

August 27, 2019

General Manager,  
Department of Corporate Services  
Bombay Stock Exchange Limited,  
Floor 25, P.J. Towers,  
Dalal Street,  
Mumbai-400 001

Scrip Code: 502865

Dear Sir,

Subject: Outcome of AGM - Voting Result.

In compliance with the requirements of Regulation 44(3) of the SEBI (listing Obligations and Disclosure Requirements), Regulations, 2015, we enclose herewith voting results in respect of the business conducted at the 100<sup>th</sup> Annual General Meeting (AGM) held on August 26, 2019 alongwith the Scrutinizer's Report.

Kindly acknowledge receipt.

Yours faithfully  
For Forbes & Company Limited

  
Pankaj Khattar  
Head Legal & Company Secretary

Encl: As above

# MAKARAND M. JOSHI & CO.

## Company Secretaries

Ecstasy, 803/804, 9th Floor, City of Joy, J.S.D Road, Mulund (West), Mumbai- 400080, (T) 022-21678100

### Consolidated Report of Scrutinizer on Remote e-voting and voting at the 100<sup>th</sup> Annual General Meeting

To,

Mr. Shapoor P. Mistry

Non-Executive Chairman,

of 100<sup>th</sup> Annual General Meeting (AGM) of the Shareholders of Forbes & Company Limited (having its Registered Office at Forbes Building, Charanjit Rai Marg, Fort, Mumbai - 400001, Maharashtra), held on Monday, 26<sup>th</sup> August, 2019 at 4:00 p.m. at Indian Merchants' Chambers, Walchand Hirachand Hall, IMC Building, 4th Floor, IMC Marg, Churchgate, Mumbai 400020.

Re: Scrutinizer's Report on voting through Remote E-voting and voting at the AGM venue in terms of provisions of the Companies Act, 2013 read with the Rules issued there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- A. I, Makarand M. Joshi, Partner of M/s. Makarand M. Joshi & Co., Practicing Company Secretaries, appointed as Scrutinizer in the meeting of Board of Directors of the Company held on 30<sup>th</sup> May, 2019 to conduct the following:
- (i) Remote e-voting process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
  - (ii) Voting at the AGM (Poll) under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the AGM held on Monday, 26<sup>th</sup> August, 2019.
- B. The Company had availed the remote e-voting facility provided by National Securities Depository Limited (NSDL) for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Friday, 23<sup>rd</sup> August, 2019 (9:00 am) (IST) and ends on Sunday, 25<sup>th</sup> August, 2019 (5:00 pm) (IST) and the NSDL remote e-voting platform was unblocked thereafter.



- C. On the basis of the votes exercised by the shareholders of the Company through remote e-voting and voting at the AGM. I have issued separate Scrutinizer's Report dated 27<sup>th</sup> August, 2019.
- D. After closure of the voting at the AGM, the report on voting done at the AGM was generated in my presence and diligently scrutinized.
- E. The votes cast under the remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in employment of the Company and after the conclusion of the voting at the AGM the votes cast there under were counted.
- F. The report on voting done at the AGM was generated in my presence along with Mr. Abhishek Gupta and Ms. Krati Pandya.

Date of AGM	26 <sup>th</sup> August, 2019
Total number of shareholders on record date (i.e. as on Monday, 19 <sup>th</sup> August, 2019)	15,285
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter group	2
Public	107
No. of shareholders attended the meeting through Video Conferencing:	
Promoter and Promoter group	Nil
Public	Nil



**Resolution Item No. 1 - Ordinary Resolution**

To Consider and adopt:

- a) the Audited Financial Statements of the Company for the Financial Year ended March 31, 2019 together with the Report of the Board of Directors and the Auditors thereon; and
- b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019 together with the Report of the Auditors thereon.

