

ARVIND BAID & ASSOCIATES

Chartered Accountants

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Scrutinizer's Report

(Consolidated Report of Scrutinizer's on Postal Ballot, remote e-voting and voting by poll at the Annual General Meeting)

To,
The Chairman
5th Annual General Meeting of
Mystic Electronics Limited
401/A, Pearl Arcade,
Opp. Dawood Baug Lane,
Off J.P. Road, Andheri (W),
Mumbai- 400 058

Dear Sir,

Ref.: Combined Scrutinizer's Report in terms of provisions of the Companies Act, 2013 read with the Rules issued there under, Secretarial Standards, remote e-voting and voting by poll at the 5th Annual General Meeting (AGM) of the Equity Shareholders of MYSTIC ELECTRONICS LIMITED held on Monday i.e. 19th day of September, 2016 at 11.30 a.m. at Pratap's Wild Dining Banquet, 3rd Floor, Om Heera Panna Mall, Oshiwara, Andheri(W), Mumbai.

I, **Arvind Dhanraj Baid**, Practicing Chartered Accountant, Proprietor of **M/s. Arvind Baid & Associates**, Mumbai, have been appointed as a Scrutinizer by the Board of Directors of **MYSTIC ELECTRONICS LIMITED** (the Company) for the purpose of scrutinizing the process of voting through Remote e-voting and voting at the AGM venue through Poll (Ballot form) under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) as amended by Companies (Management and Administration) Amendment Rules, 2015 and the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I submit my report as under:

1. The notice convening the meeting including the statement under section 102 of Companies Act, 2013 have been dispatched to all the members of the Company through electronic means (wherever email ids were available) and to the other shareholders by registered post on 24th August, 2016 and subsequently, the Notice convening was placed on the website of the company. The members of the Company were given an option to vote electronically on e-voting platform, provided by CDSL.
2. The Company had availed the remote e-voting facility provided by Central Depository Services (India) Limited for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced from Friday, 16th September, 2016 (10:00 a.m. IST) to Sunday, 18th September, 2016 (5:00 p.m. IST).

3. The members of the Company as on cut-off date i.e. 12th September, 2016 were entitled to vote on the resolutions through remote e-voting or through Poll process.
4. At the end of the remote e-voting period the CDSL remote e-voting platform was blocked thereafter.
5. At 5th AGM of the Company held on 19th September, 2016, the Chairman of the meeting had called for the poll to facilitate the members present in the meeting who could not participate in the remote e-voting to record their votes through poll process.
6. Immediately after the conclusion of the e-voting at the venue of the AGM on the 19th September, 2016, the votes cast at the venue were counted, thereafter the votes cast through remote e-voting were unblocked in the presence of two witnesses as prescribed under Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015. They have signed below in confirmation of the votes being unblocked in their presences.




7. Thereafter, the details containing inter-alia, the list of members, who voted 'For' or 'Against' on each of the resolution that were put to vote, were derived from the report generated from the e-voting website of CDSL, and voting cast by the members at the venue of the AGM through the Poll process.
8. The poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.
9. I have issued separate Scrutinizers' Report on the **remote e-voting and voting through Poll process** taken on the resolutions contained in the notice to the AGM.

As requested by management I submit herewith my combined report on the result of voting through remote e-voting (as per the data generated by CDSL) and Poll process is as under:

Resolution 1: Ordinary Resolution

Adoption of the audited Balance Sheet of the Company as at 31st March, 2016, Statement of Profit and Loss for the year ended on that date, and the Reports of the Board of Directors and Auditors thereon.- Passed with requisite majority.

Votes in Favour of the resolution (Remote e-voting & Poll at the AGM venue)	
No. of Members	52
No. of votes cast by them	3497180
% of the total number of valid votes cast	17.69
Votes against the resolution:	
No. of Members	0
No. of votes cast by them	0
% of the total number of valid votes cast	0

Invalid votes/ Abstain from voting	
No. of Members	1
No. of votes cast by them	43815

Resolution 2: Ordinary Resolution

Appointment of Mr. Krishan Khadaria who retires by rotation- Passed with requisite majority.

Votes in Favour of the resolution (Remote e-voting & Poll at the AGM venue)	
No. of Members	52
No. of votes cast by them	3497180
% of the total number of valid votes cast	17.69
Votes against the resolution:	
No. of Members	0
No. of votes cast by them	0
% of the total number of valid votes cast	0
Invalid votes/ Abstain from voting	
No. of Members	1
No. of votes cast by them	43815

Resolution 3: Ordinary Resolution

Re-appointment of M/s. Bansal Bansal & Co. as Statutory Auditor of the Company and to fix their remuneration - Passed with requisite majority.

Votes in Favour of the resolution (Remote e-voting & Poll at the AGM venue)	
No. of Members	52
No. of votes cast by them	3497180
% of the total number of valid votes cast	17.69
Votes against the resolution:	
No. of Members	0
No. of votes cast by them	0
% of the total number of valid votes cast	0
Invalid votes/ Abstain from voting	
No. of Members	1
No. of votes cast by them	43815

The invalid votes are not considered for the purpose of calculating the percentage.

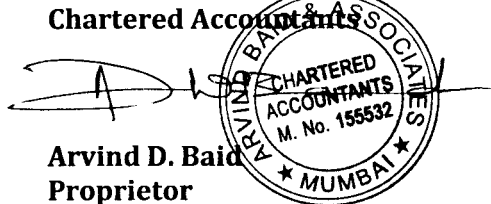
All the above resolutions were passed under remote e-voting & Poll with requisite Majority.

All the relevant records relating to the e-voting and voting through Poll is under my safe custody and will be handed over to the Chairman for preserving safely after the Chairman considers, approves and signs the minutes of the Meeting.

Thanking you,

Yours faithfully,

For **Arvind Baid & Associates**
Chartered Accountants



Arvind D. Baid
Proprietor
Mem. No. 155532

Scrutnizer

Date: 20th September, 2016

Place: Mumbai

Counter signed by

A handwritten signature in black ink, likely belonging to the Chairman of the 5th AGM.

Chairman of 5th AGM