

Partners  
Mrs. Ragini Chokshi  
Mr. Makarand Patwardhan  
Mr. Umashankar Hegde  
Mr. Girish Desai

**RS Ragini Chokshi & Co.**

Tel. 022-22831120  
022-22831134

*Company Secretaries*

34, Kamer Building, 5th Floor, 38, Cawasji Patel Street, Fort, Mumbai - 400 001  
Web.: csraginichokshi.com. Email : mail@csraginichokshi.com

Date : 10.09.2015

**Consolidated Scrutinizer's Report**

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended]

To,

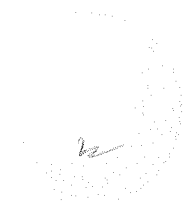
The Chairperson of the 31<sup>st</sup> Annual General Meeting (AGM) of **Anjani Portland Cement Limited** held on Wednesday 09<sup>th</sup> September, 2015 at 3:30 p.m. at 20, Down Town, 2nd Floor (Above Eros Cinema), South – West Wing, Cambata Building, 42, M. Karve Road, Churchgate, Mumbai 400020

Dear Sir,

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Co., a Firm of Practising Company Secretaries having its office at 34, Kamer Bldg, 5<sup>th</sup> Floor, 38, Cawasji Patel Street, Fort, Mumbai-400001, have been appointed as a Scrutinizer by the Board of Directors of **Anjani Portland Cement 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) Amendment Rules, 2015 . and
- (ii) Scrutinizing the physical ballot voting process under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, conducted for passing the resolutions contained in the Notice of the 31<sup>st</sup> AGM of Company held on 09<sup>th</sup> day of September, 2015 at 3:30 p.m. at 20, Down Town, 2nd Floor (Above Eros Cinema), South – West Wing, Cambata Building, 42, M. Karve Road, Churchgate, Mumbai 400020.

The Notice dated 5<sup>th</sup> August, 2015 convening the AGM along with the statement setting out material facts under Section 102 of the Companies Act, 2013 were sent to the shareholders in respect of the below mentioned resolutions to be passed at the 31<sup>st</sup> AGM of the Company.



The Company had availed the Remote e - voting facility offered by Karvy Computershare Pvt. Ltd. for facilitating remote e-voting by the Shareholders of the Company. The Company also provided voting by physical ballot at the venue of the AGM to those members who attended the AGM and who had not voted electronically.

The Shareholders of the Company holding shares of the Company as on the "cut-off" date, i.e. 2<sup>nd</sup> September, 2015 were entitled to vote on the resolutions as contained in the Notice of AGM of the Company.

The period for Remote e-voting commenced on Saturday, September 5, 2015 9:00 a.m. (IST) and ended on Tuesday, on September 8, 2015 5 p.m. (IST)

On 08<sup>th</sup> September, 2015, after the end of the Remote e-voting period, I was provided access to details of the members who had opted for e-voting. The details such as the name of the member, folio no., and number of shares held by the member could be seen to ensure that these members do not vote again at the AGM.

Further, the Chairman announced the poll at the AGM for the Shareholders who attended the meeting and had not cast their vote earlier through remote e-voting.

After the time fixed for closing of the poll by the Chairman, One (1) ballot box kept for polling was locked in our presence with due identification marks placed by me.

The locked ballot box was subsequently opened in the presence of two witnesses, Mr. Mayank Manoj Patwa (Residing at 4/F/301, Prem Nagar, Opp. Vijaya Bank, Borivali (W), Mumbai-400 092.) and Mr. Shailendra Rajendra Dwivedi (Residing at CTS-2121 SUR-97 Sai Nagar Madhisland Madhjetty Road Malad (West), Mumbai-400061) who are not in the employment of the Company. They have signed below in confirmation of the ballot box being opened in their presence.



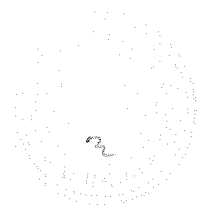
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Name: Mayank Manoj Patwa



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Name: Shailendra Dwivedi

The ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by M/s. Karvy Computershare Private Limited, Registrar and Transfer Agents of the Company and the authorization/proxies lodged with Company.

The ballot papers, which were incomplete and /or which were otherwise found defective have been treated as invalid and kept separately.



The votes cast through remote e-voting were unblocked after the AGM in the presence of two witnesses, Mr. Mayank Manoj Patwa (Residing at 4/F/301, Prem Nagar, Opp. Vijaya Bank, Borivali (W), Mumbai-400 092.) and Mr. Shailendra Rajendra Dwivedi (Residing at CTS-2121 SUR-97 Sai Nagar Madhisland Madhjetty Road Malad (West), Mumbai-400061). They have signed below in confirmation of the votes being unblocked in their presence.

