

November 24, 2021

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: Voting Results of Hon'ble National Company Law Tribunal ("Hon'ble NCLT") convened meeting of the equity shareholders, secured and unsecured creditors of the Company held on Monday, November 22, 2021

In compliance with the requirements of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, we enclose herewith voting results of the Hon'ble NCLT convened Meetings held on Monday, November 22, 2021 through Video Conferencing/Other Audio-Visual Means of the Equity Shareholders, Secured Creditors and Unsecured Creditors of the Company along with the respective Scrutinizer's Reports.

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, 8th Floor, City of Joy, J.S.D Road, Mulund (West), Mumbai- 400080 (Ph) 022-21678136

Consolidated Report of Scrutinizer on Remote e-voting and electronic voting at the National Company Law Tribunal (NCLT) convened Meeting of Equity Shareholders

To

Mr. Mahesh Tahilyani
Chairman of the Meeting

for the NCLT Convened Meeting of Equity Shareholders (hereinafter the "Meeting") of Forbes & Company Limited (hereinafter the "Company"), held on Monday, 22nd November, 2021 at 10:00 AM, pursuant to Order dated 6th October, 2021 through video conferencing ("VC") /other audio-visual means (OVAM)

A. I, Kumudini Bhalerao, Partner of M/s. Makarand M. Joshi & Co., Practicing Company Secretaries have been appointed by the NCLT, Mumbai Bench, by its Order dated 6th October, 2021, as "the Scrutinizer" to conduct the following:

- (i) Remote e-voting process done by the shareholders of the Company
- (ii) Electronic Voting Process at the Meeting held on Monday, 22nd November, 2021 at 10.00 AM.

in terms of provisions of the Companies Act, 2013 (herein after the "Act") read with the Rules issued there under, NCLT Order dated 6th October, 2021 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- B. Pursuant to the Order of Hon'ble NCLT, Mumbai Bench and applicable provisions of the Companies Act, 2013, and in compliance with MCA General Circular No. 14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020, General Circular No. 22/2020 dated 15th June, 2020, General Circular No. 33/2020 dated 28th September, 2020, General Circular No. 39/2020 dated 31st December, 2020 and General Circular No. 10/2021 dated 23rd June, 2021, Company has confirmed that the Electronic copy of the Notice for NCLT convened meeting of Equity Shareholders of the Company along with the process of electronic voting at the meeting and the remote e-voting were sent to the shareholders whose e-mail addresses are registered with the Company/Depository Participant(s) for communication purposes.
- C. The Company had appointed National Securities Depository Limited (NSDL) for conducting the Electronic voting by the shareholders of the Company at the Meeting. After the time fixed for closing of Electronic voting at Meeting by the Chairman, voting was closed and votes cast were unblocked.



- D. The Company had availed the remote e-voting facility provided by NSDL for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Saturday, 23rd October, 2021 at 09.00 a.m. and has closed on Sunday, 21st November, 2021 at 05.00 p.m. and the NSDL remote e-voting portal was blocked for voting thereafter.
- E. The Cut-off date was Friday, 8th October, 2021 for the purpose of deciding the Equity Shareholders entitled to vote through e-voting and remote e-voting by the equity shareholders on the resolution seeking their approval.
- F. On the basis of the votes exercised by the shareholders of the Company by way of electronic voting at the Meeting of the Company held on 22nd November, 2021, I have issued Scrutinizer's Report dated 23rd November, 2021.
- G. On the basis of the votes exercised by the shareholders of the Company through remote e-voting. I have issued separate Scrutinizer's Report dated 23rd November, 2021.

Date of Meeting	22 nd November, 2021
Total number of shareholders on record date (i.e. as on 8 th October, 2021)	12,550
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter group	NA
Public	NA
No. of shareholders attended the meeting through Video Conferencing:	
Promoter and Promoter group	2
Public	38



Resolution

Approval of the Composite Scheme of Arrangement between Aquaignis Technologies Private Limited, Euro Forbes Financial Services Limited, Eureka Forbes Limited, Forbes & Company Limited and Forbes Enviro Solutions Limited and their respective Shareholders (Scheme):

A. Consolidated Report on result through remote e-voting and e-voting at the NCLT Convened Meeting of Equity Shareholders:

