

CHOKHANI SECURITIES LIMITED

Name of the Company :

Date of the EGM	18-09-18
Total number of shareholders on record date	1016
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	5
Public	11
No. of shareholders present in the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group	0
Public	0

Agenda-wise disclosure (to be disclosed separately for each agenda item)

Resolution No.1 - Special Resolution to change the Name of the Company from "CHOKHANI SECURITIES LIMITED" to "UGRO CAPITAL LIMITED".									
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - In favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled	Whether promoter/ promoter group are interested in the agenda/resolution?
Promoter and	E-Voting	(1) 3667794	(2) 3667794	$(3) = \frac{(2)}{(1)} * 100$ 100.0000	(4) 3667794	(5) 0	$(6) = \frac{(4)}{(2)} * 100$ 100.0000	$(7) = \frac{(5)}{(2)} * 100$ 0.0000	No
Promoter Group	Poll		0	0.0000		0	0.0000	0.0000	
	Postal Ballot (if applicable)								
Total		3667794	3667794	100.0000	3667794	0	100.0000	0.0000	
Public- Institutions	E-Voting	3810785	0	0.0000		0	0.0000	0.0000	
	Poll		0	0.0000		0	0.0000	0.0000	
	Postal Ballot (if applicable)								
Total		3810785	0	0.0000	0	0	0.0000	0.0000	
Public- Non Institutions	E-Voting	7867444	25	0.0003	22	3	88.0000	12.0000	
	Poll		5	0.0001	5	0	100.0000	0.0000	
	Postal Ballot (if applicable)								
Total		7867444	30	0.0004	27	3	90.0000	10.0000	
Total		15346023	3667824	23.9008	3667821	3	99.9999	0.0001	



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No. of shareholders present in the meeting either in person or through proxy:	5
Promoters and Promoter Group	11
Public	Not Applicable
No. of shareholders present in the meeting through Video Conferencing	0
Promoters and Promoter Group	0
Public	

Agenda-wise disclosure (to be disclosed separately for each agenda item)
Resolution No.2 - Special Resolution to ratify the number of Options under the 'CSL Employee Stock Option Scheme 2017'.

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - In favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
Whether promoter/ promoter group are interested in the agenda/resolution? No								
Promoter and	E-Voting	(1) 3667794	(2) 3667794	(3)=[(2)/(1)]*100 100.0000	(4) 3667794	(5) 0	(6)=[(4)/(2)]*100 100.0000	(7)=[(5)/(2)]*100 0.0000
Promoter Group	Poll		0	0.0000	0	0	0.0000	0.0000
Public-Institutions	Postal Ballot (if applicable)	3667794	3667794	100.0000	3667794	0	100.0000	0.0000
	Total	3810785	0	0.0000	0	0	0.0000	0.0000
	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if applicable)	3810785	0	0.0000	0	0	0.0000	0.0000
	Total	7867444	25	0.0003	22	3	88.0000	12.0000
Public- Non Institutions	E-Voting		5	0.0001	5	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)	7867444	30	0.0004	27	3	90.0000	10.0000
	Total	15346023	3667824	23.9008	3667821	3	99.9999	0.0001



CHOKHANI SECURITIES LIMITED

Name of the Company :	18-09-18
Date of the EGM	1016
Total number of shareholders on record date	5
No. of shareholders present in the meeting either in person or through proxy:	11
Promoters and Promoter Group	Not Applicable
Public	0
No. of shareholders present in the meeting through Video Conferencing	0
Promoters and Promoter Group	0
Public	0

Agenda-wise disclosure (to be disclosed separately for each agenda item)
Resolution No.3 - Special Resolution to ratify the grant of Options exceeding 1% of the issued capital of the Company in any one year to any employee or Director of the Company under the 'CSL Employee Stock Option Scheme 2017'.

