

SCRUTINIZER'S REPORT

To

The Chairman,
Fixed Income Money Markets And
Derivatives Association of India (FIMMDA)
2nd floor, United India Insurance Bldg.,
Sir P.M. Road,
Mumbai-400001.

Dear Sir,

Sub : Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") at the 23rd Annual General Meeting (AGM) of the Company.

I, V. Laxman, FCS, proprietor of M/s. V. Laxman & Company, Company Secretaries, Mumbai have been appointed by the Board of Directors of **Fixed Income Money Markets And Derivatives Association of India** ("**the Company**") as the Scrutinizer for the purpose of scrutinizing the e-voting process at the 23rd Annual General Meeting (AGM), in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out in accordance with the provisions of Section 108/110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time at the AGM, on the Resolution(s) as set out in the Notice convening 23rd AGM of the Company held on Monday, the 29th November, 2021 at 3.00 p.m. through Video Conferencing/ Other Audio Visual Means.

My Responsibility, as a Scrutinizer for the e-voting process for the AGM, is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution(s) set out in the Notice convening the 23rd AGM based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL"), the Authorised Agency engaged by the Company for providing e-voting facilities at the 23rd AGM of the Company.

Further in addition to the above, we submit our report as under :

- The Notice dated 27th October, 2021 convening 23rd AGM of the Company were sent to the Members in respect of the below mentioned resolutions to be passed at the said AGM of the Company held on 29th November, 2021.

- In terms of Section 160 of the Companies Act, 2013, the Company had received notices from Standard Chartered Bank, IndusInd Bank Ltd and Cholamandalam MS General Insurance Company Ltd proposing their Authorised Representatives, Ms. Parul Mittal Sinha, Mr. _Siddharth Banerjee_ and Mr. Abhiranjan Bihari Gupta respectively, to be appointed as directors of the Company at its 23rd AGM. The Company, in turn, had circulated individually the said Notices for contesting the election as Directors vide its Circular dated 17th November, 2021 to all the members.
- The Company has availed the e-voting facility offered by NSDL for conducting e-voting by the Members of the Company in view of holding the AGM through video Conferencing/Other Audio Visual Means as per the guidelines issued by the Ministry of Corporate Affairs.
- As the Scrutinizer, on the basis of the reports generated from the e-voting system provided by NSDL, I have unblocked the votes casted by members at the AGM, and compiled the votes polled. As there was a tie in the votes polled between the two candidates contesting the elections for directorship, the issue has been referred to the Chairman for exercising his casting vote. The Chairman, in turn, exercised his casting vote in exercise of his powers conferred under Article 45 of Articles of Association of the Company read with para 7.6 of Secretarial Standard-2 prescribed by the Institute of Company Secretaries of India. On the basis of the aforesaid, the Scrutinizer's Report has been prepared.

We now hereby submit our Report on the Result of the E-Voting for the 23rd AGM in respect of the Resolutions, as under :

Item No. 1 of AGM Notice

ORDINARY RESOLUTION:

'To receive, consider and adopt the audited standalone and consolidated financial statements for the financial year ended March 31, 2021 together with the Reports of the Board of Directors and Auditors thereon.'

Manner of Voting	Votes cast in favour of the resolution		Votes cast against the resolution	
	Number	%	Number	%
<i>E-Voting</i>	<i>61</i>	<i>100</i>	<i>Nil</i>	<i>Nil</i>
<i>Total</i>	<i>61</i>	<i>100</i>	<i>Nil</i>	<i>Nil</i>

Items Nos. 2 to 5 of AGM Notice ALONG WITH the Special Notices received under Section 160 of the Companies Act, 2013 from Standard Chartered Bank, IndusInd Bank Ltd and Cholamandalam MS General Insurance Co. Ltd proposing their Authorised Representatives, Ms. Parul Mittal Sinha, Mr. Siddharth Banerjee and Mr. Abhiranjan Bihari Gupta respectively to be appointed as Directors

1. ORDINARY RESOLUTION:

'To appoint a Director in place of Mr. S.V. Sastry (DIN 07972562), who retires by rotation, and being eligible, offers himself for reappointment.'

Manner of Voting	Votes cast in favour of the resolution		Votes cast against the resolution	
	Number	%	Number	%
E-Voting	59	73.75	Nil	Nil
Total	59	73.75	Nil	Nil

2. ORDINARY RESOLUTION:

'To appoint a Director in place of Mr. Ashish Parthasarathy (DIN 08209972), who retires by rotation, and being eligible, offers himself for reappointment.'

Manner of Voting	Votes cast in favour of the resolution		Votes cast against the resolution	
	Number	%	Number	%
E-Voting	62	77.5	Nil	Nil
Total	62	77.5	Nil	Nil

3. ORDINARY RESOLUTION:

'To appoint a Director in place of Mr. K.V. Rajani Kanth (DIN 0823670), who retires by rotation, and being eligible, offers himself for reappointment.'

Manner of Voting	Votes cast in favour of the resolution		Votes cast against the resolution	
	Number	%	Number	%
E-Voting	46	57.5	Nil	Nil
Total	46	57.5	Nil	Nil

4. ORDINARY RESOLUTION:

'To appoint Ms. Parul Mittal Sinha (DIN 08254778) as a Director of the Company whose tenure of office shall be liable to determination by the retirement of directors by rotation .'

Manner of Voting	Votes cast in favour of the resolution		Votes cast against the resolution	
	Number	%	Number	%
E-Voting	38	47.5	Nil	Nil
Total	38	47.5	Nil	Nil

Item No. 6 of AGM Notice

ORDINARY RESOLUTION:

'To appoint M/s. Borkar & Muzumdar, Chartered Accountants (Firm Registration No. 101569W), Mumbai, as Statutory Auditors of the Company and to hold the office from the conclusion of 23rd Annual General Meeting until the conclusion of the 28th Annual General Meeting of the Company to be held in the calendar year 2026, at a remuneration of Rs. 1,48,500/- [comprising of : Audit fees : Rs. 1,00,000/- , Tax Audit fees : Rs. 25,000/-, Preparation & filing of Form 10B : Rs. 10,000/- and Out of Pocket Expenses : Rs. 13,500/-] for Financial Years 2021-22 and 2022-23 plus applicable taxes.'

Manner of Voting	Votes cast in favour of the resolution		Votes cast against the resolution	
	Number	%	Number	%
E-Voting	60	100	Nil	Nil
Total	60	100	Nil	Nil

Based on the foregoing, the Resolutions No(s). 01 to 06 shall be deemed to have been **passed with the requisite majority.**

For **V. Laxman & Company**
Company Secretaries

Date : 29th November, 2021
Place : Mumbai

(V. Laxman)
Proprietor
[FCS No. 1513 COP No. 744]