		Votes Polled		Votes in Favor of the resolution				Votes against the resolution				Invalid Votes
		Number of Members Polled	Votes Polled	Number of Members Voted in Favor	% of total no. of members voted in Favor	Votes in Favor (Equity Shares)	% of Votes in Favor (Equity Shares)	Number of Members Voted against	% of total no. of members voted against	Votes Against (Equity Shares)	% of Votes Against (Equity Shares)	
		[1]	[2]	[3]	[4] =3/1 *100	[5]	[6] = 5/2*100	[7]	[8] =7/1*100	[9]	[10] = 9/2*100	[11]
Promoter	Remote E-voting	1	9359293	1	100.00	9359293	100.00	0	0.00	0	0.00	0
	E-Voting at Meeting	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
	Total	1	9359293	1	100.00	9359293	100.00	0	0.00	0	0.00	0
Public	Remote E-voting	108	29786	104	96.30	29351	98.54	4	3.70	435	1.46	0
	E-Voting at Meeting	3	7	3	100.00	7	100.00	0	0.00	0	0.00	0
	Total	111	29793	107	96.40	29358	98.54	4	3.60	435	1.46	0
Total		112	9389086	108	96.43	9388651	100.00	4	3.57	435	0.00	0



B. Consolidated Report on result through remote e-voting and e-voting at the NCLT Convened Meeting of Equity Shareholders (Reg 44 Format):

Sr. No	Promoter / Public	Mode of Voting	Total 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	Invalid Votes
			[1]	[2]	[3]=[2]/(1)*100	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100	[8]
1	Promoter and Promoter Group	Remote E-Voting	9525691	9359293	98.25	9359293	0	100.00	0.00	0
		E- Voting at Meeting		0	0.00	0	0	0.00	0.00	0
		Total		9359293	98.25	9359293	0	100.00	0.00	0
2	Public - Institutional holders	Remote E-Voting	1532588	4038	0.26	4038	0	100.00	0.00	0
		E- Voting at Meeting		0	0.00	0	0	0.00	0.00	0
		Total		4038	0.26	4038	0	100.00	0.00	0
3	Public- Others	Remote E-Voting	1840337	25748	1.40	25313	435	98.31	1.69	0
		E- Voting at Meeting		7	0.00	7	0	100.00	0.00	0
		Total		25755	1.40	25320	435	98.31	1.69	0
Total			12898616	9389086	72.79	9388651	435	100.00	0.00	0



H. Pursuant to Hon'ble NCLT Order dated 6th October, 2021, I am submitting herewith a consolidated report on the results of remote e-voting together with the results of the Electronic voting facilitated at the meeting.

It is to be noted that:

1. The votes cast does not include abstained votes.
2. Based on the foregoing, the Resolution as proposed in the Notice dated 12th October, 2021 of the NCLT convened Meeting shall be deemed to have been approved on the date of the NCLT convened meeting of Equity Shareholders of the Company, i.e., 22nd November, 2021 with a majority of Equity Shareholders exercising voting rights representing three-fourths in value in shares voted in favor through remote-e-voting or by way of e-voting at the meeting.

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



Kumudini Bhalerao

Partner

FCS: F6667

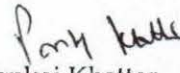
CP: 6690

PR: 640/2019

UDIN: F006667C001514613



For Forbes & Company Limited



Pankaj Khattar

Head Legal & Company Secretary

Authorized Representative

Place: Mumbai

Date: 23.11.2021

Place: Mumbai

Date: 23.11.2021

MAKARAND M. JOSHI & CO.

Company Secretaries

Ecstasy, 803/804, 8th Floor, City of Joy, J.S.D Road, Mulund (West), Mumbai- 400080 (Ph) 022-21678136

Scrutinizer's Report on Remote e-voting and electronic voting by Secured Creditors at the National Company Law Tribunal (NCLT) convened Meeting of Secured Creditors pursuant to SEBI Circular.

To

Mr. Mahesh Tahilyani

Chairman of the Meeting

for the NCLT Convened Meeting of Secured Creditors (hereinafter the "Meeting") of Forbes & Company Limited (hereinafter the "Company"), held on Monday, 22nd November, 2021 at 12:00 Noon, pursuant to Order dated 6th October, 2021 through video conferencing ("VC") /other audio-visual means (OVAM)

