

ROY MOULIK & CO.

CHARTERED ACCOUNTANTS

Harisadhan Ghosh

FCA

Proprietor

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**Scrutinizer's Report**

**(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies,  
(Management and Administration) Rules, 2014**

To  
The Chairman  
AI Champdany Industries Ltd  
25, Princep Street  
Kolkata – 700 072

Dear Sir,

I, Harisadhan Ghosh, Chartered Accountant in whole time practice, have been appointed by the Board of Directors of AI Champdany Industries Ltd 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(3)(xi) of the Companies, (Management and Administration) Rules, 2014 on the resolutions contained in the Notice (hereinafter referred to as "the resolutions") of the 97th Annual General Meeting (AGM) of the members of the Company held on 14th day of August, 2015 at 10:30 A.M. at "Bengal National Chamber of Commerce and Industry", 1<sup>st</sup> floor, 23, Sir R N Mukherjee Road, Kolkata 700 001.

1. The Notice dated 30.05.2015 convening the 97th Annual General Meeting (AGM) of the Company along with statement setting out material facts under section 102 of the Companies Act, 2013 was sent to the shareholders in respect of the below mentioned resolutions passed at the said AGM of the Company held on 14th day of August, 2015 .
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice to the 97<sup>th</sup> AGM of the members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to making a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above and "invalid" votes, based on the reports



generated from the e-voting system provided by National Securities Depository Limited, the authorised agency to provide e-voting facilities, engaged by the Company.

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

- i. The e-voting period remained open from Tuesday 11<sup>th</sup> August, 2015 (9:00 a.m.) to Thursday 13<sup>th</sup> August, 2015 (5:00 p.m.).
- ii. The members of the Company as on the “cut off” date i.e. 7<sup>th</sup> August, 2015 (evening) were entitled to vote on the resolutions as set out in the Notice of the 97<sup>th</sup> Annual General Meeting (AGM) of the Company.
- iii. The votes were unblocked on Friday 17<sup>th</sup> August, 2015 at 11:30 a.m. in the presence of 2 witnesses, Mr. Ashim Ghosh and Mr. Braj Kishore Das, who are not in the employment of the Company.
- iv. Thereafter, the details containing *inter-alia*, list of Equity Shareholders and list of 2% Preference Shareholders who voted “for”, “against” and “invalid” on each of the resolutions that were put to vote, were generated from the e-voting website of NSDL i.e. www.evoting.nsdl.com and based on such reports generated, the result of the e-voting is as under:

|                                                                                                               |
|---------------------------------------------------------------------------------------------------------------|
| Total number of Valid Votes (as per details provided under each one of the Resolution(s) mentioned hereunder) |
| As mentioned beside each of the resolutions                                                                   |

| Item No. of Notice | Particulars of Resolutions                                                  | Votes in favour of the resolution |                      |                           |               | Votes against the resolution |                      |                           |              | Invalid Votes |                   |          |
|--------------------|-----------------------------------------------------------------------------|-----------------------------------|----------------------|---------------------------|---------------|------------------------------|----------------------|---------------------------|--------------|---------------|-------------------|----------|
|                    |                                                                             | Description                       | No. of Members voted | No. of votes cast by them | %             | Description                  | No. of Members voted | No. of votes cast by them | %            | Description   | No. of votes cast | %        |
| 1.                 | Adoption of Annual Accounts for the year ended 31 <sup>st</sup> March, 2015 | Equity                            | 57                   | 16837885                  | 99.924        | Equity                       | 22                   | 1278                      | 0.076        | Equity        | 0                 | 0        |
|                    |                                                                             | 2% Preference                     | 27                   | 11831160                  | 100           | 2% Preference                | 0                    | 0                         | 0.00         | 2% Preference | 0                 | 0        |
|                    |                                                                             | <b>Total</b>                      | <b>84</b>            | <b>28669045</b>           | <b>99.996</b> | <b>Total</b>                 | <b>22</b>            | <b>1278</b>               | <b>0.004</b> | <b>Total</b>  | <b>0</b>          | <b>0</b> |
| 2.                 | Approval of re-appointment of Mr. B. Wadhwa, Director retiring by rotation  | Equity                            | 57                   | 16837885                  | 99.924        | Equity                       | 22                   | 1278                      | 0.076        | Equity        | 0                 | 0        |
|                    |                                                                             | 2% Preference                     | 27                   | 11831160                  | 100           | 2% Preference                | 0                    | 0                         | 0.00         | 2% Preference | 0                 | 0        |



