



Akshat Garg & Associates

Secretarial, Legal & Corporate Advisory Services

Company Secretaries

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 Third (23rd) Annual General Meeting of the Equity Shareholders of Adharshila Capital Services Limited held on Friday, 19th August, 2016 at 12:30 P.M. at Shree Agrasen Bhawan, Vivek Vihar, Delhi – 110095

Dear Sir,

1. I, Akshat Garg, Practising 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 Third (23rd) Annual General Meeting of the Equity Shareholders of **Adharshila Capital Services Limited** held on Friday, August 19, 2016, at 12.30 P.M. 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 16th August, 2016 at 09:00 A.M. (IST) to 19th August, 2016 at 05:00 P.M (IST).
- (ii) The members of the Company as on "cut-off date" i.e. 12th August, 2016, were entitled to vote on the resolutions (items 1 to 4) as set out in the notice of the 23rd AGM.
- (iii) At the end of the voting period the voting portal was blocked. On 19th August, 2016 the votes cast through e-voting facility was duly unblocked by me in the presence of Mr. Ajay Kumar Jain and Mr. Rajeev Kumar, 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, 2016.

	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	10	3444960	100
Voted in favour of the resolution	10	3444960	100
Voted against the resolution	0	0	0
Invalid Votes	0	0	0
Total	10	3444960	100

(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	10	3444960	100
Voted in favour of the resolution	1	49960	100
Voted against the resolution	0	0	0
Invalid Votes	9	3395000*	
Total	10	3444960	100

*Out of total 3444960 votes casted, 3395000 votes casted by 9 shareholders in favour of the resolution are considered as votes casted by related parties. Hence these votes are treated as invalid votes for the purpose of passing the resolution.

(C) Item No. 3: Ratification of appointment 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	10	3444960	100
Voted in favour of the resolution	10	3444960	100
Voted against the resolution	0	0	0
Invalid Votes	0	0	0
Total	10	3444960	100

(D) Item No. 4: Special Resolution for Alteration in the Memorandum and adoption of new sets of Articles of Association as per Companies Act, 2013.

	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	10	3444960	100
Voted in favour of the resolution	10	3444960	100
Voted against the resolution	0	0	0
Invalid Votes	0	0	0
Total	10	3444960	100

Thanking you,

Yours faithfully,

For Akshat Garg & Associates

Akshat Garg



CS Akshat Garg
Company Secretary
 ACS 22637; CP 10655

Place: Delhi

Dated: 19.08.2016

Ballot/Polling box relating to AGM of **Adharshila Capital Services Limited** held on 19.08.2016 was opened in our presence. We are not in the employment of the Company:

Witnesses:

1. Signature: 

Name: Ajay Kumar Jain

Address: Near Akshay Nursery Home,
Baraut - Dist. Baghpat U.P.

2. Signature: 

Name: Rajeev Kumar

Address: W2-164/65, Chadi Khanyas,
Patel Nagar, N. Delhi - 110008.

