

“COMBINED REPORT ON REMOTE E-VOTING & POLL”

M/s SWASTIKA INVESTMART LIMITED

23RD ANNUAL GENERAL MEETING

22ND SEPTEMBER 2015

CS L.N. JOSHI

L.N. JOSHI & COMPANY, COMPANY SECRETARIES

306, Sterling Arcade, 15/3, Race Course Road, Indore-452003

☎ : +91-731-4266708, +91-9425060308, Email: lnjoshics@gmail.com

COMBINED SCRUTINIZER'S REPORT ON REMOTE E-VOTING & POLL

To,
The Chairman,
23rd Annual General Meeting of
Swastika Investmart Limited,
1st Floor, Bandukwala Building
British Hotel Lane Fort,
Mumbai-400001

Dear Sir,

SUB: Passing of Resolution through Remote E-Voting and Poll conducted at 23rd Annual General Meeting of Swastika Investmart Limited held on Tuesday, 22nd September, 2015 at 2.00 P.M.

1. I, L. N Joshi, Practicing Company Secretary, has been appointed as a Scrutinizer by-

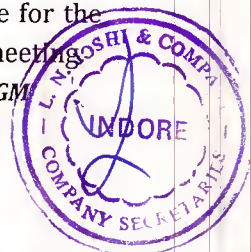
- (i) The Board of Directors of Swastika Investmart Limited for the purpose of scrutinizing the Remote E-voting process under the provisions of Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of Companies (Management and Administration) Amendment Rules, 2015 in respect of the below mentioned resolutions to be passed at the 23rd Annual General Meeting (AGM) of the members of the Company held on Tuesday, 22nd September, 2015.
- (ii) The Chairman of the 23rd Annual General Meeting (AGM) on poll under the provisions of Section 109 of the Companies Act, 2013 and Rule 21(2) of Companies (Management and Administration) Rules, 2014, on the resolutions contained in the Notice to the AGM of the members of the Company held on Tuesday, 22nd September, 2015 at Registered Office of the Company situated at 1st Floor, Bandukwala Building, British Hotel Lane Fort, Mumbai-400001

2. The Management of the Company is responsible to ensure the compliance with the requirement of Companies Act, 2013 and Rules in relation to Remote E-voting and Poll on the resolutions contained in the Notice to the 23rd Annual General Meeting (AGM) of the members of the Company. My responsibilities as scrutinizer for Remote E-voting process and for Poll at the AGM is restricted to Scrutinizer's Report of the votes cast "in favour" or "Against" the resolutions stated above, based on the reports generated from the Remote E-voting system provided by Central Depository Services (India) Limited and also at the time of Poll at AGM.

3. Cut-off Date

The voting rights were reckoned on Tuesday, 15th September 2015, being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the meeting.

Report of Scrutinizer on Remote E-Voting & Poll of Swastika Investmart Limited at 23rd AGM



4. Remote E-Voting

4.1 Agency:

The Company had taken the services of Central Depositories Services (India) Limited (CDSL) for providing the remote E-Voting Platform.

4.2 Remote E-Voting:

Remote E-Voting platform remained open from Saturday, 19th September 2015 (9.00 A.M.) up to Monday, 21st September 2015 (5.00 P.M.) and members were given an option to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and /or Special Resolutions, on the e-voting platform provided by CDSL.

5. Voting at AGM

5.1 As prescribed under Rule 20(4)(xiii) of the companies (Management and Administration) Amendment Rules 2015, for the purpose of ensuring that members who have cast their votes through remote E-Voting do not vote again at the General Meeting, the scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to members who have cast their votes through remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted.

5.2 Accordingly CDSL, the E-voting agency provided me with the names, DP Id/ Folio Numbers and shareholding of the members who had cast their votes through remote e-voting.

5.3 Further, the chairman announced the poll at the Annual General Meeting for the shareholders who had attended the meeting and have not cast their vote earlier through remote e-voting.

6. RESULTS

6.1 I observed that

- a) 37 members had cast their votes through remote E-voting.
- b) 11 members had cast their votes through poll conducted at the meeting.

I have issued separate Scrutinizer's Report for the Remote E-voting and on the Poll for the resolutions contained in the Notice to the AGM. Copy of the same are enclosed with this report. Further, I submit herewith my combined report on the results of Remote E-voting and Poll as under-

Item No. 1-Ordinary Resolution

To Receive, Consider, Approve & Adopt:-

- a) Audited Financial Statements for the financial year ended 31st March, 2015, the Report of the Board of Directors and Auditors thereon; and
- b) Audited Consolidated Financial Statements for the financial year ended 31st March, 2015 together with Report of Auditors thereon.