|               |                                                                                           |              |          |          |               |              |      |       |               |              |   |   |
|---------------|-------------------------------------------------------------------------------------------|--------------|----------|----------|---------------|--------------|------|-------|---------------|--------------|---|---|
|               |                                                                                           | <b>Total</b> | 84       | 28669045 | 99.996        | <b>Total</b> | 22   | 1278  | 0.004         | <b>Total</b> | 0 | 0 |
| 3.            | Approval to the appointment of Statutory Auditors and fixing their remuneration           | Equity       | 57       | 16837885 | 99.924        | Equity       | 22   | 1278  | 0.076         | Equity       | 0 | 0 |
| 2% Preference |                                                                                           | 27           | 11831160 | 100      | 2% Preference | 0            | 0    | 0.00  | 2% Preference | 0            | 0 |   |
| <b>Total</b>  |                                                                                           | 84           | 28669045 | 99.996   | <b>Total</b>  | 22           | 1278 | 0.004 | <b>Total</b>  | 0            | 0 |   |
| 4.            | Approval to the appointment of Ms. R.Hariharan as an Independent Director                 | Equity       | 57       | 16837885 | 99.924        | Equity       | 22   | 1278  | 0.076         | Equity       | 0 | 0 |
| 2% Preference |                                                                                           | 27           | 11831160 | 100      | 2% Preference | 0            | 0    | 0.00  | 2% Preference | 0            | 0 |   |
| <b>Total</b>  |                                                                                           | 84           | 28669045 | 99.996   | <b>Total</b>  | 22           | 1278 | 0.004 | <b>Total</b>  | 0            | 0 |   |
| 5.            | Approval of remuneration to the Cost Auditor for the financial year ending March 31, 2015 | Equity       | 57       | 16837885 | 99.924        | Equity       | 22   | 1278  | 0.076         | Equity       | 0 | 0 |
| 2% Preference |                                                                                           | 27           | 11831160 | 100      | 2% Preference | 0            | 0    | 0.00  | 2% Preference | 0            | 0 |   |
| <b>Total</b>  |                                                                                           | 84           | 28669045 | 99.996   | <b>Total</b>  | 22           | 1278 | 0.004 | <b>Total</b>  | 0            | 0 |   |

| Item No. of Notice | Particulars of Resolutions                           | Votes in favour of the resolution |                      |                           | Votes against the resolution |               |                      | Invalid Votes             |       |               |    |      |
|--------------------|------------------------------------------------------|-----------------------------------|----------------------|---------------------------|------------------------------|---------------|----------------------|---------------------------|-------|---------------|----|------|
|                    |                                                      | Description                       | No. of Members voted | No. of votes cast by them | %                            | Description   | No. of Members voted | No. of votes cast by them | %     | Description   | No | %    |
| 6.                 | Approval for Adoption of new Articles of Association | Equity                            | 57                   | 16837885                  | 99.924                       | Equity        | 22                   | 1278                      | 0.076 | Equity        | 0  | 0.00 |
|                    |                                                      | 2% Preference                     | 27                   | 11831160                  | 100                          | 2% Preference | 0                    | 0                         | 0.00  | 2% Preference | 0  | 0.00 |
|                    |                                                      | <b>Total</b>                      | 84                   | 28669045                  | 99.996                       | <b>Total</b>  | 22                   | 1278                      | 0.004 | <b>Total</b>  | 0  | 0.00 |



All the Resolutions stand passed under e-voting with the requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider in respect of the votes cast through e-voting by the Shareholders of the Company. All the relevant records and documents will be handed over after getting confirmation of the signing of the minutes of Annual General Meeting by the Chairman.

Thanking you  
Yours faithfully

  
HARISADHAN GHOSH  
*Practicing Chartered Accountant*  
Membership No. 005886  
F.R. No. – 308045E



Place: Kolkata  
Date: 17.08.2015

We, the undersigned witnesses that the votes in respect of e-voting of shareholders of 'AI Champdany Industries Ltd' were unblocked from e-voting website of NSDL in our presence at 11:30 a.m. on 17<sup>th</sup> August, 2015.



Mr. Ashim Ghosh  
141, Swami Vivekananda Road,  
P.O. Birati, P.S: Nimta  
Kolkata- 700 051



Mr. Braj Kishore Das  
74, Municipal Office Lane,  
Nursing Avenue,  
Kolkata- 700 074