

COMBINED SCRUTINIZER'S REPORT ON REMOTE E-VOTING & PHYSICAL BALLOT FORM

To,
The Chairman,
Kridhan Infra Limited,
A/13, Cross Road No.5,
Marol Midc, Andheri (E),
Mumbai 400093.

Sub.: Consolidated Scrutinizer's Report for remote e-voting/Physical ballot forms conducted pursuant to the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting at the Tenth Annual General Meeting of Kridhan Infra Limited held on Friday 30th September, 2016 at 04.00 p.m.

Dear Sir,

I, Hemant Shetye, Partner of HS Associates, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Kridhan Infra Limited pursuant to section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the remote e-voting process and to scrutinize the Physical Ballot forms received from the shareholders in respect of the below mentioned resolutions passed at Tenth Annual General Meeting of the Company on 30th September, 2016 at 04.00 p.m.

The voting rights were reckoned as on Thursday the 23rd September, 2016 being the Cutoff date for the purpose of deciding the entitlements of members at the remote e-voting at the meeting.

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for extending the facility of remote e-voting to the members of the Company from Monday the 26th September, 2016 (9.00 a.m. IST) to Thursday the 29th September, 2016 (5.00 p.m. IST) at the said Annual General Meeting held on Friday the 30th September, 2016.



The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses (Mr. Poonamchand Kanojia and Mr. Joseph Fernandes) who were not in the employment of the company and after the conclusion of the voting at the Annual General Meeting the votes cast there under were counted. Votes cast through Physical ballot forms received up to Thursday, the 29th September, 2016 till 5.00 p.m were considered.

The Company had also provided voting facility to the shareholders present at the Annual General Meeting who had not cast their vote earlier through remote e-voting facility or by physical ballot.

The management of the company is responsible to ensure the compliance with the requirements of the companies Act, 2013 and the rules relating to remote E-voting on the resolutions contained in the notice of the Annual General Meeting, my responsibility as a scrutinizer for the voting process is restricted to make a scrutinizer's report of the total votes cast, votes in favour and against including invalid votes (if any) on resolutions contained in the notice of AGM based on the report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL) and based on voting conducted at the annual general meeting.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system and the ballot forms received respectively.

Date of the AGM	Friday, 30th September, 2016
Total number of shareholders on record date	2930
No. of shareholders present in the meeting either in person or through proxy:	19
Promoters and Promoter Group:	3
Public:	16
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	Not Applicable
Public:	



Item No. 1: As an Ordinary Resolution:

To consider and adopt Audited Financial Statements of the company for financial year ended 31st March, 2016 and Report of the Board of Directors and Auditors thereon.

Resolution required (Ordinary/Special)			Ordinary					
Whether promoter/Promoter group are interested in the agenda/resolution			Not Interested					
Category	Mode of voting	No. of Shares held	No. of Vote polled	% of votes polled on outstand ing shares	No. of votes in favour	No. of Votes again st	% of votes in favour on votes pooled	% of votes against on votes polled
		(1)	(2)	(3)= {(2)/1}* 100	(4)	(5)	(6)=[(4) /(2)]*10 0	(7)=[(5)/(2)]*100
Promoter and promoter group	E-voting	47756000	47756000	100.00	47756000	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicabl e)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		47756000	47756000	100.00	47756000	0	100.00
Public Institutions	E-voting	583039	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If applicabl e)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		583039	0	0.00	0	0	0.00
Public Non Institutions	E-voting	25752726	80	0.01**	80	0	100.00	0.00
	Poll*		19	0.01**	19	0	100.00	0.00
	Postal Ballot (If applicabl		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.



	e)							
	Total	25752726	99	0.01**	99	0	100.00	0.00
Total		74091765	47756099	64.45	47756099	0	100.00	0.00

**Since there is no specific head for voting by Assent/Dissent mode through physical ballot form, the same is disclosed under the head.*

***It is rounded off to nearest decimal.*

Based on the foregoing the above **Ordinary Resolution** voted upon under remote e-voting and Ballot forms may be considered as carried by the requisite majority.

Item No. 2: As an Ordinary Resolution:

To declare Final Dividend on equity shares for the Financial Year 2015-2016 as recommended by the Board.