(i) Voted in favour of resolution:

Type of voting	Number of Members voted through e-voting system and through Poll	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	37	1578377	99.99%
Poll	9	32	0.01%
Total	46	1578409	100%

(ii) Voted against the resolution:

Type of Voting	Number of Members voted through e-voting system and through Poll	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) Invalid Votes

	Total number of Members whose votes were declared invalid	Total number of Votes cast (Shares)
E-voting	Nil	Nil
Poll	2	10011
Total	2	10011

Item No. 2- Ordinary Resolution

Declare dividend on equity shares of the Company for the year ended 31st March, 2015

(i) Voted in favour of resolution:

Type of voting	Number of Members voted through e-voting system and through Poll	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	37	1578377	99.99%
Poll	9	32	0.01%
Total	46	1578409	100%

(ii) Voted against the resolution:

Type of Voting	Number of Members voted through e-voting system and through Poll	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil



(iii) Invalid Votes

	Total number of Members whose votes were declared invalid	Total number of Votes cast (Shares)
E-voting	Nil	Nil
Poll	2	10011
Total	2	10011

Item No. 3-Ordinary Resolution

Appoint a director in place of Mr. S.N. Maheshwari (DIN: 00049339) who retires by rotation & being eligible offers himself for re-appointment.

(i) Voted in favour of resolution:

Type of voting	Number of Members voted through e-voting system and through Poll	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	37	1578377	99.99%
Poll	9	32	0.01%
Total	46	1578409	100%

(ii) Voted against the resolution:

Type of Voting	Number of Members voted through e-voting system and through Poll	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) Invalid Votes

	Total number of Members whose votes were declared invalid	Total number of Votes cast (Shares)
E-voting	Nil	Nil
Poll	2	10011
Total	2	10011

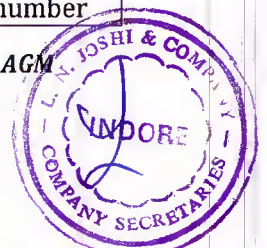
Item No. 4 -Ordinary Resolution

Re-appointment of M/s R.S. Bansal & Company, Chartered Accountants,(FRN No 000939C) as Statutory Auditor of the Company.

(i) Voted in favour of resolution:

Type of voting	Number of Members	Number of Votes	% of total number
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Report of Scrutinizer on Remote E-Voting & Poll of Swastika Investmart Limited at 23rd AGM



	voted through e-voting system and through Poll	cast (Shares)	of valid votes cast
E-voting	37	1578377	99.99%
Poll	9	32	0.01%
Total	46	1578409	100%

(ii) Voted against the resolution:

Type of Voting	Number of Members voted through e-voting system and through Poll	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) Invalid Votes

	Total number of Members whose votes were declared invalid	Total number of Votes cast (Shares)
E-voting	Nil	Nil
Poll	2	10011
Total	2	10011

Item No. 5- Ordinary Resolution

Appointment of Shri Kailash Chander Sharma (DIN: 02335909) as an Independent Director of the Company

(i) Voted in favour of resolution:

Type of voting	Number of Members voted through e-voting system and through Poll	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	37	1578377	99.99%
Poll	9	32	0.01%
Total	46	1578409	100%

(ii) Voted against the resolution:

Type of Voting	Number of Members voted through e-voting system and through Poll	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) Invalid Votes



	Total number of Members whose votes were declared invalid	Total number of Votes cast (Shares)
E-voting	Nil	Nil
Poll	2	10011
Total	2	10011

Item No. 6- Special Resolution

Adoption of New Set of Articles of Association

(i) Voted in favour of resolution:

Type of voting	Number of Members voted through e-voting system and through Poll	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	37	1578377	99.99%
Poll	9	32	0.01%
Total	46	1578409	100%

(ii) Voted against the resolution:

Type of Voting	Number of Members voted through e-voting system and through Poll	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) Invalid Votes

	Total number of Members whose votes were declared invalid	Total number of Votes cast (Shares)
E-voting	Nil	Nil
Poll	2	10011
Total	2	10011

Item No. 7- Special Resolution

Authority to Board of Directors to make investment u/s 186 of the Companies Act, 2013

(i) Voted in favour of resolution:

Type of voting	Number of Members voted through e-voting system and through Poll	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	37	1578377	99.99%
Poll	9	32	0.01%
Total	46	1578409	100%

Report of Scrutinizer on Remote E-Voting & Poll of Swastika Investmart Limited at 23rd AGM



(ii) Voted against the resolution:

Type of Voting	Number of Members voted through e-voting system and through Poll	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) Invalid Votes

	Total number of Members whose votes were declared invalid	Total number of Votes cast (Shares)
E-voting	Nil	Nil
Poll	2	10011
Total	2	10011

Conclusion: All the resolutions stands passed with requisite majority under Remote E-voting combined with Poll at 23rd Annual General Meeting held on Tuesday, 22nd September, 2015.

The Company is hereby instructed to put up the results on its website and also that of the service provider and inform to the stock exchanges accordingly not later than 3 days of conclusion of 23rd Annual General Meeting.

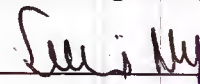
Thanking you,
Yours Faithfully,


Scrutinizer

Name: L.N. Joshi
Practicing Company Secretary
FCS: 5201; CP: 4216



To be Countersigned by the Chairman


Sunil Nyati



Place: Indore
Date: 24th September, 2015