



Ref: 59/2014-15

## Report of Scrutinizer

*[Pursuant to section 108 of the Companies Act, 2013 and rule 20(3) of the Companies (Management and Administration) Rules, 2014]*

Date: September 26, 2014

To,  
The Chairman  
Hind Securities & Credits Limited  
B-18, Ground Floor, Shubham Enclave  
Paschim Vihar, New Delhi- 110063

**Sub:** Scrutinizer's Report on e- voting conducted in terms of Section 108 of the Companies Act, 2013 read with Clause 35B of Listing Agreement and Rule 20 of the Companies (Management and Administration) Rules, 2014.

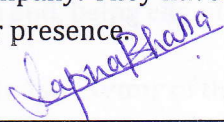
Dear Sir,

I, Mr. Chetan Gupta (FCS: 6496, CP No. 7077) , Company Secretary in Practice was appointed as Scrutinizer by the Board of Directors of Hind Securities & Credits Limited (the "**Company**") on August 09, 2014 to scrutinize the e-voting process in a fair and transparent manner and also for 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 on the resolutions contained in the notice of the 21<sup>st</sup> Annual General Meeting ("**AGM**") of the Company, to be held on September 30, 2014 at 10:00 A.M at 16 Arihant Nagar, Punjabi Bagh, New Delhi- 110026.

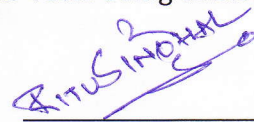
- 1) The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to voting through electronics means on the resolutions contained in the Notice of the AGM of the members of the Company dated August 09, 2014. My responsibility as the Scrutinizer for the e-voting process is restricted to make a Scrutinizer's Report of the votes cast on the resolutions as set out in the notice to the AGM, based in the reports generated from the e- voting platform provided by Central Depository Services (India) Limited ("**CDSL**"), the authorized agency to provide e- voting facilities, engaged by the Company.
- 2) Further to the above, I submit my report as under:
  - (i) The e-voting period remained open from Monday 22<sup>nd</sup> September, 2014 (0900 hours) till Wednesday, 24<sup>th</sup> September, 2014 (0600 hours) at [www.evotingindia.com](http://www.evotingindia.com).



- (ii) The members of the Company as on the "cut-off date" i.e. 29<sup>th</sup> August, 2014 was entitled to vote on the resolutions (Item no. 1 to 9 as set out in the notice of the 21<sup>st</sup> AGM of the Company dated 09<sup>th</sup> August, 2014).
- (iii) The votes cast were unblocked on 25<sup>th</sup> September, 2014 A.M. in the presence of two witnesses, Ms. Sapna Bhatia and Ms. Ritu Singhal who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence



Witness 1: Ms. Sapna Bhatia



Witness 2: Ms. Ritu Singhal

- (iv) Thereafter, the details containing *inter-alia*, list of Equity Share Holders, who voted "for", "against" each of the resolutions contained in the notice of AGM dated 09<sup>th</sup> August, 2014 that were put to vote, were generated from the e-voting website of CDSL i.e. <https://www.cdslindia.com/index.html> and based on such report generated, the result of the e-voting is as under:

**Item No.1:**

Adoption of Audited Balance Sheet as at 31<sup>st</sup> March, 2014, the statement of Profit & Loss, Cash Flow Statement for the year ended on that date along with the reports of the Board of Directors and Auditors thereon.

- (i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

- (ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

- (iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



**Item No. 2:**

Appointment of director in place of Mr. Jagdish Rai Bansal (DIN: 00673384), who retires by rotation and, being eligible, offers himself for re-appointment.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**Item No. 3:**

Appointment of Statutory Auditor and fixing their remuneration, M/s. AMRG & Associates (Formerly known as Mohan Aggarwal & Associates), (ICAI Registration No. 004453N) Chartered Accountants, the existing Auditor of the Company are eligible and offer themselves for re-appointment.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL



(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**Item No. 4:**

Appointment of Mr. Balraj Singhal as a director liable to retire by rotation

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



**Item No. 5:**

Appointment of Ms. Sudesh Biblani as an Independent Director:

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**Item No. 6:**

Appointment of Mr. Ajay Kumar Jha as an Independent Director:

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
--	------------------------------	---------------------------------------



NIL	NIL	NIL
-----	-----	-----

(iii) Invalid votes:

<b>Total number of members ( in person or by proxy) whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
NIL	NIL

**Item No. 7:**

Appointment of Mr. Lalit Jain as an Independent Director:

(i) Voted **in favour** of the resolution:

<b>Number of members present and voting (in person or by proxy)</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
NIL	NIL	NIL

(ii) Voted **against** the resolution:

<b>Number of members present and voting (in person or by proxy)</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
NIL	NIL	NIL

(iii) Invalid votes:

<b>Total number of members ( in person or by proxy) whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
NIL	NIL

**Item No. 8:**

Appointment of Mr. Jagdish Rai Bansal as Managing Director:

(i) Voted **in favour** of the resolution:



Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

The relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the 21<sup>st</sup> Annual General Meeting and the same shall thereafter be handed over to the Company Secretary for safe keeping.

Thanking you,

For APAC & Associates  
Company Secretaries



**Chetan Gupta**  
Partner  
Membership No. 6496  
C.P. No. 7077  
Date: September 26, 2014  
Place: New Delhi

