



VISHAL N. MANSETA (B.Com, A. C. S.)

Practicing Company Secretary

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To,
The Chairman,
UTI ASSET MANAGEMENT COMPANY LIMITED,
UTI Tower, 'Gn' Block,
Bandra Kurla Complex,
Bandra (East),
Mumbai 400 051.

Dear Sir,

Sub.: Scrutinizer's Report E-voting and Poll conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management & Administration) Rule, 2014

I, Vishal N. Manseta, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of **UTI ASSET MANAGEMENT COMPANY LIMITED**. pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rule, 2014, to conduct the scrutiny of electronic voting process and scrutinizer of insta-poll.

As required under Section 101 and 108 of the Companies Act, 2013, Notice July 25, 2019 along with Explanatory Statement under Section 102 of the Companies Act, 2013 were sent to the Shareholders in respect of the Ordinary Resolutions as mentioned below:

1. To receive, consider and adopt the Audited Statement of Profit and Loss Account of the Company for the financial year ended on 31st March, 2019 and the Balance Sheet as on that date together with the Report of Board of Directors and Auditors thereon.
2. To declare a dividend for the financial year ended 31st March, 2019 on equity shares.
3. To fix the remuneration of the Statutory Auditors.
4. To regularise appointment of Mr. Edward Bernard (DIN: 082432777), who was appointed as an Additional Director on October 01, 2018.
5. To regularise appointment of Mr. Ashok Shah (DIN: 01194846), who was appointed as an Additional Director on October 01, 2018.
6. To Appoint Mr. Imtaiyazur Rehman (DIN:01818725) as Whole Time Director of the company.

Resolution number 7 for appointment of Mr. Debadatta Chand (DIN:07899436) is withdrawn by the proposer before the date of AGM and hence treated as anfractuous and the voting done for the same is not considered.



Which were passed at the **Annual General Meeting of the Company held on August 22, 2019.**

The Company has also availed the 'e-voting' facility offered by Karvy Computershare Private Limited for conducting e-voting by the Shareholders ("remote e-voting") and "Insta-Poll" to the Shareholders of the Company.

The e-voting period commenced on Sunday 18th August, 2019 at 10.00 a.m. and ended on Tuesday 21st August, 2019 at 5.00 p.m. and the Karvy e-voting platform was blocked thereafter.

I have scrutinized and reviewed the voting done through electronic means and votes tendered therein and maintained a register in which necessary entries have been made in accordance with the above rules. I have also scrutinized the insta-poll submitted by the members at the meeting.

I now submit my report as under on the result of the voting through electronic means and by Insta-Poll in respect of the said Resolutions.

Date of AGM	August 22, 2019
Total number of shareholders on Record Date: Cut-off date for e-voting -	August 14, 2019
No. of shareholders Present in meeting either in person or through proxy: Promoters and Promoters Group: Public:	4 64

Agenda –wise

Item No.	Details of the Agenda	Resolution required (Ordinary/Special)	Mode of Voting (Show of hands/Poll/Postal Ballot/E-voting/Insta-poll)	Remarks
1.	To receive, consider and adopt the Audited Statement of Profit and Loss Account of the Company for the financial year ended on 31st March, 2019 and the Balance Sheet as on that date together with the Report of Board of Directors and Auditors thereon.	Ordinary	E-Voting and Insta-Poll	The resolution was passed with the requisite majority
2.	To declare a dividend for the financial year ended 31st March, 2019 on equity shares.	Ordinary	E-Voting and Insta-Poll	The resolution was passed with the requisite majority
3.	To fix the remuneration of the Statutory Auditors.	Ordinary	E-Voting and Insta-Poll	The resolution was passed with the requisite majority
4.	To regularise appointment of Mr. Edward Bernard (DIN: 082432777), who was appointed as an Additional Director on October 01, 2018.	Ordinary	E-Voting and Insta-Poll	The resolution was passed with the requisite majority
5.	To regularize appointment of Mr. Ashok Shah (DIN : 01194846), who was appointed as an Additional Director on October 01, 2018.	Ordinary	E-Voting and Insta-Poll	The resolution was passed with the requisite majority
6.	To Appoint Mr. Imtaiyazur Rehman (DIN:01818725) as Whole Time Director of the company.	Ordinary	E-Voting and Insta-Poll	The resolution was passed with the requisite majority



The voting details of the resolutions passed at the meeting are as under:

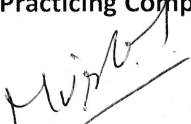
Sr. No.	Particulars	In favour of the Ordinary/Special Resolution(s)			Against Ordinary/Special Resolution(s)		
		Number of Members	Number of Shares	% of total number of votes cast	Number of Members	Number of Shares	% of total number of votes cast
1.	To receive, consider and adopt the Audited Statement of Profit and Loss Account of the Company for the financial year ended on 31st March, 2019 and the Balance Sheet as on that date together with the Report of Board of Directors and Auditors thereon.	58	12,55,71,006	100.00%	0	0	0.00%
2.	To declare a dividend for the financial year ended 31st March, 2019 on equity shares.	58	12,55,71,006	100.00%	0	0	0.00%
3.	To fix the remuneration of the Statutory Auditors.	58	12,55,71,006	100.00%	0	0	0.00%
4.	To regularise appointment of Mr. Edward Bernard (DIN: 082432777), who was appointed as an Additional Director on October 01, 2018..	55	12,55,70,371	100.00%	2	610	0.00%
5.	To regularise appointment of Mr. Ashok Shah (DIN : 01194846), who was appointed as an Additional Director on October 01, 2018.	56	12,55,70,681	100.00%	1	300	0.00%
6.	To Appoint Mr. Imtaiyazur Rehman (DIN:01818725) as Whol Time Director of the company.	56	12,55,70,881	100.00%	1	100	0.00%

No. of People Abstained from Voting – 1 Shareholder holding, 25 shares abstained from voting in resolution No. 4, 5 and 6. In case of Resolution No. 5, Shareholder was interested in the resolution.

Statutory Auditors of the Company were present in the Annual General Meeting of the Company

The Chairman of the company may declare the results of the e-voting and Poll.

For Vishal N. Manseta
(Practicing Company Secretary)


Vishal N. Manseta
ACS No.: 25183
C.P. No.:8981
Date: August 23, 2019
Place: Mumbai