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)*	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	9525691	0	0.00	0	0	0.00	0.00
	Poll		9359293	98.25	9359293	0	100.00	0.00
	Total		9359293	98.25	9359293	0	100.00	0.00
Public-Institutions	Remote E-Voting	1613901	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	Remote E-Voting	1759024	2740	0.16	2740	0	100.00	0.00
	Poll		1682	0.10	1682	0	100.00	0.00
	Total		4422	0.25	4422	0	100.00	0.00
<b>Total</b>		<b>12898616</b>	<b>9363715</b>	<b>72.59</b>	<b>9363715</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

\*No. of votes polled does not include 'no. of votes invalid' and 'no. of votes abstain'



**Resolution Item No. 2 - Ordinary Resolution**

To declare dividend of Rs. 2.50 (25%) per equity share for the Financial Year ended March 31, 2019 and Special Centenary Year Dividend of 2.50 (25%) per equity share total amounting to Rs. 5.00 per equity share.

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)*	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	9525691	0	0.00	0	0	0.00	0.00
	Poll		9359293	98.25	9359293	0	100.00	0.00
	Total		9359293	98.25	9359293	0	100.00	0.00
Public-Institutions	Remote E-Voting	1613901	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	Remote E-Voting	1759024	2740	0.16	2740	0	100.00	0.00
	Poll		1682	0.10	1682	0	100.00	0.00
	Total		4422	0.25	4422	0	100.00	0.00
<b>Total</b>		<b>12898616</b>	<b>9363715</b>	<b>72.59</b>	<b>9363715</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

\*No. of votes polled does not include 'no. of votes invalid' and 'no. of votes abstain'



**Resolution Item No. 3 - Ordinary Resolution**

To appoint a Director in place of Mr. Shapoor P. Mistry (DIN: 00010114), who retires by rotation and being eligible, seeks re-appointment

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)*	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	9525691	0	0.00	0	0	0.00	0.00
	Poll		9359293	98.25	9359293	0	100.00	0.00
	Total		9359293	98.25	9359293	0	100.00	0.00
Public-Institutions	Remote E-Voting	1613901	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	Remote E-Voting	1759024	2740	0.16	2740	0	100.00	0.00
	Poll		1682	0.10	1682	0	100.00	0.00
	Total		4422	0.25	4422	0	100.00	0.00
	Total	12898616	9363715	72.59	9363715	0	100.00	0.00

\*No. of votes polled does not include 'no. of votes invalid' and 'no. of votes abstain'



Resolution Item No. 4 - Ordinary Resolution

Ratification of remuneration to Cost Auditor.

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)*	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	9525691	0	0.00	0	0	0.00	0.00
	Poll		9359293	98.25	9359293	0	100.00	0.00
	Total		9359293	98.25	9359293	0	100.00	0.00
Public-Institutions	Remote E-Voting	1613901	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	Remote E-Voting	1759024	2740	0.16	2740	0	100.00	0.00
	Poll		1682	0.10	1682	0	100.00	0.00
	Total		4422	0.25	4422	0	100.00	0.00
Total		12898616	9363715	72.59	9363715	0	100.00	0.00

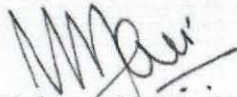
\*No. of votes polled does not include 'no. of votes invalid' and 'no. of votes abstain'



- G. All the aforesaid resolutions were passed with requisite majority.
- H. As requested by the management, I am submitting herewith a consolidated report on the results of remote e-voting together with the results of voting at the AGM venue.

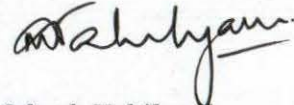
Thanking you,

For Makarand M. Joshi & Co.,  
Practicing Company Secretaries

  
Makarand M. Joshi  
Partner  
CP No. 3662  
Place: Mumbai  
Date: 27.08.2019



For Forbes & Company Limited

  
Mahesh Tahilyani  
Managing Director (Authorised Representative)  
DIN: 01423084  
Place: Mumbai  
Date: 27.08.2019