- A. I, Kumudini Bhalerao, Partner of M/s. Makarand M. Joshi & Co., Practicing Company Secretaries, have been appointed by the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT"), by its Order dated 6th October, 2021, as "the Scrutinizer" to conduct the following:
- (i) Remote e-voting process done by the Secured Creditors of the Company; and
 - (ii) Electronic Voting by the Secured Creditors of the Company at the NCLT Convened Meeting held on Monday, 22nd November, 2021 at 12.00 Noon.
- B. Pursuant to Circular No. CIR/DIL/3/CIR/2017/21 dated March 10, 2017 issued by the Securities and Exchange Board of India ("SEBI Circular") and in terms of provisions of the Companies Act, 2013 (herein after the "Act") read with the Rules issued there under, NCLT Order dated 6th October, 2021 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the Composite Scheme of Arrangement between Aquaignis Technologies Private Limited, Euro Forbes Financial Services Limited, Eureka Forbes Limited, Forbes & Company Limited and Forbes Enviro Solutions Limited and their respective Shareholders ('the Scheme') in terms of notice dated 12th October, 2021 dispatched to the Secured Creditors on 18th October, 2021.
- C. Pursuant to the Order of Hon'ble NCLT, Mumbai Bench and applicable provisions of the Companies Act, 2013, and in compliance with MCA General Circular No. 14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020, General Circular No. 22/2020 dated 15th June, 2020, General Circular No. 33/2020 dated 28th September, 2020, General Circular No. 39/2020 dated 31st December, 2020 and General Circular No. 10/2021 dated 23rd June, 2021, Company has confirmed that the Electronic copy of the Notice were issued to Secured Creditors whose names were appearing in the list of Secured Creditors as on 31st March, 2021.
- D. The Company had appointed National Securities Depository Limited (NSDL) for conducting the Electronic voting by the Secured Creditors of the Company at the meeting. After the time fixed for closing of Electronic voting at meeting by the Chairman, voting was closed and votes cast were unblocked.



E. The Company had availed the remote e-voting facility provided by NSDL for conducting the remote e-voting by the Secured Creditors of the Company. The remote e-voting commenced on Saturday, 23rd October, 2021 at 09.00 a.m. and has closed on Sunday, 21st November, 2021 at 05.00 p.m. and the NSDL remote e-voting portal was blocked for voting thereafter.

F. The result of the e-voting at Meeting is as under:

Resolution

Approval of the Composite Scheme of Arrangement between Aquagnis Technologies Private Limited, Euro Forbes Financial Services Limited, Eureka Forbes Limited, Forbes & Company Limited and Forbes Enviro Solutions Limited and their respective Shareholders (Scheme):

(a) Voted in favour of the resolution:

Mode of Voting	Number of Secured Creditors voted	% of total number of Secured Creditor Voted and Against	Number of value of votes cast by them	% of total number of valid value of vote cast (Favour and Against)
Remote E-Voting	3	100.00	905853130	100.00
E-Voting	0	0.00	0	0.00
Total	3	100.00	905853130	100.00

(b) Voted against the resolution:

Mode of Voting	Number of Secured Creditors voted	% of total number of Secured Creditor Voted and Against	Number of value of votes cast by them	% of total number of valid value of vote cast (Favour and Against)
Remote E-Voting	0	0.00	0	0.00
E-Voting	0	0.00	0	0.00
Total	0	0.00	0	0.00

(c) Invalid votes:

Total number of Secured Creditors (in person or by proxy) whose value of votes were declared invalid	Total number of value of votes cast by them
0	0



G. List of Secured Creditors who voted "FOR" and "AGAINST" on resolution is enclosed.

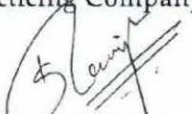
H. It is to be noted that:

1. The votes cast does not include abstained votes.
2. Based on the foregoing, the Resolution as proposed in the Notice dated 12th October, 2021 of the NCLT convened Meeting shall be deemed to have been approved on the date of the NCLT convened meeting of Secured Creditors of the Company, i.e., 22nd November, 2021 with the votes cast by the Secured Creditors in favor of the resolution is more than the votes cast by the Secured Creditors against the resolution.

I. All relevant records are given to the Company Secretary authorized by the Board for safe keeping.

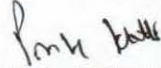
Thanking you,
Yours faithfully,

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


Kumudini Bhalerao
Partner
FCS: F6667
CP: 6690
PR: 640/2019
UDIN: F006667C001514547



For Forbes & Company Limited


Pankaj Khattar
Head Legal & Company Secretary
Authorized Representative

Place: Mumbai
Date: 23.11.2021

Place: Mumbai
Date: 23.11.2021

MAKARAND M. JOSHI & CO.

Company Secretaries

Ecstasy, 803/804, 8th Floor, City of Joy, J.S.D Road, Mulund (West), Mumbai- 400080 (Ph) 022-21678136

Scrutinizer's Report on Remote e-voting and electronic voting by Unsecured Creditors at the National Company Law Tribunal (NCLT) convened Meeting of Unsecured Creditors pursuant to SEBI Circular.

