

**Report of Scrutinizer**

*[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  
81<sup>st</sup> Annual General Meeting of the Equity Shareholders of  
**M/s Anand Projects Limited,**  
to be held on Monday, August 29, 2016 at 09:30 a.m. at  
SF 001& 035, Second Floor Ansal Fortune Arcade  
Sector -18 Noida-201 301 (U.P.)

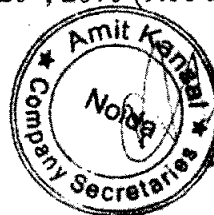
Dear Sir,

**Sub: Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014 and the physical ballot forms received from the shareholders who do not have access to e-voting.**

Dear Sir,

I, Amit Kansal, a Practicing Company Secretary having office at 185A, Express View Aptt. Sector-93, Noida – 201301 (U.P.), was appointed as the Scrutinizer by the Board of Directors of M/s Anand Projects Limited ("the Company") pursuant to the provisions of Companies Act, 2013 and Rule 20 (3) (xi) of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the resolutions as set out in the Notice dated May 27<sup>th</sup>, 2016 convening the 81<sup>st</sup> Annual General Meeting of the Equity Shareholders of Anand Projects Limited, to be held on Monday, August 29<sup>th</sup>, 2016 at 09:30 a.m. at registered office situated at SF 001& 035, Second Floor Ansal Fortune Arcade Sector -18 Noida-201301 (U.P). I submit the report as under:

1. The Company has availed the remote e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company. The Company has also provided voting by physical ballot papers to the members who do not have access to e-voting facility.
2. The Management of the company is responsible to ensure the compliances 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 81<sup>st</sup> Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the remote E-voting process restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated below, based on the reports generated from the E-voting system provided by CDSL, the authorized agency to provide the E-voting facilities, engaged by the Company.
3. The Shareholders holding shares as on the "cut off" date i.e. August 22<sup>nd</sup>, 2016, were entitled to vote on the proposed resolutions (Item Nos. 1 to 5 as set out in the Notice dated May 27<sup>th</sup>, 2016 convening the 81<sup>st</sup> Annual General Meeting of Anand Projects Limited).
4. The remote e-voting remained open from Friday, August 26<sup>th</sup>, 2016 (9.00 a.m. IST) and ends on Sunday, August 28<sup>th</sup>, 2016 (5.00 p.m. IST).



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5. The votes were unblocked on August 29<sup>th</sup>, 2016 in the presence of two witnesses, Mr. O.P Shukla and Mr. Rahul Kumar (who are not in the employment of the Company). They have signed below in confirmation of the votes being unblocked in their presence. There was no votes cast through Physical ballot forms received up to August 29<sup>th</sup>, 2016 were considered.

.....  
Name: Mr. O.P Shukla

.....  
Name: Mr. Rahul Kumar

6. I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered therein based on the data downloaded from the e-voting website of Central Depository Services (India) Limited i.e. www.evotingindia.com and the ballot forms respectively.

7. The result of the voting through electronic means and physical mode in respect of the said Resolutions is as under:

- (a) **Resolution No.1 (Ordinary Resolution): To receive, consider and adopt the Audited Balance Sheet as at March 31, 2016 and the Statement of Profit and Loss for the year ended on that date and the reports of the Directors and the Auditors thereon.**

- (i) Voted in favour of the resolution:

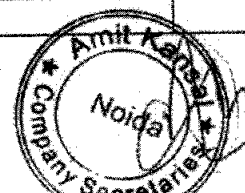
Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	6	746388	100.00
Physical (Ballot Form)	0	--	--
Total	6	746388	100.00

- (ii) Voted against the resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	NIL	NIL	--
Physical (Ballot Form)	NIL	NIL	--
Total	NIL	NIL	N.A.

- (iii) Invalid votes:

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast (Shares)
E-Voting	NIL	NIL
Physical (Ballot Form)	NIL	NIL
Total	NIL	NIL



- (b) Resolution No.2 (Ordinary Resolution): To appoint a Director in place of Mr. Alok Kumar Gupta (DIN: 06555961), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment

(i) Voted in favour of the resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	6	746388	100.00
Physical (Ballot Form)	0	--	--
Total	6	746388	100.00

(ii) Voted against the resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	NIL	NIL	--
Physical (Ballot Form)	NIL	NIL	--
Total	NIL	NIL	N.A.

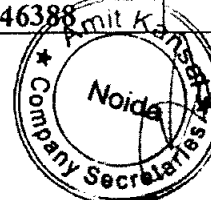
(iii) Invalid votes:

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast (Shares)
E-Voting	NIL	NIL
Physical (Ballot Form)	NIL	NIL
Total	NIL	NIL

- (C) Resolution No.3 (Ordinary Resolution): Ratifies the appointment of M/s R.S Dani & Co., Chartered Accountants (ICAI Firm Registration Number 000243C) as Statutory Auditors of the Company

(i) Voted in favour of the resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	6	746388	100.00



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Physical (Ballot Form)	0	--	--
Total	6	746388	100.00

(ii) Voted against the resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	NIL	NIL	--
Physical (Ballot Form)	NIL	NIL	--
Total	NIL	NIL	N.A.

(iii) Invalid votes:

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast (Shares)
E-Voting	NIL	NIL
Physical (Ballot Form)	NIL	NIL
Total	NIL	NIL

(d) Resolution No.4 (Special Resolution): Appointment of Mr. Omparkash Verma (DIN: 07411027) as an Independent Director.

(i) Voted in favour of the resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	6	746388	100.00
Physical (Ballot Form)	0	--	--
Total	6	746388	100.00

(ii) Voted against the resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	NIL	NIL	--
Physical	NIL	NIL	--



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(Ballot Form)			
Total	NIL	NIL	N.A.

(iii) Invalid votes:

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast (Shares)
E-Voting	NIL	NIL
Physical (Ballot Form)	NIL	NIL
Total	NIL	NIL

(e) Resolution No.5 (Ordinary Resolution): Re-appointment of Mr. Alok Kumar Gupta (DIN: 06555961) as Whole-Time Director ("WTD") of the Company.

(i) Voted in favour of the resolution:

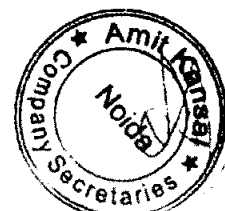
Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	6	746388	100.00
Physical (Ballot Form)	0	--	--
Total	6	746388	100.00

(ii) Voted against the resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	NIL	NIL	--
Physical (Ballot Form)	NIL	NIL	--
Total	NIL	NIL	N.A.

(iii) Invalid votes:

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast (Shares)
E-Voting	NIL	NIL
Physical (Ballot Form)	NIL	NIL
Total	NIL	NIL



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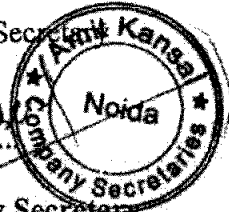
8. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same are handed over to the Chairman for safe keeping.

Thanking you.

Yours faithfully,

For Amit Kansal  
Practising Company Secretary

  
.....  
CS Amit Kansal  
Practising Company Secretary  
CP No. 10283 (Membership No: ACS- 14465)



Date: August 29, 2016

Place: Noida