



**Form No. MGT-13
Report of Scrutinizer**

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

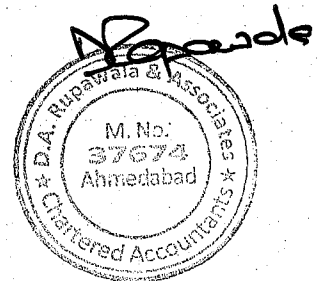
To,
Mr. Niket M. Shah, Chairman
27th Annual General Meeting (AGM) of the Equity Shareholders of
Hilltone Software & Gases Limited,
held on 29th September, 2020 at 03:30 P.m.
through Video Conferencing/ Other Audio Visual Means (VC/OAVM)

Dear Sir,

Sub: Consolidated Scrutinizer's Report on Remote E-voting of 27th AGM of Hilltone Software & Gases Limited (the 'Company')

I, D. A. Rupawala, Proprietor of M/s D.A. Rupawala & Associates, Chartered Accountants, have been appointed as Scrutinizer by the Board of Directors of M/s. Hilltone Software & Gases Limited (the Company), pursuant to Section 108 of the Companies Act, 2013 ("the Act") to scrutinize the remote e-voting process of 27th Annual General Meeting of Equity shareholders of M/s. Hilltone Software & Gases Limited held on Tuesday, 29th September, 2020 at 03:30 P.m. through VC/ OAVM. I submit my report as under:

- (i) The Company has provided remote e-voting facility offered by National Securities Depository Limited (NDSL) for casting the votes electronically by the shareholders of the company.
- (ii) The shareholders of the Company holding shares as on the "cut-off" date i.e. on 21st September, 2020 were entitled to vote on the resolutions as set out in the Notice of the 27th AGM.
- (iii) The voting period for remote e-voting commenced from Thursday, 24th September, 2020 at 10:00 a.m. and concluded on Monday, 28th September, 2020 at 5:00 p.m. and thereafter the NDSL remote e-voting platform was blocked.





(iv) After the completion of the e-voting process, the votes cast through remote e-voting facility were unblocked and downloaded from the e-voting website of NDSL (<https://www.evoting.nsdl.com/>) in the presence of two witnesses, who are not in the employment of the Company.

(v) I have scrutinized and reviewed the remote e-voting and votes cast therein based on the data downloaded from the NDSL e-voting system.

The management of the Company is responsible to ensure the compliance with the requirements of the Act, Rules, circulars issued from time to time relating to voting through electronic voting system on the resolutions as set out in the Notice of the 27th AGM of the Members of Company. My responsibility as a Scrutinizer for the remote e-voting is restricted in making a Scrutinizer's Report of the votes cast "IN FAVOUR" or "AGAINST" on the resolutions stated in the Notice, based on the reports generated from the e-voting system of NDSL, the authorized agency engaged by the Company.

The report of remote e-voting is as under:

➤ **ORDINARY BUSINESS:**

I. Resolution No. 1:- As an Ordinary Resolution

(a) Adoption of Audited Financial Statements of the Company for the financial year ended 31.03.2020 and the Reports of the Board of Directors and Auditors thereon; and

(i) Voted in favour of the resolution:

Mode of voting	Number of members who voted through	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	30	1237400	100
Total :	30	1237400	100





(ii) Voted against the resolution:

Mode of voting	Number of members who voted through	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
Total :	0	0	0

(iii) Invalid votes

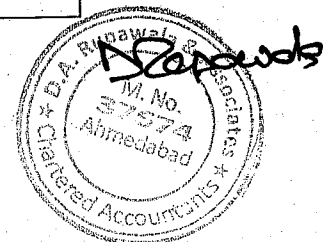
Mode of voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0
Total :	0	0

II. Resolution No. 2:- As an Ordinary Resolution

Appointment of a Director in place of Mr. Hital Mahendrabhai Shah (DIN: 00279026), who retires by rotation and being eligible, has offered himself for reappointment.

(i) Voted in favour of the resolution:

Mode of voting	Number of members who voted through	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	30	1237400	100
Total :	30	1237400	100





(ii) Voted against the resolution:

Mode of voting	Number of members who voted through	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
Total :	0	0	0

(iii) Invalid votes

Mode of voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0
Total :	0	0

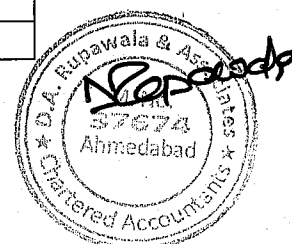
➤ **SPECIAL BUSINESS:**

III. **Resolution No. 3:-** As an Ordinary Resolution

Appointment of Mrs. Sapna Hitalbhai Shah (DIN: 08615859) as an Non Executive Director with effect from 14th November, 2019

(i) Voted in favour of the resolution:

Mode of voting	Number of members who voted through	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	30	1237400	100
Total :	30	1237400	100





(ii) Voted against the resolution:

Mode of voting	Number of members who voted through	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
Total :	0	0	0

(iii) Invalid votes

Mode of voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0
Total :	0	0

All the relevant records relating to remote e-voting will remain in our safe custody until the Chairman approves and signs the minutes of the 27th Annual General Meeting and the same shall thereafter be handed over to the Company Secretary.

Thanking you,
Yours faithfully,

D.A. Rupawala

D.A. Rupawala
Proprietor of

D.A Rupawala & Associates,
Chartered Accountants
Membership No. 37674
Scrutinizer

UDIN: 20037674AAAAHE6817
Date : 1st October, 2020
Place: Ahmedabad



Counter Signed

Niket M. Shah

Niket M. Shah
Chairman & Managing Director



Jurbin
Witness 1

Name:- Ansari Jurbin Rais Ahemach
Address:- 24H1, Mahesaniya Vas, near
Prangela Police Chowki, Shahpur, Ahmedabad

Witness 2

Name: MUFIS Vhora

Address: RUPAL, BAULA, Ahmedabad

MUFIS Vhora