**Scrutinizer’s Report**

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(xi)*

*of the Companies (Management and Administration) Rules, 2014]*

To,

The Chairman of \_\_\_\_\_\_\_\_\_\_Annual General Meeting of the members of “**<<**NAME OF THE COMPANY>> held on <<Day and Date of AGM>> at the registered office of the Company Situated at <<Address>>

Dear Sir,

I, <<NAME OF THE SCRUTINIZER>>, Company Secretary in practice, have been appointed by the Company, “**<<**NAME OF THE COMPANY>>”, Jaipur as a Scrutinizer for the purpose of Scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of theCompanies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice to the \_\_\_\_\_ Annual General Meeting [AGM] of the members of the Company, held on <<Day and Date of AGM>> at the registered office of the Company Situated at <<Address>>

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rule related to voting through electronic means on the resolutions contained in the Notice to \_\_\_\_\_ Annual General Meeting [AGM] of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer’s Report of the votes cast “in favour” or “against” or abstained from voting on the resolutions stated above, based on the reports generated from the e-voting system provided by CDSL/NSDL/Karvy.

 Further to the above, I submit my report as under:-

1. The e-voting period remained open from \_\_\_\_\_\_(9:00 A.M.) and ends on \_\_\_\_\_\_\_\_\_\_\_(6:00 P.M.).
2. The members of the Company as on the cut-off date i.e. \_\_\_\_\_\_\_\_\_\_were entitled to vote on the resolutions (Ordinary Business being Item Nos. <<From - to>> and Special Business being Item Nos<<From - to>> as set out in the Notice to the \_\_\_\_\_ AGM of the Company).
3. The votes cast were unblocked on <<Date>>in presence of 2 witnesses, <<Name of the witnesses>>, who are not in the employment of the Company. They have signed below in confirmation of the e-votes being unblocked in their presence.

 Signature: Signature:

 Name: Name:

1. The total number of equity shares outstanding as on <<Cut-off date>> was \_\_\_\_\_\_\_\_\_\_\_\_\_\_. The details containing inter alia, total folios voted were \_\_\_, aggregating to \_\_\_\_\_\_\_\_\_who voted “for”, “against” or abstained from voting on each of the resolutions that were put to vote, were generated from the e-voting website of CDSL/NSDL/Karvy i.e. “<https://www.evotingindia.co> / www.evoting.nsdl.com / https://evoting.karvy.com/” and based on such reports generated, the result of the e-voting is as under:

**ORDINARY BUSINESS**

**Item No. 1:-**

**Ordinary** **Resolution** for adoption of Audited Financial Statement of the company for the

year ended 31.03.2014 together with the report of the Board of Directors and Auditors.

|  |  |  |  |
| --- | --- | --- | --- |
| Voted **in favour** of the resolution | Voted **against** the resolution | **Abstained/Invalid** | **Total** |
|  |  |  |  |

**Item No. 2:-**

**Ordinary** **Resolution** for Re-appointment of Shri\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, who retires by rotation.

|  |  |  |  |
| --- | --- | --- | --- |
| Voted **in favour** of the resolution | Voted **against** the resolution | **Abstained/Invalid** | **Total** |
|  |  |  |  |

**Item No. 3:-**

**Ordinary Resolution** forappointment of\_\_\_\_\_\_\_\_\_\_\_. Chartered Accountant as auditors of the company

|  |  |  |  |
| --- | --- | --- | --- |
| Voted **in favour** of the resolution | Voted **against** the resolution | **Abstained/Invalid** | **Total** |
|  |  |  |  |

**SPECIAL BUSINESS**

**Item No. 4:-**

**Ordinary Resolution** for appointment of Mrs. \_\_\_\_\_\_\_\_\_\_\_as Director.

|  |  |  |  |
| --- | --- | --- | --- |
| Voted **in favour** of the resolution |  Voted **against** the resolution | **Abstained/Invalid** | **Total** |
|  |  |  |  |

**Item No. 5:-**

**Ordinary Resolution** for appointment of Shri \_\_\_\_\_\_\_\_\_\_\_\_as an Independent Director

|  |  |  |  |
| --- | --- | --- | --- |
| Voted **in favour** of the resolution |  Voted **against** the resolution | **Abstained/Invalid** | **Total** |
|  |  |  |  |

**Item No. 6:-**

**Ordinary Resolution** for appointment of Shri \_\_\_\_\_\_\_\_\_\_\_\_as an Independent Director

|  |  |  |  |
| --- | --- | --- | --- |
| Voted **in favour** of the resolution |  Voted **against** the resolution | **Abstained/Invalid** | **Total** |
|  |  |  |  |

**Item No. 7:-**

**Ordinary Resolution** for appointment of Shri \_\_\_\_\_\_\_\_\_\_\_\_\_\_as an Independent Director

|  |  |  |  |
| --- | --- | --- | --- |
| Voted **in favour** of the resolution |  Voted **against** the resolution | **Abstained/Invalid** | **Total** |
|  |  |  |  |

**Item No. 8:-**

**Ordinary Resolution** for appointment of Shri \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_as an Independent Director

|  |  |  |  |
| --- | --- | --- | --- |
| Voted **in favour** of the resolution |  Voted **against** the resolution | **Abstained/Invalid** | **Total** |
|  |  |  |  |

**Item No. 9 :-**

**Special Resolution** for Appointment of Shri \_\_\_\_\_\_\_\_\_\_\_\_\_\_as Managing Director and approval of his remuneration

|  |  |  |  |
| --- | --- | --- | --- |
| Voted **in favour** of the resolution |  Voted **against** the resolution | **Abstained/Invalid** | **Total** |
|  |  |  |  |

**Item No. 10:-**

**Special Resolution** for Appointment of Shri \_\_\_\_\_\_\_\_\_\_\_\_as Whole Time Director and approval of his remuneration.

|  |  |  |  |
| --- | --- | --- | --- |
| Voted **in favour** of the resolution |  Voted **against** the resolution | **Abstained/Invalid** | **Total** |
|  |  |  |  |

**Item No. 11:-**

**Special Resolution** for Appointment of Shri \_\_\_\_\_\_\_\_\_\_\_\_\_as Whole Time Director and approval of his remuneration.

|  |  |  |  |
| --- | --- | --- | --- |
| Voted **in favour** of the resolution | Voted **against** the resolution | **Abstained/Invalid** | **Total** |
|  |  |  |  |

**Item No. 12:-**

**Special Resolution** for Adoption of new Articles of Association of the Company.

|  |  |  |  |
| --- | --- | --- | --- |
| Voted **in favour** of the resolution | Voted **against** the resolution | **Abstained/Invalid** | **Total** |
|  |  |  |  |

I am pleased to submit my report dated \_\_\_\_\_\_\_\_\_\_\_for your appropriate action and doing needful in the matter.

Thanking You,

Yours faithfully

**<<Name of the Scrutinizer>>,**

**Scrutinizer**

**FCS: \_\_\_\_C.P. No.: \_\_\_\_\_\_**

**Place:**

**Date:**