

## Scrutinizer's Report

[Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

To

The Chairman  
POLO QUEEN INDUSTRIAL AND FINTECH LIMITED  
305 A to Z Industrial Estate,  
G. K. Marg, Lower Parel,  
Mumbai 400 013

Dear Sir,

Sub: Scrutinizer's Report on e-voting and poll conducted pursuant to the provisions of section 108 and section 109 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014

I, Mrs. Grishma Khandwala, Company Secretary in Practice was appointed as a scrutinizer of POLO QUEEN INDUSTRIAL AND FINTECH LIMITED pursuant to section 108 and section 109 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the e-voting and poll process in a fair and transparent manner and ascertaining the requisite majority on e-voting and poll carried out as per the provisions of the Companies Act, 2013 on the below mentioned resolutions. I submit my report as under:

1. The e-voting period remained open from 24<sup>th</sup> September, 2015 (9.00 a.m.) to 27<sup>th</sup> September, 2015 (5.00 p.m.).
2. The shareholders holding shares as on the "cut off" date i.e. 21<sup>st</sup> September, 2015 were entitled to vote on the proposed resolutions (Item Nos.1 to 6 as set out in the Notice of 31<sup>st</sup> Annual General Meeting (AGM) of Polo Queen Industrial and Fintech Limited)



# Grishma Khandwala

3. The votes were unblocked on 27<sup>th</sup> September, 2015 after 5.00 p.m. in the presence of two witnesses, Mr. Santosh B. Khandekar (Room No. 104, 1<sup>st</sup> Floor, Amrutdham C.H.S., Yogidham, Kalyan (w) Thane – 421301) and Mrs. Sunita R. Merchande (Pushpak Apartments, Altamount Road, Mumbai – 400 026) who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Signature:

Signature:

Name: Santosh B. Khandekar

Name: Sunita R. Merchande

4. Thereafter the details, containing, inter-alia, list of equity shareholders, who voted “For” and “Against”, were downloaded from the e-voting website of [www.evotingindia.co.in](http://www.evotingindia.co.in).
5. The total number of Ballots (E-voting and Physical) received were 49 for 66927050 votes.
6. The results of the e-voting and poll are as under:

Item No. of Notice	Particulars of business	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
		Nos.	% age	Nos.	% age	
Ordinary Resolution <b>Item No. 1</b> Adoption of Audited Financial Statements alongwith Reports of Board of Directors and Auditors thereon for the year ended 31 <sup>st</sup> March, 2015	E-voting	66926700	100%	0	0	0
	Poll	350	100%	0	0	0
	Total	66927050	100%	0	0	0
Ordinary Resolution <b>Item No.2</b> Re-appointment of Mr. Prabhas Kumar Sanghai as a Director, who retires by rotation	E-voting	66926700	100%	0	0	0
	Poll	350	100%	0	0	0
	Total	66927050	100%	0	0	0

# Grishma Khandwala

Ordinary Resolution <b>Item No.3</b> Re-appointment of Mr. Nandlal Sanghai as a Director, who retires by rotation	E-voting	66926700	100%	0	0	0
	Poll	350	100%	0	0	0
	Total	66927050	100%	0	0	0
Ordinary Resolution <b>Item No. 4</b> Ratification of appointment of M/s. N.K. Jalan & Co., Chartered Accountants as Auditors of the Company	E-voting	66926700	100%	0	0	0
	Poll	350	100%	0	0	0
	Total	66927050	100%	0	0	0
Special Resolution <b>Item No. 5</b> Resolution under Section 180(1)(a)	E-voting	66926700	100%	0	0	0
	Poll	350	100%	0	0	0
	Total	66927050	100%	0	0	0
Special Resolution <b>Item No.6</b> Resolution under Section 180(1)(c)	E-voting	66926700	100%	0	0	0
	Poll	350	100%	0	0	0
	Total	66927050	100%	0	0	0

7. The electronic data and all other relevant records relating to electronic voting is under my safe custody and will be handed over to the Chairman for preserving safely after the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting.

Thanking you,

Yours faithfully



**GRISHMA KHANDWALA**  
Company Secretary  
ACS No. 6515  
C.P. No. 1500

Place Mumbai

Date: 29<sup>th</sup> September, 2015