

# Mahesh Gupta & Company

Company Secretaries

Wadhwa Complex Chamber No. 110, G.F. D-288-289/10, Laxmi Nagar, Delhi 110092

## CONSOLIDATED SCRUTINIZER'S REPORT

(Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 & amendment thereof)

TO,  
THE CHAIRMAN  
25TH ANNUAL GENERAL MEETING OF THE EQUITY SHAREHOLDERS OF  
VINTRON INFORMATICS LIMITED  
HELD ON TUESDAY, 27TH SEPTEMBER 2016 AT 10.00 A.M.  
AT ARYA AUDITORIUM, DESRAJ CAMPUS, C-BLOCK, EAST OF KAILASH, NEW DELHI-110065

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on e-voting & voting through polling paper conducted pursuant to the provisions of Section 108 and 109 of the Companies Act, 2013 ("the Act") read with Rules of the Companies (Management and Administration) Rules, 2014) and amendment thereof.**

We, Mahesh Kumar Gupta, Practicing Company Secretary(ies), having office at 110, Wadhwa Complex, D-288-289/10, Laxmi Nagar Delhi – 110092, was appointed as a Scrutinizer by the Board of Directors of Vintron Informatics Limited ("the Company"), pursuant to section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 & amendment thereof and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for conducting remote e-voting and voting through polling paper in respect of the below mentioned resolution(s) proposed at the 25th meeting of the Equity Shareholders of VINTRON INFORMATICS LIMITED, held on Tuesday, 27th September, 2016 at 10:00 a.m., at ARYA AUDITORIUM, DESRAJ CAMPUS, C-BLOCK, EAST OF KAILASH, NEW DELHI-110065

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 polling paper received on the resolutions contained in the Notice of 25th Annual General Meeting (AGM) of the Equity Shareholders of the Company. My responsibility as a Scrutinizer is restricted to make a Consolidated Scrutinizer's Report of votes cast "in favour" or "against" the resolutions stated below, based on the reports generated from the e-voting system provided by the National Securities Depository Limited (NSDL), the Authorized Agency appointed by the Company for providing remote e-voting facilities and polling paper received by the Company.

We have completed the scrutiny of online voting (remote e-voting) and polling papers received and submit my report as under:-

1. The Company had provided the remote e-voting facility offered by NSDL (National Securities Depository Limited) to the shareholders of the Company.
2. In accordance with the Notice of the 25th AGM dated 25th July 2016 sent to the shareholders and the "Advertisement" published pursuant to the Rule [20(3)(v)] of the Companies (Management and Administration) Rules, 2014 & amendment thereof on 4th September, 2016 in "Business Standard" in English and on 4th September, 2016 in "Veer Arjun" in Hindi.
3. The shareholders holding shares either in physical form or in dematerialized form as on the "cut off" date i.e. 20th September, 2016 were entitled to vote on the proposed resolution(s) item no. 1 to 3 as set out in the Notice of the AGM of Vintron Informatics Limited by remote e-voting or voting through polling paper at AGM.
4. The remote e-voting period remained open from 9:00 A.M. on 24th September, 2016 up to 5:00 P.M. on 26th September, 2016.



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5. After close of period for remote e-voting, the details of members, such as their names, folio number, number of shares held, who had casted votes through remote e-voting were downloaded from the e-voting website of NSDL (<http://www.evoting.nsdl.com>) for the purpose of ensuring that members who have casted their votes through remote e-voting do not vote again at the 25th AGM.
6. After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling were locked in my presence with due identification marks placed by me.
7. The locked ballot box were subsequently unblocked on 27th September, 2016 at 11.45 a.m. in my presence along with 2 (two) witnesses (1) Ms. Shilpi Gupta R/o C-655, DDA Flats, Pul Prahladpur, New Delhi-110044 and (2) Ms. Kiran Joshi R/o L-I, 5/290, Sangam Vihar, New Delhi-110080 who are not in the employment of the Company and the poll papers were diligently scrutinized. The witnesses have signed below in confirmation of the votes being unblocked in their presence. The Poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

.....  
SHILPI GUPTA

.....  
KIRAN JOSHI

8. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
9. After counting, the votes casted by the members and proxy holders present at the 25th AGM, through polling paper, the votes casted through remote e-voting were unblocked on 27th September, 2016 at 12.03 p.m. in the presence of 2 (Two) witnesses, Ms. Shilpi Gupta and Ms. Kiran Joshi, who are not in the employment of the Company. They have signed below in confirmation of the remote e-votes being unblocked in their presence.

