

**Combined Scrutinizer's Report on Remote E-voting & E-Voting at the 66<sup>th</sup> Annual General Meeting of Otis Elevator Company India Limited ("the Company") held through video conferencing / other audio visual means on Wednesday, 14<sup>th</sup> October, 2020 at 11:00 a.m. at 9<sup>th</sup> Floor, Magnus Tower, Mindspace, Malad Link Road, Malad (West) Mumbai - 400064**

To,  
Mr. Sebi Joseph, Chairman  
Otis Elevator Company (India) Limited  
9<sup>th</sup> Floor, Magnus Tower, Mindspace  
Malad Link Road, Malad (West)  
Mumbai - 400064

**Sub: Passing of Resolution(s) through remote e-voting pursuant to section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and e-voting done at the Annual General Meeting according to the e-voting system provided by the Company in terms of Circulars issued by the Ministry of Corporate Affairs**

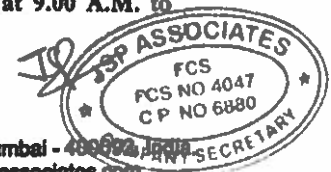
Dear Sir,

The Board of Directors of Otis Elevator Company (India) Limited (hereinafter referred to as "the Company" or "OTIS") at their meeting held on September 09, 2020 has appointed me as the Scrutinizer for the Remote E-voting process pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and also to scrutinize the e-voting done by the Members of the Company at the Annual General Meeting who participated through video conferencing / other audio visual means (VC / OAVM) as permitted by the Ministry of Corporate Affairs (MCA) vide its circular dated May 5, 2020 read together with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars").

The MCA Circulars provides for relaxation to companies to hold its AGM through VC / OAVM including the manner of voting at the meeting, which was warranted on account of the outbreak of COVID-19 pandemic.

**Report on Scrutiny:**

- The Company had appointed Central Depository Services Limited ("CDSL") as the Service Provider for the purpose of extending the facility of Remote E-Voting and E-Voting system to the Members of the Company who participated in the AGM through VC / OAVM.
- CDSL had provided a system for recording the votes of the Members electronically on all the items of the business sought to be transacted at the AGM of the Company, which was held on Wednesday, 14<sup>th</sup> October, 2020.
- CDSL had set up electronic voting facility (remote e-voting and e-voting at the AGM) on their website, <https://www.evotingindia.com>. The Company had uploaded all the items of the business to be transacted at the AGM on the website of the Company and also on the Service Provider to facilitate their Members to cast their vote through Remote E-Voting.
- The Cut-off date for the purposes of identifying the Members who were entitled to vote on the resolutions placed for approval of the Members was 7<sup>th</sup> October, 2020.
- The Remote E-Voting facility was open from Sunday, 11<sup>th</sup> October, 2020 at 9.00 A.M. to Tuesday, 13<sup>th</sup> October, 2020 at 5:00 P.M.



- At the end of the voting period on 13<sup>th</sup> October, 2020 at 5.00 P.M., the voting platform of the Service Provider was blocked forthwith.
- At the AGM of the Company, the facility to vote through electronic mode was provided to facilitate those members attending the meeting through VC / OAVM but could not cast their votes by availing the Remote E-voting facility.
- The Chairman, at the end of the discussion on the resolutions allowed to vote electronically through e-voting system provided on the CDSL platform to all those members who attended the AGM through VC / OAVM but could not cast their votes through remote e-voting facility.
- The votes cast electronically through the e-voting system provided by the Service Provider and the votes cast through Remote E-Voting facility were simultaneously unblocked by me as a Scrutinizer in the presence of Mr. Shivakumar P. S. and Mr. Hemang Dhakan who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20 of the Companies (Management & Administration) Rules, 2014.
- After counting the voting by electronic means the votes cast through E-voting process was tabulated for the purpose of considering the total votes cast by the Members through both the mode (remote e-voting and e-voting at the AGM).
- Thereafter, I as a Scrutinizer duly compiled details of the Remote E-Voting carried out by the Members and the E-Voting at the AGM done through E-Voting system by the members attended through VC / OAVM, the details of which are as follows:

Details	Remote E-voting	E-voting at the AGM	Total voting
Number of members who casted their votes	12	5	17
Total No. of shares held by them	11600299	248	11600547
Valid votes	As per details provided under each one of the Resolution(s) mentioned hereunder		
Invalid / Abstained	As mentioned under each of the Resolution(s) mentioned hereunder		

**Note:** Percentage of votes cast in favour or against the resolutions are calculated based on the Valid Votes cast through Remote E-Voting and E-voting at the AGM.

