



FORM NO. MGT-13
Report of Scrutinizer

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014 as amended]

To,
The Chairman
Shree Securities Limited

The Annual General Meeting of the Equity Shareholders of Shree Securities Limited held on
30th August, 2016 at "Conference Hall" of 11, Clive Row, 5th Floor, Kolkata-700 001.

Sir,

1. I, P. Doleswar Rao, Practicing Company Secretary (Membership No. A38387 & Certificate of Practice No. 14385) and Proprietor of P D Rao & Associates have been appointed as a Scrutinizer by the Board of Directors of Shree Securities Limited (the Company) for the purpose of:
 - (i) Scrutinizing the e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (Rules) and
 - (ii) Poll under the provisions of Section 109 of the Companies Act 2013 read with rule 21 of the Rules, on the resolution contained in the notice to the Annual General Meeting (AGM) of the Equity Shareholders of Shree Securities Limited held on **30th August, 2016 at 01.00 P.M. at "Conference Hall" of 11, Clive Row, 5th Floor, Kolkata-700 001.**
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 [i.e. by remote e voting and voting by poll at the AGM] for the resolutions contained in the Notice to the Annual General Meeting (AGM) of the Equity Share Holders of the Company. My responsibility as a Scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting and Poll at the AGM) is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Ltd. (CDSL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronics means (i.e. remote e-voting and Poll at the AGM)



3. The Company had appointed Central Depository Services (India) Ltd. (CDSL) as the service provider, for extending the facility of electronic voting to the shareholders of the Company from 27th August 2016 (9.00 A.M. IST) to 29th August 2016 (5.00P.M. IST).
4. I unblocked the remote e-voting results on the CDSL e-voting platform before Sri. P. Surya Rao and P. Mahalaxmi and downloaded the e-voting results (both are not in employment of the Company). They have signed below in confirmation of the votes being unblocked in their presence.

P. Surya Rao.

Name: P. Surya Rao

P. Mahalaxmi

Name: P. Mahalaxmi

Since all the members present at the Annual General Meeting of the Company had already voted electronically and eligible to vote again. Hence, votes were not casted by poll.

[**Note:** Shareholders had been provided the facility of Remote E-voting and also option to vote through Ballot Paper. But no vote casted by poll paper hence this report contains the result of Remote E-voting as casted by the shareholders.]

5. Thereafter, the details inter-alia list of Equity Shareholders, who voted "for", "against" each of the resolutions that were put to vote, were generated from e-voting website of Central Depository Services (India) Limited i.e.. <http://www.evotingindia.com> and based on such reports generated, the results of e-voting as under:



(a) **Resolution No. 1:**

Adoption of the audited financial statements of the Company for the year ended 31st March, 2016 and the Report of the Board of Directors and Auditors thereon.

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

Type of Voting	Number of members voted (In person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting Through Electronic Means	89	66834725	100.000%
Total	89	66834725	100.000%

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

Type of Voting	Number of members voted (In person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting Through Electronic Means	0	0	0
Total	0	0	0

(iii) **Invalid Votes:**

Type of Voting	Total number of members whose votes were declared invalid (In person or by Proxy)	Total Number of votes cast by them
Voting Through Electronic Means	0	0
Total	0	0



(b) Resolution no. 2:

Re-appointment of Mr. Basant Kumar Sharma (DIN:00084604) as Director who retires by rotation and, being eligible, offers himself for re-appointment:

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted (In person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting Through Electronic Means	89	66834725	100.000%
Total	89	66834725	100.000%

(ii) Voted against the resolution:

Type of Voting	Number of members voted (In person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting Through Electronic Means	0	0	0
Total	0	0	0

(iii) Invalid Votes:

Type of Voting	Total number of members whose votes were declared invalid (In person or by Proxy)	Total Number of votes cast by them
Voting Through Electronic Means	0	0
Total	0	0



(c) Resolution No. 3:

Ratify Appointment of M/s. Maroti & Associates, Chartered Accountants as statutory auditors of the Company for the Financial Year ended 31.03.2017:

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted (In person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting Through Electronic Means	89	66834725	100.000%
Total	89	66834725	100.000%

(ii) Voted against the resolution:

Type of Voting	Number of members voted (In person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting Through Electronic Means	0	0	0
Total	0	0	0

(iii) Invalid Votes:

Type of Voting	Total number of members whose votes were declared invalid (In person or by Proxy)	Total Number of votes cast by them
Voting Through Electronic Means	0	0
Total	0	0



(d) Resolution No. 4:

Sub Division or Splitting of equity shares from nominal value of Rs.10/- each equity share to Re.1/- each equity share

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted (In person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting Through Electronic Means	18	64405	00.096%
Total	18	64405	00.096%

(ii) Voted against the resolution:

Type of Voting	Number of members voted (In person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting Through Electronic Means	71	66770320	99.904%
Total	71	66770320	99.904%

(iii) Invalid Votes:

Type of Voting	Total number of members whose votes were declared invalid (In person or by Proxy)	Total Number of votes cast by them
Voting Through Electronic Means	0	0
Total	0	0



(e) Resolution No. 5:

Alteration of the Capital Clause in the Memorandum of Association of the Company:

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted (In person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting Through Electronic Means	18	64405	00.096%
Total	18	64405	00.096%

(ii) Voted against the resolution:

Type of Voting	Number of members voted (In person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting Through Electronic Means	71	66770320	99.904%
Total	71	66770320	99.904%

(iii) Invalid Votes:

Type of Voting	Total number of members whose votes were declared invalid (In person or by Proxy)	Total Number of votes cast by them
Voting Through Electronic Means	0	0
Total	0	0



Recommendation:

All the resolutions having secured requisite majority of votes, may be considered to have been passed. The Chairman may accordingly declare the result of voting.

Thanking you,
Yours truly,

For M/s P D Rao & Associates
Practicing Company Secretaries

P. Doleswar Rao

(P. Doleswar Rao - Proprietor)
Membership No. A38387
CP No. 14385



Place: Kolkata
Dated: 31.08.16