

I S GUPTA & CO.

Company Secretary

IshaSumit Gupta

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Scrutinizer's Report

The Chairman

Date: 22nd September, 2016

Shubhra Leasing Finance and Investment Company Limited

Plot - A4, APMC - MAFCO Yard,

Sector 18, Vashi,

Navi Mumbai – 400703

Scrutinizers Report on postal ballot voting including voting by electronic means in respect of passing of the Resolutions contained in the Notice dated 10th August, 2016 through Postal Ballot.

Dear Sir,

I, IshaSumit Gupta, Proprietor of M/s. I S Gupta & Co., Practicing Company Secretaries have been appointed as a Scrutinizer by the Board of Directors of M/s. Shubhra Leasing Finance and Investment Company Limited (the Company) for scrutinizing postal ballot voting including voting by electronic means in respect of the passing of the Resolutions contained in the Notice dated 10th August, 2016 through Postal Ballot.

The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the Rules made there under and (ii) the Listing Agreements with the Stock Exchanges, relating to postal ballot voting including voting by electronic means. My responsibility as a Scrutinizer is restricted to making a Scrutinizer's Report of the votes cast by the Members for the Resolutions contained in the Notice dated 10th August, 2016, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL) with whom Company had entered into an Agreement to provide e-voting facilities for e-voting and scrutiny of the physical ballot received till the time fixed for closing of the voting process i.e. till 05:00 p.m. on 21st September, 2016.

I submit my report as under:

1. After the time fixed for closing of the e-voting i.e. 05:00 p.m. on 21st September, 2016, a final electronic report of the e-voting was generated by me by accessing the data



available to me from the e-voting website i.e. www.evotingindia.com. Data regarding the e-votes was diligently scrutinized.

2. We have not received physically any Postal Ballot voting from the Shareholders of Shubhra Leasing Finance and Investment Company Limited, the record of which maintained by the Company through PurvaShareregistry India (India) Pvt. Ltd., the Registrar and Transfer Agents of the Company.

The result of the scrutiny of the above postal ballot voting including voting by electronic means in respect of passing of the Resolutions contained in the Notice dated 10th August, 2016 through Postal Ballot, is as under:

1) Special Resolution- Item No. 1- Change in Name of the Company:

I) Voted in favour of the resolution:

Postal Ballot Voting	Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	0
Electronic (e-voting)	3	2100012	100%
Total	3	2100012	100%

II) Voted against the resolution:

Postal Ballot Voting	Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	0
Electronic (e-voting)	0	0	0
Total	0	0	0

III) Invalid votes:

Postal Ballot Voting	Total number of members whose votes were declared invalid	Total numbers of votes cast by them
Physical	0	0
Electronic (e-voting)	0	0
Total	0	0

2) Special Resolution- Item No.2- Alteration of Main Object Clause of Memorandum of Association of the Company



I) Voted in favour of the resolution:

Postal Ballot Voting	Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	0
Electronic (e-voting)	3	2100012	100%
Total	3	2100012	100%

II) Voted against the resolution:

Postal Ballot Voting	Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	0
Electronic (e-voting)	0	0	0
Total	0	0	0

III) Invalid votes:

Postal Ballot Voting	Total number of members whose votes were declared invalid	Total numbers of votes cast by them
Physical	0	0
Electronic (e-voting)	0	0
Total	0	0

3. A list of Equity Shareholders who voted "IN FAVOUR", "AGAINST" and those whose votes were declared invalid for each Resolution is enclosed.
4. The electronic data along with all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving after the Chairman signs the Minutes.

Thanking you,

Yours faithfully,

For I S Gupta & Co.

Practicing Company Secretary


IshaSumit Gupta

Proprietor

Membership No.F7605

C. P. No. 8160

Place: Mumbai



A list of Equity Shareholders of M/s. Shubhra Leasing Finance and Investment Company Limited who voted "IN FAVOUR", "AGAINST" and those whose votes were declared "INVALID" for each Resolution contained in the Notice dated 10th August, 2016 through Postal Ballot

Special Resolution- Item No. 1- Change in Name of the Company:

<u>SR. NO.</u>	<u>NAME</u>	<u>REGISTERED FOLIO NO./ ID NO./ CLIENT ID NO.</u>	<u>VOTE IN FAVOUR OF RESOLUTION</u>	<u>VOTE AGAINST THE RESOLUTION</u>	<u>INVALID VOTES</u>	<u>TOTAL VOTES</u>
1.	AYUSH GUPTA	1304140007635380	2	0	0	2
2.	PARMOD KUMAR JAIN	IN30039414752520	10	0	0	10
3.	RBP HOLDINGS PVT LTD	IN30311611872493	21,00,000	0	0	21,00,000
	Total		21,00,012	0	0	21,00,012

Special Resolution- Item No.2- Alteration of Main Object Clause of Memorandum of Association of the Company

<u>SR. NO.</u>	<u>NAME</u>	<u>REGISTERED FOLIO NO./ ID NO./ CLIENT ID NO.</u>	<u>VOTE IN FAVOUR OF RESOLUTION</u>	<u>VOTE AGAINST THE RESOLUTION</u>	<u>INVALID VOTES</u>	<u>TOTAL VOTES</u>
1.	AYUSH GUPTA	1304140007635380	2	0	0	2
2.	PARMOD KUMAR JAIN	IN30039414752520	10	0	0	10
3.	RBP HOLDINGS PVT LTD	IN30311611872493	21,00,000	0	0	21,00,000
	Total		21,00,012	0	0	21,00,012

