



SWATI HISARIA
Practicing Company Secretary
Email: swatihisaria15@gmail.com

Dreamland Enclave
Kaikhali, Block-A, Flat No.-302
Kolkata-700052

REPORT OF SCRUTINIZER

To,
The Chairman
Adhiraj Distributors Limited
76B Mahanirban Road, Lansdowne,
Kolkata- 700029

Dear Sir,

I, **Swati Hisaria** appointed by the Board of Directors of **Adhiraj Distributors Limited**(The Company) as 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 Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management & Administration) Rules, 2014 (Rules) on the resolution contained in the notice of **7th Annual General Meeting (AGM)** of the members of the Company to be held on **Monday, the 18th Day of September, 2017 at 11:00 A.M.** at the Registered Office of the Company at 76B Mahanirban Road, Lansdowne, Kolkata-700029, West Bengal.

2. The compliance with the requirement of the Act and relevant rules regarding to voting through electronic means, on the resolution contained in the notice of **7th AGM** of the members of the company, is the responsibility of the management. My responsibility as a scrutinizer for e- voting is restricted to the presentation of the scrutinizer's report of the votes cast " in favour" or " against" the resolution stated above, based on the reports generated through e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency to provide e- voting facilities, engaged by the Company.

3. Accordingly, I submit my reports as under:

- i) The e- voting period remained open from **09.00 A.Mon 15th September, 2017 to 05:00 P.Mon 17thSeptember, 2016.**
- ii) The Members of the Company as on the 'record date' date for the purpose of e-voting **11th September, 2016**, were entitled to vote on the resolution relating to Item no. **1** to Item no.**6** set out in the notice of **7th AGM** of the Company.
- iii) As required under clause (xi) of sub- rule 3 Rule 20 of the Rules, for the purpose of making Scrutinizer's report of the vote cast in favour or against, the votes cast were unblocked in the presence of two witnesses, **Ms. Khyati Jain** and **Ms. Varsha Daiya** who are not in employment of the company, Both the witnesses have signed at the end of the report in confirmation of the votes being unblocked in their presence.





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- iv) Thereafter, the details containing *inter-alia*, the list of Equity shareholders, who voted in favour or against each of the resolution that were put to vote, were generated from the e-voting website of NSDL, i.e. <https://www.evoting.nsdl.com/> and based on such reports generated, the result of the e-voting is as under:

(a) Resolution No. 1

Adoption of Balance Sheet, Statement of Profit & Loss, Report of Auditors and Board of Directors for the year ended 31st March, 2017.

i) Voted in Favour of the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
11	3399010	100

ii) Voted against of the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

iii) Invalid votes:

Total number of member whose votes were declared invalid.	Total number of valid votes cast by
NIL	NIL

(b) Resolution No.2

Re- appointment of Director- Mrs. Priti Singh as Director who is retiring by rotation.

i) Voted in Favour of the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
11	3399010	100

ii) Voted against of the resolution:





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Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

iii) Invalid votes:

Total number of member whose votes were declared invalid.	Total number of valid votes cast by
NIL	NIL

(c) Resolution No.3

Ratification of appointment of 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
11	3399010	100

ii) Voted against of the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

iii) Invalid votes:

Total number of member whose votes were declared invalid.	Total number of valid votes cast by
NIL	NIL

(d) Resolution No.4

Appointment of Mr. Gopal Agarwal as Managing 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
11	3399010	100

ii) Voted against of the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

iii) Invalid votes:

Total number of member whose votes were declared invalid.	Total number of valid votes cast by
NIL	NIL

(e) Resolution No.5

Appointment of - Mr. Narayan Gope as Non- Executive Director.

i) Voted in Favour of the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
11	3399010	100

ii) Voted against of the resolution

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

iii) Invalid votes:

Total number of member whose votes were declared invalid.	Total number of valid votes cast by
NIL	NIL





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(f) Resolution No.6

Voluntary Delisting of Equity Shares from SME- Institutional Trading Platform of the Bombay Stock Exchange, Mumbai.

i) Voted in Favour of the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
04	48000	24.1194

ii) Voted against of the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
06	151010	75.8806

iii) Invalid votes:

Total number of member whose votes were declared invalid.	Total number of valid votes cast by
NIL	NIL

Thanking You,

Swati
Swati Hisaria

Practicing Company Secretary

Swati Hisaria
Proprietor
C.P No- 17083
Place:Kolkata
Date:



Witness 1. Khyati Jain

Khyati Jain

Witness 2. Varsha Daiya

Varsha Daiya