.....  
SHILPI GUPTA

.....  
KIRAN JOSHI

10. Thereafter, the details, containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were download from the e-voting website of National Securities Depository Limited (<http://www.evoting.nsdl.com>).

**The Consolidated Report on the results of remote e-voting and voting through polling paper on each resolution are given hereunder:**

### Resolution No.1 – (Ordinary Resolution)

**To receive, consider and adopt Audited Financial Statements of the Company for the financial year ended 31st March, 2016 and the Reports of the Board of Directors and Auditors thereon;**

(i) Voted 'FOR' the resolution:

Mode of voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote E-Voting	42	29391896	99.995
Voting through Polling paper (in person or by proxy)	10	1484	0.005
Total	52	29393380	100.00



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(ii) Voted '**AGAINST**' the resolution:

Mode of voting	Number of members voted	Number of votes cast in ' <b>Against</b> ' the resolution	% of total number of valid votes cast
Remote E-Voting	0	0	0
Voting through Polling paper (in person or by proxy)	0	0	0
Total	0	0	0

(iii) Votes '**INVALID**':

Mode of voting	Total number of members whose votes were declared ' <b>Invalid</b> '	Total number of votes cast by them declared ' <b>Invalid</b> '
Remote E-Voting	0	0
Voting through Polling paper (in person or by proxy)	11	2*
Total	11	0

\*: out of 11, in 9 in ballot paper, the appropriate field is blank

**Resolution No.2 – (Ordinary Resolution)**

**Appointment a Director in place of Shri Arvind Sharma (DIN: 00012177), who retires by rotation and being eligible offers himself for re-appointment**

(i) Voted '**FOR**' the resolution:

Mode of voting	Number of members voted	Number of votes cast in ' <b>Favour</b> ' of resolution	% of total number of valid votes cast
Remote E-Voting	40	29390696	99.995
Voting through Polling paper (in person or by proxy)	10	1484	0.005
Total	50	29392180	100.00

(ii) Voted '**AGAINST**' the resolution:

Mode of voting	Number of members voted	Number of votes cast in ' <b>Against</b> ' the resolution	% of total number of valid votes cast
Remote E-Voting	0	0	0
Voting through Polling paper (in person or by proxy)	0	0	0
Total	0	0	0

(iii) Votes '**INVALID**':

Mode of voting	Total number of members whose votes were declared ' <b>Invalid</b> '	Total number of votes cast by them declared ' <b>Invalid</b> '
Remote E-Voting	0	0
Voting through Polling paper (in person or by proxy)	11	2*
Total	11	0

\*: out of 11, in 9 in ballot paper, the appropriate field is blank



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**Resolution No.3 – (Ordinary Resolution)**  
**Ratification of Appointment of Statutory Auditors**

(i) Voted '**FOR**' the resolution:

Mode of voting	Number of members voted	Number of votes cast in ' <b>Favour</b> ' of resolution	% of total number of valid votes cast
Remote E-Voting	42	29391896	99.995
Voting through Polling paper (in person or by proxy)	10	1484	0.005
Total	52	29393380	100.00

(ii) Voted '**AGAINST**' the resolution:

Mode of voting	Number of members voted	Number of votes cast in ' <b>Against</b> ' the resolution	% of total number of valid votes cast
Remote E-Voting	0	0	0
Voting through Polling paper (in person or by proxy)	0	0	0
Total	0	0	0

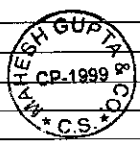
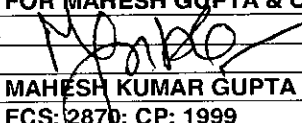
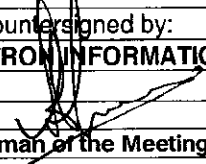
(iii) Votes '**INVALID**':

Mode of voting	Total number of members whose votes were declared ' <b>Invalid</b> '	Total number of votes cast by them declared ' <b>Invalid</b> '
Remote E-Voting	0	0
Voting through Polling paper (in person or by proxy)	11	2*
Total	11	0

\*: out of 11, in 9 in ballot paper, the appropriate field is blank

The Register of polling papers, all other papers and relevant records related to remote e-voting and voting by polling papers at 25th AGM shall remain in my safe custody until the chairman consider, approves and signs the minutes of aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully, <b>FOR MAHESH GUPTA &amp; COMPANY</b>		Countersigned by: <b>FOR VINTRON INFORMATICS LIMITED</b>
 <b>MAHESH KUMAR GUPTA</b> FCS: 2870; CP: 1999		 <b>Chairman of the Meeting</b>

Place: New Delhi  
 Dated: 28.09.2016