*MPATWA*

Name: Mayank Manoj Patwa

*Dwivedi*

Name: Shailendra Dwivedi

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the e-voting website of Karvy Computershare Pvt. Ltd and also the ballot forms received during the AGM.

**The Consolidated Report on the result of the remote e-voting and voting at the meeting through physical ballot in respect of the said Resolutions is as under:**

**Resolution No.1: Ordinary Resolution:**

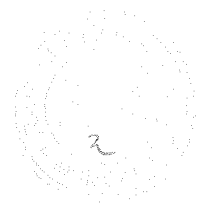
Adoption of Statement of Profit and Loss, Balance Sheet, Report of Board of Directors and Auditors for the year ended March 31, 2015.

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	3	1610	100
Physical Ballot	24	13806898	99.999993
Total	27	13808508	99.999993

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
Physical Ballot	1	1	0.000007
Total	1	1	0.000007



(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Physical Ballot	NIL	NIL

**Resolution No.2:** Ordinary resolution:

Re-Appointment of Mr. K.V. Vishnu Raju (DIN 00480361) a Director of the Company

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

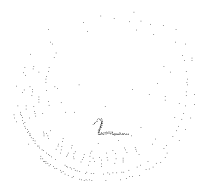
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	3	1610	100
Physical Ballot	24	13806898	99.999993
Total	27	13808508	99.999993

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
Physical Ballot	1	1	0.000007
Total	1	1	0.000007

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Physical Ballot	NIL	NIL



**Resolution No.3: Ordinary Resolution:**

Re-Appointment of Mr. P.V. R. L. Narasimha (DIN 00480511) Raju as Director

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	3	1610	100
Physical Ballot	24	13806898	99.999997
Total	27	13808508	99.999997

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

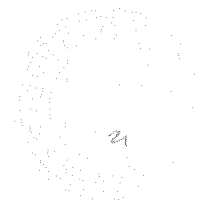
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
Physical Ballot	1	1	0.000007
Total	1	1	0.000007

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Physical Ballot	NIL	NIL

**Resolution No.4: Ordinary Resolution:**

Appointment of Auditors, M/S Ramanatham & Rao (Firm Registration No. - S-2934)



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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	3	1610	100
Physical Ballot	24	13806898	99.999993
Total	27	13808508	99.999993

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
Physical Ballot	1	1	0.000007
Total	1	1	0.000007

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Physical Ballot	NIL	NIL

**Resolution No.5:** Ordinary Resolution:

Appointment Of Mr. A.Subramanian (DIN 06693209)As Director Of The Company

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	3	1610	100
Physical Ballot	24	13806898	99.999993
Total	27	13808508	99.999993

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
Physical Ballot	1	1	0.000007
Total	1	1	0.000007

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Physical Ballot	NIL	NIL

**Resolution No.6:** Ordinary Resolution:

Appointment Of Mr. A .Subramanian (DIN 06693209)As Managing Director Of The Company.

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	3	1610	100
Physical Ballot	24	13806898	99.999993
Total	27	13808508	99.999993

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
Physical Ballot	1	1	0.000007
Total	1	1	0.000007

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(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Physical Ballot	NIL	NIL

**Resolution No.7: Ordinary Resolution:**

Appointment of Dr. (Mrs.) S.B. Nirmalatha(DIN 03092392)As Director Of The Company.

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	3	1610	100
Physical Ballot	24	13806898	99.999993
Total	27	13808508	99.999993

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
Physical Ballot	1	1	0.000007
Total	1	1	0.000007

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Physical Ballot	NIL	NIL



**Resolution No.8: Ordinary Resolution:**

Ratify Payment Of Remuneration Of Cost Auditors ,M/S Narasimha Murthy & Co (Firm  
Reegistration No. -000042)

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	3	1610	100
Physical Ballot	24	13806898	99.999993
Total	27	13808508	99.999993

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
Physical Ballot	1	1	0.000007
Total	1	1	0.000007

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Physical Ballot	NIL	NIL



The register, all other papers and relevant records relating to remote e-voting/physical ballot forms and voting at the meeting shall remain in our safe custody until the chairperson considers, approves and signs the minutes of the aforesaid Annual General Meeting, after which the same will be handed over to the Company Secretary for safe keeping.

Thanking You,

Place: Mumbai  
Date: 10-09-2015



Yours faithfully,

FOR RAGINI CHOKSHI & CO.

*R. K. Chokshi*

MRS. RAGINI CHOKSHI  
(Partner)

Membership number: 2390

C.P. Number : 1436

*[Signature]*  
CHAIRPERSON / DIRECTOR

FOR ANJANI PORTLAND CEMENT LIMITED

