

SG & ASSOCIATES

COMPANY SECRETARIES

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Room No 8 2nd Floor New Vora House Gram Panchayat Road
Above Kajol Jewellers Goregaon (West) Mumbai - 400 062

Scrutinizer's Report - Combined

To,
The Chairman
Shriram Asset Management Company Limited

20th Annual General Meeting of the members of Shriram Asset Management Company Limited (the Company) held on the 14th day of August, 2014 at Hotel Parle International, Agarwal Market, Vile Parle (East), Mumbai - 400 057

Dear Sir,

1. I, Suhas Ganpule, a Company Secretary in practice, have been appointed as a scrutinizer by
 - (i) the Board of Directors of Shriram Asset Management Company Limited (the Company) for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and
 - (ii) the Chairman of the Annual General Meeting (AGM) on poll under provisions of Section 109 of the Companies Act, 2013, read with Rule 21(2) of the Companies (Management and Administration) Rules, 2014, on the resolutions contained in the notice to the 20th Annual General Meeting (AGM) of the Members of the Company, held on the 14th day of August, 2014 at Hotel Parle International, Agarwal Market, Vile Parle (East), Mumbai - 400 057
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and poll on the resolutions contained in the Notice to the 20th Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for poll at the AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company to provide e-voting facilities for e-voting and also at the times of poll (through electronic means) at AGM.
3. I have issued separate Scrutinizer's Report dated 07th August, 2014 on the e-voting and 14th August 2014 on the poll on the resolutions contained in the notice to the AGM. As requested by management submit herewith my combined report on the results of e-voting together with that of Poll as under:-



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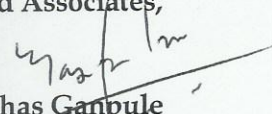
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Item no. of Notice	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.
Item No. 1 of the Notice (As an Ordinary Resolution)	41,93,626	100%	Nil	Nil	Nil
Item No. 2 of the Notice (As an Ordinary Resolution)	41,93,626	100%	Nil	Nil	Nil
Item No. 3 of the Notice (As an Ordinary Resolution)	41,93,626	100%	Nil	Nil	Nil
Item No. 4 of the Notice (As an Ordinary Resolution)	41,93,626	100%	Nil	Nil	Nil
Item No. 5 of the Notice (As an Ordinary Resolution)	41,93,626	100%	Nil	Nil	Nil

Thanking you,
Yours faithfully,
For SG and Associates,


Suhas Ganpule
Practicing Company Secretary
Membership No.12122
COP No: 5722

Place: Mumbai
Date: 14th August, 2014

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SUHAS S. GANPULE
PROPRIETOR
C.P. NO.5722

