



AKSHAT GARG & ASSOCIATES

Company Secretaries

Secretarial, Legal & Corporate Advisory Services

Scrutinizer Report on E-Voting

[Pursuant to Reg. 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and provisions of Section 108 of the Companies Act, 2013 read with Rules made thereunder.]

To,

The Board of Directors

M/s Adharshila Capital Services Limited

7C, 1st Floor, 'J' Block Shopping Centre, Saket, New Delhi - 110017

Twenty Fourth (24th) Annual General Meeting of the Equity Shareholders of Adharshila Capital Services Limited held on Friday, 14th July, 2017 at 12:00 Noon at Shree Agrasen Bhawan, Vivek Vihar, Delhi - 110 095

Dear Sir,

1. I, Akshat Garg, Practicing Company Secretary from Ghaziabad, had been appointed as Scrutinizer by the Board of Directors of **Adharshila Capital Services Limited** (The Company) (CIN: L74899DL1993PLC056347) for the purpose of scrutinizing the remote e-voting process in a fair and transparent manner 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 the Companies (Management and Administration) Rules, 2014 as amended, on the resolutions contained in the Notice of Twenty Fourth (24th) Annual General Meeting of the Equity Shareholders of Adharshila Capital Services Limited held on Friday, July 14th, 2017, at 12.00 noon at Shree Agrasen Bhawan, Vivek Vihar, Delhi - 110 095.
2. Our responsibility as scrutinizer for the e-voting process is restricted to scrutinizing the remote e-voting process in a fair and transparent manner and making a Scrutinizers' Report for the votes cast "In favour" or "Against" on the resolutions contained in the notice stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the agency authorised and engaged by the Company.

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3. Further to the above, we submit our report as under:
- (i) The e-voting period remained open from 11th July, 2017 at 09:00 A.M. (IST) to 13th July, 2017 at 05:00 P.M (IST).
 - (ii) The members of the Company as on "cut-off date" i.e. 07th July, 2017, were entitled to vote on the resolutions (items 1 to 4) as set out in the notice of the 24th AGM.
 - (iii) At the end of the voting period the voting portal was blocked. On 14th July, 2017 the votes cast through e-voting facility was duly unblocked by me in the presence of Ms. Ankita Kapoor and Ms. Shivani Verma, who acted as witnesses as per the provisions of Companies (Management and Administration) Rules, 2014 amended upto date.
 - (iv) Particulars of all votes cast through electronic mode have been entered in the register maintained in electronic mode.

Our Reports for the e-voting carried by the shareholders are as follows:

- (A) Item No. 1:** Ordinary Resolution for adoption of Annual Financial Statements of the Company as at March 31, 2017.

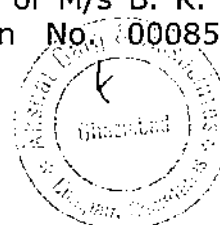
	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Total No. of votes cast in electronic mode	8	2695000	100
Voted in favour of the resolution	8	2695000	100
Voted against the resolution	0	0	0
Invalid Votes	0	0	0
Total	8	2695000	0

- (B) Item No. 2:** Ordinary Resolution for Re-appointment of Mrs. Amita Adlakha (DIN: 00050772), who retires by rotation and is eligible for re-appointment.

	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Total No. of votes cast by electronic mode	0	0	0
Voted in favour of the resolution	0	0	0
Voted against the resolution	0	0	0
Invalid Votes	0	0	0
Total	0	0	0

* Promoter and Promoters group shareholders have not voted on this agenda item as they are related parties.

- (C) Item No. 3:** Appointment of M/s Rajendar K. Kumar & Associates, Chartered Accountants (Firm Registration No. 010142C) in place of M/s B. K. Kapur & Company, Chartered Accountants (Firm Registration No. 000852C), as Auditors of the Company.



	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Total No. of votes cast in electronic mode	8	2695000	100
Voted in favour of the resolution	8	2695000	100
Voted against the resolution	0	0	0
Invalid Votes	0	0	0
Total	8	2695000	0

(D) Item No. 4: Appointment of Mr. Harish Kumar Dhingra (DIN: 07716192) as Director of the Company.

	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Total No. of votes cast in electronic mode	8	2695000	100
Voted in favour of the resolution	8	2695000	100
Voted against the resolution	0	0	0
Invalid Votes	0	0	0
Total	8	2695000	0

Thanking you,

Yours faithfully,

For Akshat Garg & Associates

Akshat Garg
CS Akshat Garg

Prop.

FCS 9161; CP 10655



Place: Delhi

Dated: 14.07.2017

Ballot/Polling box relating to AGM of **Adharshila Capital Services Limited** held on 12.07.2017 was opened in our presence. We are not in the employment of the Company:

Witnesses:

1. Signature: *Ankita*

Name: *Ankita Kapoor*

Address: *C-5B/5B9 street No. 2*
Shokarpur, Gansh Nagar 2,
Delhi - 110092

2. Signature: *Shivani Verma*

Name: *Shivani Verma*

Address: *H.No. 338, Indrapuri,*
Ghaziabad, UP-201013