

## **Scrutinizer's Report**

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

To,

The Chairman

20<sup>th</sup> Annual General Meeting of the members of **Shriram Asset Management Company Limited** (herein after referred to as 'the Company') to be held on the 14<sup>th</sup> 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 by the Board of Directors of the Company as a scrutinizer for the purpose of scrutinizing e-voting process and ascertaining the requisite majority on e-voting carried out as per the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the notice to the 20<sup>th</sup> Annual General Meeting (AGM) of the members of the Company, to be held on 14<sup>th</sup> 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 voting through electronic means on the resolutions contained in the Notice to the 20<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited



# 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

(CDSL), the authorized 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 **Monday, August 04, 2014 (9.00 A.M.) to Wednesday, August 6, 2014 (6.00 P.M.)**
- ii. The members of the Company as on the "cut-off" date **July 04, 2014** were entitled to vote on the resolutions (item no. 1 to 5 as set out in the notice of the 20<sup>th</sup> AGM of the Company)
- iii. The votes cast were unblocked on August 07, 2014 in the presence of 2 witnesses, Mr. Harshil Shah and Mr. Pranay Vaidya who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Harshil Shah



Pranay Vaidya

- iv. Thereafter, the details containing *inter alia*, list of Equity Share Holder, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of Central Depository Services (India) Limited (CDSL) (i.e. <https://www.evotingindia.co.in/> and based on such reports generated, the result of the e-voting is as under:





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### Item No. 1:-

**Ordinary Resolution to consider Adoption of Annual Accounts for the year ended March 31, 2014.**

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	2	100

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
0	0

### Item No. 2:-

**Ordinary Resolution- Appoint a Director in place of Mr. R. Sundara Rajan, who retires by rotation and being eligible, seeks re-appointment.**

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	2	100



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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
0	0

**Item No. 3:-**

**Ordinary Resolution- Appoint a Director in place of Mr. S. Bapu, who retires  
by rotation and being eligible, seeks re-appointment.**

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	2	100

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0





(iii) **Invalid votes**

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
0	0

**Item No. 4:-**

**Ordinary Resolution – Appointment of Statutory Auditors**

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	2	100

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid votes**

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
0	0

**Item No. 5:-**

**Ordinary Resolution- Appointment of Mr. Arindom Mukherjee as an Independent Director**

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



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Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	2	100

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
0	0

Thanking you,

Yours faithfully,

Suhas Ganpule

Practicing Company Secretary

Membership No.12122

Place: Mumbai

Date: August 07, 2014

SG & ASSOCIATES  
COMPANY SECRETARIES

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