Resolution required (Ordinary/Special)			Ordinary					
Whether promoter/Promoter group are interested in the agenda/resolution			Not Interested					
Category	Mode of voting	No. of Shares held	No. of Vote polled	% of votes polled on outstanding shares	No. of votes in favour	No. of Votes against	% of votes in favour on votes pooled	% of votes against on votes polled
		(1)	(2)	(3) = $\frac{(2)}{(1)} * 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} * 100$	(7) = $\frac{(5)}{(2)} * 100$
Promoter and promoter group	E-voting	47756000	47756000	100.00	47756000	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		47756000	47756000	100.00	47756000	0	100.00
Public	E-voting		0	0.00	0	0	0.00	0.00



Institutions	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If applicable)	583039	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	583039	0	0.00	0	0	0.00	0.00
Public Non Institutions	E-voting		80	0.01**	80	0	100.00	0.00
	Poll*	25752726	19	0.01**	19	0	100.00	0.00
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	25752726	99	0.01**	99	0	100.00	0.00
Total		74091765	47756099	64.45	47756099	0	100.00	0.00

**Since there is no specific head for voting by Assent/Dissent mode through physical ballot form, the same is disclosed under the head.*

***It is rounded off to nearest decimal.*

Based on the foregoing the above **Ordinary Resolution** voted upon under remote e-voting and Ballot forms may be considered as carried by the requisite majority.



Item No. 3: As an Ordinary Resolution:

To appoint Mr. Nikki Agrawal (DIN 00182633) as Director of the company who retires by rotation and being eligible offers herself for re-appointment.

Resolution required (Ordinary/Special)			Ordinary					
Whether promoter/Promoter group are interested in the agenda/resolution			Interested***					
Category	Mode of voting	No. of Shares held	No. of Vote polled	% of votes polled on outstand ing shares	No. of votes in favour	No. of Votes again st	% of votes in favour on votes pooled	% of votes against on votes polled
		(1)	(2)	(3)= {(2)/1}* 100	(4)	(5)	(6)=[(4) /(2)]*10 0	(7)=[(5)/(2)]*100
Promoter and promoter group	E-voting	47756000	47756000	100.00	47756000	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicabl e)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		47756000	47756000	100.00	47756000	0	100.00
Public Institutions	E-voting	583039	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If applicabl e)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		583039	0	0.00	0	0	0.00
Public Non Institutions	E-voting	25752726	80	0.01**	80	0	100.00	0.00
	Poll*		19	0.01**	19	0	100.00	0.00
	Postal Ballot (If applicabl		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.



	e)							
	Total	25752726	99	0.01**	99	0	100.00	0.00
Total		74091765	47756099	64.45	47756099	0	100.00	0.00

**Since there is no specific head for voting by Assent/Dissent mode through physical ballot form, the same is disclosed under the head.*

***It is rounded off to nearest decimal.*

****Since the said transaction is not material so voting done through related parties is also considered.*

Based on the foregoing the above **Ordinary Resolution** voted upon under remote e-voting and Ballot forms may be considered as carried by the requisite majority.

Item No. 4: As an Ordinary Resolution:

To ratify appointment of Auditor.

Resolution required (Ordinary/Special)			Ordinary					
Whether promoter/Promoter group are interested in the agenda/resolution			Not Interested					
Category	Mode of voting	No. of Shares held	No. of Vote polled	% of votes polled on outstanding shares	No. of votes in favour	No. of Votes against	% of votes in favour on votes pooled	% of votes against on votes polled
		(1)	(2)	(3) = $\frac{(2)}{(1)} * 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} * 100$	(7) = $\frac{(5)}{(2)} * 100$
Promoter and promoter group	E-voting	47756000	47756000	100.00	47756000	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		47756000	47756000	100.00	47756000	0	100.00
Public	E-voting		0	0.00	0	0	0.00	0.00



Institutions	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If applicable)	583039	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	583039	0	0.00	0	0	0.00	0.00
Public Non Institutions	E-voting		80	0.01	80	0	100.00	0.00
	Poll*	25752726	19	0.01	19	0	100.00	0.00
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	25752726	99	0.01	99	0	100.00	0.00
Total		74091765	47756099	64.45	47756099	0	100.00	0.00

**Since there is no specific head for voting by Assent/Dissent mode through physical ballot form, the same is disclosed under the head.*

***It is rounded off to nearest decimal.*

Based on the foregoing the above **Ordinary Resolution** voted upon under remote e-voting and Ballot forms may be considered as carried by the requisite majority.

For HS ASSOCIATES



Hemant Shetye

Partner

FCS 2827

CP 1483

Date : 01st October, 2016

Place : Mumbai

Witness 1: Poonamchand Kanojia

Witness 2: Joseph Fernandes