence of two witnesses namely Mr. Netai Das and Mr. Manab Pal who are not in the employment of the Company.

Netai Das
Witness : 1

Manab Pal
Witness : 2

7. **Results:**

7.1 I observed that

(a) No members had cast their vote at the meeting.

(b) 10 members had cast their votes through remote e-Voting.

7.2 The Consolidated Results with respect to each item on the agenda as set out in the Notice of 43rd AGM dated 26th May, 2018 are as under:-

SWEETY KAPOOR
PRACTISING COMPANY SECRETARY

Ordinary Business

Item No. 1 – Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2018 together with the reports of the Board of Directors and Auditors thereon - Ordinary Resolution

(i) Voted in favour of the resolution

Particulars (remote e-voting/ poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-voting + poll at AGM)
Remote E- Voting	10	776,620	100
Poll at AGM	0	0	0
Total (remote e-voting + poll at AGM)	**10**	**776,620**	**100**

(ii) Voted against the resolution

Particulars (remote e-voting/ poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-voting + poll at AGM)
Remote E- Voting	0	0	0
Poll at AGM	0	0	0
Total (remote e-voting + poll at AGM)	**0**	**0**	**0**

(iii) Invalid Votes

Particulars (remote e-voting/ poll at AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote E-Voting	0	0
Poll at AGM	0	0
Total (remote e-voting + poll at AGM)	**0**	**0**

SWEETY KAPOOR * PRACTISING COMPANY SECRETARY

Item No. 2 – Appoint a Director in place of Mrs. Maulashree Gani (DIN: 02496033) who retires by rotation and being eligible offers herself for re-appointment - Ordinary Resolution

(i) Voted in favour of the resolution

Particulars (remote e-voting/ poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-voting + poll at AGM)
Remote E- Voting	10	776,620	100
Poll at AGM	0	0	0
Total (remote e-voting + poll at AGM)	**10**	**776,620**	**100**

(ii) Voted against the resolution

Particulars (remote e-voting/ poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-voting + poll at AGM)
Remote E- Voting	0	0	0
Poll at AGM	0	0	0
Total (remote e-voting + poll at AGM)	**0**	**0**	**0**

(iii) Invalid Votes

Particulars (remote e-voting/ poll at AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote E-Voting	0	0
Poll at AGM	0	0
Total (remote e-voting + poll at AGM)	**0**	**0**

SWEETY KAPOOR PRACTISING COMPANY SECRETARY

8. Based on the aforesaid results, I report that two Ordinary Resolutions as contained in Item No. 1 to Item No. 2 of the Notice dated 26th May, 2018 have been passed unanimously.

9. The relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approve and sign the minutes of the 43rd Annual General Meeting and the same shall thereafter be handed over to the Chairman/ Director authorized by the Board for safe keeping.

Place: Kolkata
Date: 29/09/2018

SWEETY KAPOOR
Practising Company Secretary
FCS – 6410; COP – 5738