



**Ranjit Kejriwal**

**B.Com., FCS**

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### **SCRUTINIZER'S REPORT**

[Pursuant to section 108 and 110 of the Companies Act, 2013  
And Rule 20(3) (xi) and Rule 22 (9) of the Companies (Management and  
Administration) Rules, 2014]

To

The Chairman

Of 4<sup>th</sup> Annual General Meeting of the members of  
Siddhi Vinayak Shipping Corporation Limited  
(formerly Known as Si. Vi. Shipping Corporation Limited)

held on 24<sup>th</sup> July, 2015

At Office Block, 1<sup>st</sup> Floor, Plot no. 237/2 &3, Sub Plot No. A/25, Central Park  
Society, GIDC, Pandesara, Surat 394221, Gujarat. At 11.30 A.M.

**Dear Sir**

**Sub.: Scrutinizer's report on E voting / Postal Ballot.**

1. I, Ranjit Kejriwal, a Company Secretary in practice, have been appointed as a scrutinizer by the Board of Directors of Siddhi Vinayak Shipping Corporation Limited for the purpose of scrutinizing the e-voting process along with Postal Ballot Forms and ascertaining the requisite majority on e-voting / Postal Ballot carried out as per the provisions of section 108 and 110 of the Companies Act, 2013 read with Rule 20(3)(xi) and Rule 22(9) of the Companies (Management and administration) Rules, 2014 (Rules) on the resolutions contained in the Notice to the 4<sup>th</sup> Annual General Meeting (AGM) of the members of the company, held at 11.30 a.m. at Office Block, 1<sup>st</sup> Floor, Plot no. 237/2 &3, Sub Plot No. A/25, Central Park Society, GIDC, Pandesara, Surat 394221, Gujarat on Friday 24<sup>th</sup> July, 2015.
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 and on the resolutions contained in the Notice to the 4<sup>th</sup> AGM of the members of the Company, My responsibility as a scrutinizer for the e-voting process at the AGM is restricted to make a Scrutinizer's Report of the votes cast "in Favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL), the authorised agency to provide e-voting facilities.



3. Further to the above, I submit my reports as under:

- (i) The e-voting period remained open from 21<sup>st</sup> July, 2015 at 9.30 a.m. to 23<sup>rd</sup> July, 2015 at 5.00 p.m.
- (ii) The members of the Company as on the "cut-off" date i.e 17<sup>th</sup> July, 2015 were entitled to vote on the resolutions (item No. 01 to 05 as set out in the notice of the 4<sup>th</sup> AGM of the Company).
- (iii) The votes cast were unblocked on 24<sup>th</sup> July, 2015 at 5.00 p.m. in the presence of 2 (Two) witnesses namely **Mr. Piyush Tiwari** and **Ms. Anjana Mehta** who are not in the employment of the Company. They have signed below in the confirmation of the votes being unblocked in their presence.



Name: Ms. Anjana Mehta



Name: Mr. Piyush Tiwari

- (iv) Thereafter the details containing inter alia, list of Equity Share Holders, who voted "for" / "against" each of the resolutions that were put to vote, were generated from the evoting website of Central Depository Services (India) Limited (CDSL) i.e. <https://evotingindia.co.in/> and based on such reports generated, the result of the e-voting together with voting through postal ballot is as under:

**RESOLUTION NO. 1:**

To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2015 and Profit & Loss Account for the year ended on that date together with the report of the Board of Directors & Auditors' thereon.

Mode	Ballots received	Total Shares	Favour		Against		Invalid	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	2	348700	2	348700	0	0	0	0
Physical	5	3864200	5	3864200	0	0	0	0
At AGM	0	0	0	0	0	0	0	0
<b>Total</b>	<b>7</b>	<b>4212900</b>	<b>7</b>	<b>4212900</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

**RESOLUTION NO. 2:**

To appoint a Director in place of Mr. Sanjaykumar Govind Prasad Sarawagi, Executive Director (Holding DIN: 00005468), liable to retire by rotation in terms of



section 152(6) of the Companies Act, 2013 and being eligible, seeks re-appointment.

“RESOLVED THAT in accordance with the provision of Section 152 (6) and all other applicable provisions, if any, of the Companies Act, 2013, Mr. Sanjaykumar GovindPrasad Sarawagi (Holding DIN: 00005468), be and is hereby appointed as Director of the Company, liable to retire by rotation.”

Mode	Ballots received	Total Shares	Favour		Against		Invalid	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	2	348700	2	348700	0	0	0	0
Physical	5	3864200	5	3864200	0	0	0	0
At AGM	0	0	0	0	0	0	0	0
<b>Total</b>	<b>7</b>	<b>4212900</b>	<b>7</b>	<b>4212900</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

#### RESOLUTION NO. 3:

To ratify the appointment of Auditors and Authorize the Board of Directors to fix their remuneration.