To

Mr. Mahesh Tahilyani

Chairman of the Meeting

for the NCLT Convened Meeting of Unsecured Creditors (hereinafter the "Meeting") of Forbes & Company Limited (hereinafter the "Company"), held on Monday, 22nd November, 2021 at 02:00 PM, pursuant to Order dated 6th October, 2021 through video conferencing ("VC") /other audio-visual means (OVAM)

- A. I, Kumudini Bhalerao, Partner of M/s. Makarand M. Joshi & Co., Practicing Company Secretaries, have been appointed by the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT"), by its Order dated 6th October, 2021, as "the Scrutinizer" to conduct the following:
- (i) Remote e-voting process done by the Unsecured Creditors of the Company; and
 - (ii) Electronic Voting by the Unsecured Creditors of the Company at the NCLT Convened Meeting held on Monday, 22nd November, 2021 at 02.00 PM.
- B. Pursuant to Circular No. CIR/DIL/3/CIR/2017/21 dated March 10, 2017 issued by the Securities and Exchange Board of India ("SEBI Circular") and in terms of provisions of the Companies Act, 2013 (herein after the "Act") read with the Rules issued there under, NCLT Order dated 6th October, 2021 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the Composite Scheme of Arrangement between Aquagnis Technologies Private Limited, Euro Forbes Financial Services Limited, Eureka Forbes Limited, Forbes & Company Limited and Forbes Enviro Solutions Limited and their respective Shareholders ('the Scheme') in terms of notice dated 12th October, 2021 dispatched to the Unsecured Creditors having outstanding balance of INR Five Lakhs and above and representing more than 90% of the total outstanding balances as on 31st March, 2021 at their last known address through Registered post/Speed post on October 16, 2021 and to the balance unsecured creditors by e-mail to their registered e-mail address on October 18, 2021
- C. Pursuant to the Order of Hon'ble NCLT, Mumbai Bench and applicable provisions of the Companies Act, 2013, and in compliance with MCA General Circular No. 14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020, General Circular No. 22/2020 dated 15th June, 2020, General Circular No. 33/2020 dated 28th September, 2020, General Circular No. 39/2020 dated 31st December, 2020 and General Circular No. 10/2021 dated 23rd June, 2021, Company has confirmed that the Notice were issued to Unsecured Creditors whose names were appearing in the list of Unsecured Creditors as on 31st March, 2021
- D. The Company had appointed National Securities Depository Limited (NSDL) for conducting the Electronic voting by the Unsecured Creditors of the Company at the



meeting. After the time fixed for closing of Electronic voting at meeting by the Chairman, voting was closed and votes cast were unblocked.

E. The Company had availed the remote e-voting facility provided by NSDL for conducting the remote e-voting by the Unsecured Creditors of the Company. The remote e-voting commenced on Saturday, 23rd October, 2021 at 09.00 a.m. and has closed on Sunday, 21st November, 2021 at 05.00 p.m. and the NSDL remote e-voting portal was blocked for voting thereafter.

F. The result of the e-voting at Meeting is as under:

Resolution

Approval of the Composite Scheme of Arrangement between Aquagnis Technologies Private Limited, Euro Forbes Financial Services Limited, Eureka Forbes Limited, Forbes & Company Limited and Forbes Enviro Solutions Limited and their respective Shareholders (Scheme):

(a) Voted in favour of the resolution:

Mode of Voting	Number of Unsecured Creditors voted	% of total number of Unsecured Creditor Voted (Favour and Against)	Number of value of votes cast by them	% of total number of valid value of vote cast (Favour and Against)
Remote E-Voting	36	100.00	157858786	100.00
E-Voting	0	0.00	0	0.00
Total	36	100.00	157858786	100.00

(b) Voted against the resolution:

Mode of Voting	Number of Unsecured Creditors voted	% of total number of Unsecured Creditor Voted (Favour and Against)	Number of value of votes cast by them	% of total number of valid value of vote cast (Favour and Against)
Remote E-Voting	0	0.00	0	0.00
E-Voting	0	0.00	0	0.00
Total	0	0.00	0	0.00

(c) Invalid votes:

Total number of Unsecured Creditors (in person or by proxy) whose value of votes were declared invalid	Total number of value of votes cast by them
0	0




G. List of Unsecured Creditors who voted "FOR" and "AGAINST" on resolution is enclosed.

H. It is to be noted that:

1. The votes cast does not include abstained votes.
 2. Based on the foregoing, the Resolution as proposed in the Notice dated 12th October, 2021 of the NCLT convened Meeting shall be deemed to have been approved on the date of the NCLT convened meeting of Unsecured Creditors of the Company, i.e., 22nd November, 2021 with the votes cast by the Unsecured Creditors in favor of the resolution is more than the votes cast by the Unsecured Creditors against the resolution.
- I. All relevant records are given to the Company Secretary authorized by the Board for safe keeping.

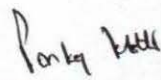
Thanking you,
Yours faithfully,

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


Kumudini Bhalerao
Partner
FCS: F6667
CP: 6690
PR: 640/2019
UDIN: F006667C001513931



For Forbes & Company Limited


Pankaj Khattar
Head Legal & Company Secretary
Authorized Representative

Place: Mumbai
Date: 23.11.2021

Place: Mumbai
Date: 23.11.2021