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - In favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Promoter and Promoter Group	E-Voting Poll	3667794	3667794	100.0000	3667794	0	100.0000	0.0000
Promoter Group	Postal Ballot (if applicable)	3667794	3667794	100.0000	3667794	0	100.0000	0.0000
Public-Institutions	E-Voting Poll	3810785	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	Postal Ballot (if applicable)	7867444	25	0.0003	22	3	88.0000	12.0000
Total	E-Voting Poll	7867444	5	0.0001	5	0	100.0000	0.0000
Total	Postal Ballot (if applicable)	15346023	30	0.0004	27	3	90.0000	10.0000
Total		15346023	3667824	23.9008	3667821	3	99.9999	0.0001





PANKAJ NIGAM & ASSOCIATES

(Company Secretaries)

F-54, Arora Shoppers Park, Opp. Swarn Jayanti Park,

Shakti Khand-II, Indrapuram, Ghaziabad

Phone No.: 0120-2653636, +91 9910695079

Email: pankajnigamcs@gmail.com

SCRUTINIZER REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and
Rule 20 & 21 of Companies (Management and Administration) Rules, 2014 as amended]

To
The Chairman/Authorized Signatory
Chokhani Securities Limited
Equinox Business Park, Tower 3,
4th Floor, Off BKC, LBS Road,
Kurla, Mumbai - 400070.

Respected Sir,

Sub: Consolidated Scrutinizer's Report for passing of Resolution through e-voting and voting through Ballot papers at the Extra Ordinary General Meeting (EGM) of the members of Chokhani Securities Limited held on Tuesday, 18th September, 2018.

1. I, CS Pankaj Kumar Nigam, Proprietor, M/s. Pankaj Nigam & Associates, Practicing Company Secretaries, Ghaziabad was appointed as Scrutinizer by the Board of Directors of the Company at their meeting held on 13th August, 2018 for the purpose of
 - a. Conducting Poll through Ballot papers under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time;
 - b. Scrutinizing the e-voting process in terms of the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
 - c. Scrutinizing the votes cast through ballot papers (at the EGM) for those shareholders who have not cast votes through e-voting facility;

in a fair and transparent manner, for passing of the Resolution as mentioned in the Notice of EGM dated 13th August, 2018.

2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and ballot papers on the resolution as set out in the Notice of EGM of the members of the Company. My responsibility as a Scrutinizer for the e-voting process and poll



conducted at the EGM is restricted to make a Consolidated Scrutinizer's Report of the votes casted 'in favour' or 'against' the resolution stated in the said Notice, based on the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL), the agency engaged by the Company to provide e-voting facility, and poll conducted at EGM, in a fair and transparent manner.

As per the confirmation received from the Company:

3. The Company completed the dispatch of Notice of the EGM dated 13th August, 2018 along with Statement setting out material facts under Section 102 of the Companies Act, 2013 to all shareholders of the Company on Friday, 24th August, 2018 at their registered addresses.
4. The said Notice was dispatched on the basis of Register of Members made available by Registrar and Share Transfer Agent (RTA) of the Company and the list of beneficial owners made available by the depositories as on Friday, 17th August, 2018.
5. As per Rule 20 of Companies (Management and Administration) Rules, 2014, as amended from time to time, the Company has published advertisement about and providing E-voting facility in Newspapers "Business Standard" (English Newspaper) and "Mumbai Lakshadeep" (Marathi Newspaper) on Saturday, 25th August, 2018.
6. In terms of the aforesaid Notice, voting through electronic means was kept open for 03 (Three) days from Saturday, 15th September, 2018 (9:00 am) to Monday, 17th September, 2018 (5:00 p.m.).
7. The voting rights of members was considered in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date i.e. Tuesday, 11th September, 2018.
8. As required under the said rules, after the closure of the voting at the Extra Ordinary General Meeting, the votes cast through poll were counted, thereafter the votes cast under e-voting facility were unblocked in the presence of CS Pankaj Nigam and CS Bhavya Gala who is not in employment with the Company.
9. The poll papers which were incomplete and/or found defective have been treated as invalid and kept separately.
10. Summary of the e-voting and poll at the EGM is as follows:




