

# 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  
26TH ANNUAL GENERAL MEETING OF THE EQUITY SHAREHOLDERS OF  
VINTRON INFORMATICS LIMITED  
HELD ON TUESDAY, 26TH SEPTEMBER 2017 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.**

I, Mahesh Kumar Gupta, Practicing Company Secretary, proprietor of Mahesh Gupta & Company, 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 26th meeting of the Equity Shareholders of VINTRON INFORMATICS LIMITED, Held on Tuesday, 26th September, 2017 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 26th 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 26th AGM dated 11th August 2017 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 in "Business Standard" in English and "Veer Arjun" in Hindi on 3rd September, 2017 respectively.
3. The shareholders holding shares either in physical form or in dematerialized form as on the "cut off" date i.e. 19th September, 2017 were entitled to vote on the proposed resolution(s) item no. 1 to 4 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 23th September, 2017 up to 5:00 P.M. on 25th September, 2017.



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5. 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.

6. The locked ballot box were subsequently unblocked on 26th September, 2017 at 11.25 a.m. in my presence along with 2 (two) witnesses (1) Sushil Linda (2) Satish Kumar, 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.

*Sushil Linda*  
.....  
(Sushil Linda)

*Satish Kumar*  
.....  
(Satish Kumar)

7. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

8. After counting, the votes casted by the members and proxy holders present at the 26th AGM, through polling paper, the votes casted through remote e-voting were unblocked on 26th September, 2017 at 11.29 a.m. in the presence of 2 (Two) witnesses, (1) Sushil Linda and (2) Satish Kumar, 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.

*Sushil Linda*  
.....  
(Sushil Linda)

*Satish Kumar*  
.....  
(Satish Kumar)

9. 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, 2017 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	32	58903931	100
Voting through Polling paper (in person or by proxy)	4	220	100
Total	36	58904151	100



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(ii) Voted 'AGAINST' the resolution:

Mode of voting	Number of members voted	Number of votes cast in 'Against' 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 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Polling paper (in person or by proxy)	3	13
Total	3	13

**Resolution No.2 – (Ordinary Resolution)**  
**Appointment a Director in place of Shri Varun Gupta (DIN: 00793728), 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 'Favour' of resolution	% of total number of valid votes cast
Remote E-Voting	28	58049531	100
Voting through Polling paper (in person or by proxy)	4	220	100
Total	32	58049751	100

(ii) Voted 'AGAINST' the resolution:

Mode of voting	Number of members voted	Number of votes cast in 'Against' 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 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Polling paper (in person or by proxy)	3	13
Total	3	13



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## Resolution No.3 – (Ordinary Resolution) Appointment of Statutory Auditor

(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	32	58903931	100
Voting through Polling paper (in person or by proxy)	4	220	100
Total	36	58904151	100

(ii) Voted 'AGAINST' the resolution:

Mode of voting	Number of members voted	Number of votes cast in 'Against' 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 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Polling paper (in person or by proxy)	3	13
Total	3	13

## Resolution No. 4 – (Ordinary Resolution) Regularization of Additional Director Mrs. Neelam Anand Saxena

(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	32	58903931	100
Voting through Polling paper (in person or by proxy)	4	220	100
Total	36	58904151	100



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(ii) Voted 'AGAINST' the resolution:

Mode of voting	Number of members voted	Number of votes cast in 'Against' 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 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Polling paper (in person or by proxy)	3	13
Total	3	13

The Register of polling papers, all other papers and relevant records related to remote e-voting and voting by polling papers at 26th 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,  
FOR MAHESH GUPTA & COMPANY  
COMPANY SECRETARIES

  
Mahesh Kumar Gupta  
FCS: 2870: CP: 1999



Place: Delhi  
Dated: 28/09/2017

Countersigned by:  
FOR VINTRON INFORMATICS LIMITED

  
(VARUN GUPTA)  
Chairman of the Meeting