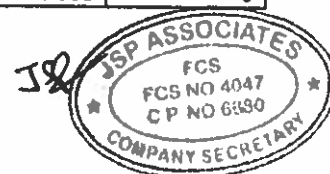
The results of the Remote E-voting on each item of business together with that of the E-voting at the AGM are as under:

**ORDINARY BUSINESS:**

**I) Item No. 1 of the Notice (As an Ordinary Resolution):**

To consider, receive and adopt the audited Standalone and Consolidated financial statement of the Company for the financial year ended 31<sup>st</sup> March, 2020 together with the reports of Board of Directors and Auditors thereon.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid / Abstain Votes
	Number of Shares	% age	Number of Shares	% age	Number of Shares
Remote E-voting	11600299	100.00	0	0	0
E-Voting at the AGM	76	30.645	172	69.355	0
<b>TOTAL</b>	<b>11600375</b>	<b>99.999</b>	<b>172</b>	<b>0.001</b>	<b>0</b>



**II) Item No. 2 of the Notice (As an Ordinary Resolution):**

To appoint a Director in place of Mr. Sebi Joseph (DIN: 05221403) Managing Director, who retire by rotation at this meeting and being eligible, offers himself for re-appointment.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid / Abstain Votes
	Number of Shares	% age	Number of Shares	% age	Number of Shares
Remote E-voting	11600299	100.000	0	0	0
E-Voting at the AGM	248	100.000	0	0	0
<b>TOTAL</b>	<b>11600547</b>	<b>100.000</b>	<b>0</b>	<b>0</b>	<b>0</b>

**SPECIAL BUSINESS:**

**III) Item No. 3 of the Notice (As a Special Resolution):**

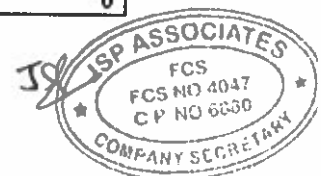
To reappoint Mr. Sebi Joseph (DIN: 05221403) as a Managing Director of the Company for the period of 3 Years.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid / Abstain Votes
	Number of Shares	% age	Number of Shares	% age	Number of Shares
Remote E-voting	11600299	100.000	0	0	0
E-Voting at the AGM	248	100.000	0	0	0
<b>TOTAL</b>	<b>11600547</b>	<b>100.000</b>	<b>0</b>	<b>0</b>	<b>0</b>

**IV) Item No.4 of the Notice (As a Special Resolution):**

To consider and recommend for appointment of Mr. Bharatkumar Sanjiva Nayak (DIN: 01919252) as Whole-Time Director of the Company.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid / Abstain Votes
	Number of Shares	% age	Number of Shares	% age	Number of Shares
Remote E-voting	11600299	100.000	0	0	0
E-Voting at the AGM	248	100.000	0	0	0
<b>TOTAL</b>	<b>11600547</b>	<b>100.000</b>	<b>0</b>	<b>0</b>	<b>0</b>



**V) Item No.5 of the Notice (As an Ordinary Resolution):**

To re-appoint Ms. Suma P N (DIN: 05350680) as Whole-Time Director of the Company.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid / Abstain Votes
	Number of Shares	% age	Number of Shares	% age	Number of Shares
Remote E-voting	11600299	100.000	0	0	0
E-Voting at the AGM	248	100.000	0	0	0
<b>TOTAL</b>	<b>11600547</b>	<b>100.000</b>	<b>0</b>	<b>0</b>	<b>0</b>

**VI) Item No.6 of the Notice (As a Special Resolution):**

To modify the terms and conditions of the loan granted to Otis Global Services Centre Pvt. Ltd.

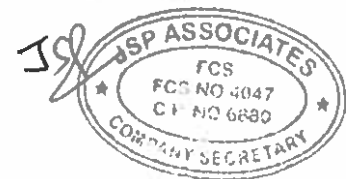
Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid / Abstain Votes
	Number of Shares	% age	Number of Shares	% age	Number of Shares
Remote E-voting	11600294	99.999	5	0.001	0
E-Voting at the AGM	248	100.000	0	0	0
<b>TOTAL</b>	<b>11600547</b>	<b>99.999</b>	<b>5</b>	<b>0.001</b>	<b>0</b>

**VII) Item No.7 of the Notice (As an Ordinary Resolution):**

To ratify remuneration payable to the Cost Auditor for the financial year 2020-21.

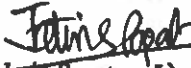
Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid / Abstain Votes
	Number of Shares	% age	Number of Shares	% age	Number of Shares
Remote E-voting	11600299	100.000	0	0	0
E-Voting at the AGM	76	30.645	172	69.355	0
<b>TOTAL</b>	<b>11600375</b>	<b>99.999</b>	<b>172</b>	<b>0.001</b>	<b>0</b>

All the Resolutions mentioned in the Notice of the AGM as per the details above stand passed under Remote E-voting and E-Voting done by the Members of the Company at the Annual General Meeting with the requisite majority and hence deemed to have been passed at the AGM.



I hereby confirm that, I have maintained the electronic voting data downloaded and made available by the Service Provider, in respect of the votes cast through Remote E-Voting and E-Voting done by the Members of the Company at the Annual General Meeting. All the relevant records relating to remote e-voting and e-voting at the AGM will remain in my custody until the Chairman considers, approves and signs the minutes of the AGM and the same shall be handed over to the Chairman of the Company for safe keeping.

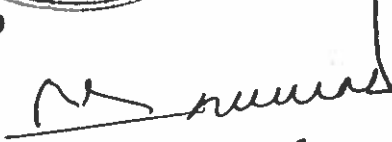
Thanking you,  
Yours faithfully,  
For JSP Associates

  
Jatin Popat  
Proprietor  
FCS 4047 / CP No. 6880



Witnesses:

1. Shivakumar P. S.:



2. Hemang Dhakan:



Place: Mumbai  
Date: 15<sup>th</sup> October, 2020

  
Counter-signed by Mr. Harish Iyer  
Company Secretary