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:-

“RESOLVED THAT pursuant to the provisions of Section 139 & 142 and other applicable provisions, if any, of the Companies Act, 2013 and rules made there under; M/s R. Kejriwal & Co., having firm registration no. 133558W, Chartered Accountants were appointed in the AGM held on 29.09.2014, as the Statutory Auditors of the company for a period of 4 years subject to annual ratification; be and is hereby ratified for the financial year 2015-16 at such remuneration as may be determined by the Board of Directors of company.”

Mode	Ballots received	Total Shares	Favour		Against		Invalid	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	2	348700	2	348700	0	0	0	0
Physical	5	3864200	5	3864200	0	0	0	0
At AGM	0	0	0	0	0	0	0	0
<b>Total</b>	<b>7</b>	<b>4212900</b>	<b>7</b>	<b>4212900</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

#### RESOLUTION NO. 4:

To consider and if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution:



**“RESOLVED THAT** pursuant to the provisions of Section 149 (1) & 152 (5) and other applicable provisions, if any, of the Companies Act, 2013 including any modification or re-enactment thereof Mrs. Pratibha Gulgulia (Holding DIN: 07121815) in respect of whom a notice in writing has been received by the Company proposing her candidature for the office of Director under section 152 (5) of the Companies Act, 2013, be and is hereby appointed as non-executive Independent director not liable to retire by rotation.”

Particulars of Votes cast:

Mode	Ballots received	Total Shares	Favour		Against		Invalid	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	2	348700	2	348700	0	0	0	0
Physical	5	3864200	5	3864200	0	0	0	0
At AGM	0	0	0	0	0	0	0	0
<b>Total</b>	<b>7</b>	<b>4212900</b>	<b>7</b>	<b>4212900</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

#### RESOLUTION NO. 5:

To consider and if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution:

**“RESOLVED FURTHER THAT** pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014 made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 the consent of the Company, be and is hereby accorded to the appointment of Mr. Amit Khandelwal as Manager for a period of five years effective from 24th July,2015, on the terms and conditions of appointment and remuneration as contained in the draft agreement, a copy whereof initialed by the Chairman for the purpose of identification is placed before the meeting, and the Board of Directors be and is hereby authorised to alter and vary such terms of appointment and remuneration so as to not exceed the limits specified in Schedule V to the Companies Act, 2013.

Particulars of Votes Cast:

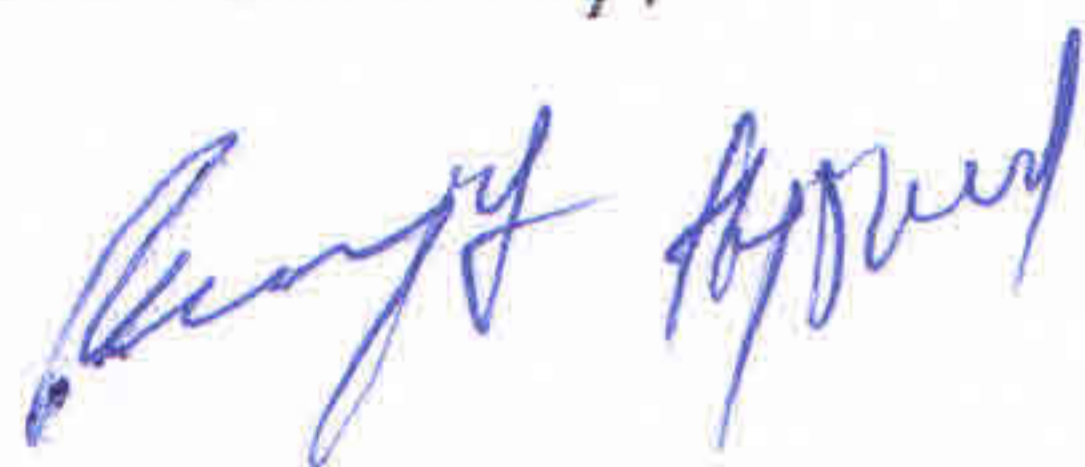
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			Ballots	Votes	Ballots	Votes	Ballots	Votes
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<b>Total</b>	<b>7</b>	<b>4212900</b>	<b>7</b>	<b>4212900</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>



The physical postal ballot forms received have been enclosed herewith, to be kept by the Company in its safe custody.

Thanking You,

Yours faithfully,



Ranjit Kejriwal  
Practicing Company Secretary  
Membership No. 6116  
Place: Surat  
Date: 24<sup>th</sup> July, 2015