Resolution No.1

Particulars		Special Resolution to change the Name of the Company "CHOKHANI SECURITIES LIMITED" to "UGRO CAPITAL LIMITED".						
Category	Mode of Voting	No. of shares held	No. of valid votes polled	% of votes Polled on outstanding shares	No. of Votes in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter and Promoter Group	E-Voting	3667794	3667794	100.0000	3667794	0	100.0000	0.0000
	Poll/ Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (A)	3667794	3667794	100.0000	3667794	0	100.0000	0.0000
Public-Institutions	E-Voting	3810785	0	0.0000	0	0	0.0000	0.0000
	Poll/ Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (B)	3810785	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	7867444	25	0.0003	22	3	88.0000	12.0000
	Poll/ Ballot		5	0.0001	5	0	100.0000	0.0000
	Total (C)	7867444	30	0.0004	27	3	90.0000	10.0000
Total (A+B+C)		15346023	3667824	23.9008	3667821	3	99.9999	0.0001
Result: May be considered as passed with requisite majority.								

A circular stamp of the company is visible in the bottom right corner, with a handwritten signature over it.

Resolution No.2

Particulars		Special Resolution to ratify the number of Options under the 'CSL Employee Stock Option Scheme 2017'.						
Category	Mode of Voting	No. of shares held	No. of valid votes polled	% of votes Polled on outstanding shares	No. of Votes in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter and Promoter Group	E-Voting	3667794	3667794	100.0000	3667794	0	100.0000	0.0000
	Poll/ Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (A)	3667794	3667794	100.0000	3667794	0	100.0000	0.0000
Public-Institutions	E-Voting	3810785	0	0.0000	0	0	0.0000	0.0000
	Poll/ Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (B)	3810785	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	7867444	25	0.0003	22	3	88.0000	12.0000
	Poll/ Ballot		5	0.0001	5	0	100.0000	0.0000
	Total (C)	7867444	30	0.0004	27	3	90.0000	10.0000
Total (A+B+C)		15346023	3667824	23.9008	3667821	3	99.9999	0.0001
Result: May be considered as passed with requisite majority.								



Resolution No.3

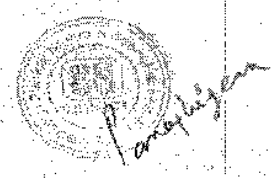
Particulars								
Special Resolution to ratify the grant of Options exceeding 1% of the issued capital of the Company in any one year to any employee or Director of the Company under the 'CSL Employee Stock Option Scheme 2017'.								
Category	Mode of Voting	No. of shares held	No. of valid votes polled	% of votes Polled on outstanding shares	No. of Votes in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter and Promoter Group	E-Voting	3667794	3667794	100.0000	3667794	0	100.0000	0.0000
	Poll/ Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (A)	3667794	3667794	100.0000	3667794	0	100.0000	0.0000
Public-Institutions	E-Voting	3810785	0	0.0000	0	0	0.0000	0.0000
	Poll/ Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (B)	3810785	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	7867444	25	0.0003	22	3	88.0000	12.0000
	Poll/ Ballot		5	0.0001	5	0	100.0000	0.0000
	Total (C)	7867444	30	0.0004	27	3	90.0000	10.0000
Total (A+B+C)		15346023	3667824	23.9008	3667821	3	99.9999	0.0001
Result: May be considered as passed with requisite majority.								



We further report that:

- a. We have received all the documents as mentioned in Sections 105 and 113 of the Companies Act, 2013 and such other applicable provisions under the relevant Rules, thereunder, together with Attendance Register/s and also the Ballot Box used at the venue of the EGM, duly sealed; and
- b. The Register/s, all other papers and relevant records relating to the E-Voting and Poll at the EGM, shall remain in our safe custody until the Chairman of the meeting considers, approves and signs the Minutes of the aforesaid EGM and thereafter the same will be handed over to the Chairman /Company Secretary & Compliance Officer of the Company for safe keeping.

For Pankaj Nigam & Associates
Company Secretaries



CS Pankaj Nigam
Proprietor

M. No. FCS 7343 C. P. No. 7979

Place: Mumbai

Date: 18th September, 2018