

MAHESH GUPTA & COMPANY
Company Secretaries

Wadhwa Complex Chamber No. 110, G.F., D-288-289/10, Laxmi Nagar, Delhi 110 092

SCRUTINIZER'S REPORT

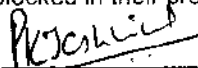
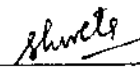
[Pursuant to rule section 108 of the Companies Act, 2013
and Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014]

TO
THE CHAIRMAN
23RD ANNUAL GENERAL MEETING OF THE EQUITY SHAREHOLDERS
VINTRON INFORMATICS LIMITED
F-90/1A, OKHLA INDUSTRIAL AREA
PHASE-I
NEW DELHI-110020

Dear Sir,

Subject: SCRUTINIZER'S REPORT ON E-VOTING CONDUCTED PURSUANT TO THE PROVISIONS OF SECTION 108 OF THE COMPANIES ACT, 2013 ("THE ACT") READ WITH RULE 20 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014

I, Mahesh Kumar Gupta, Company Secretary in whole time practice, having office at 110, Wadhwa Complex, D-288-289/10, Laxmi Nagar Delhi-110092, was appointed as a Scrutinizer of VINTRON INFORMATICS LIMITED ("the Company") on 26.08.2014, pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and administration) Rules, 2014, for the purpose of Scrutinizing the e-voting and Poll process in a fair and transparent manner and ascertaining the requisite majority on e-voting and poll process carried out as per the provision of Companies Act, 2013 for 23rd Annual General Meeting of the members of Vintron Informatics Limited scheduled for Monday, the 29th day of September 2014 at 10.30 a.m., on the below mentioned resolution(s). I submit my report as under:

1. In accordance with the Notice of the 23rd Annual General Meeting sent to the shareholders and the Advertisement published pursuant to the Rule 20(3)(V) of the Companies (Management and Administration) Rules, 2014 on 11.09.2014 in "Business Standard" in English and "Veer Arjun" in Hindi, the E-voting opened at 9:00 A.M. on 18th September, 2014 and remained open upto 6:00 P.M. on 20th September, 2014.
 2. The shareholders holding shares either in physical form or in dematerialized form as on the "cut off" date i.e. 22nd August 2014 were entitled to vote on the proposed resolutions item no. 1 to 4 as set out in the Notice of Annual General Meeting of VINTRON INFORMATICS LIMITED.
 3. The votes were unblocked on 20th September, 2014 after 6.00 p.m. in the presence of two witnesses, Mr. Peeyush Toshniwal (8-A, Wadhwa Complex, D-288/10, Laxmi Nagar, Delhi-110092) and Ms. Shweta Jain (110 Wadhwa Complex, D-288/10, Laxmi Nagar, Delhi-110092) who are not in the employment of the Company. They have signed below in Confirmation of the votes being unblocked in their presence.
- Signature: 
PEEYUSH TOSHWIWAAL
- Signature: 
SHWETA JAIN
4. Thereafter, the details, containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of National Securities Depository Limited.



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5. The results of the e-voting is as under:

A) Resolution 1

To receive, consider and adopt the Audited Financial Statements, which includes balance sheet, profit & loss account and cash flow statement of the Company as at 31st March 2014 together with the Auditors' Report thereon and the Directors' Report annexed thereto.

(i) Voted in favour of the resolution:

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	16	73419939	100
Total	16	73419939	100

(ii) Voted against the resolution:

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	0	0	0
Total	0	0	0

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total numbers of votes cast by them
0	0

B) Resolution 2

To appoint a Director in place of Shri Jagdish Singh Dalal, who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	16	73419939	100
Total	16	73419939	100

(ii) Voted against the resolution:

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	0	0	0
Total	0	0	0

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total numbers of votes cast by them
0	0



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C) Resolution 3

"RESOLVED THAT pursuant to the provisions of Section 139 and 141 and all other provisions, if any, of the Companies Act, 2013 (Corresponding Section 224(1B) and other applicable provisions, if any, of the Companies Act, 1956), M/s. O. P. Bagla & Company, Chartered Accountants, be and are hereby appointed as Statutory Auditors of the Company for a period of five years commencing from 01.04.2014 till 31.03.2019, to hold office from the conclusion of this Annual General Meeting of the Company, and that the Board of Directors/Audit Committee of the Board be and is hereby authorized to fix their remuneration."

(i) Voted in favour of the resolution:

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	16	73419939	100
Total	16	73419939	100

(ii) Voted against the resolution:

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	0	0	0
Total	0	0	0

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total numbers of votes cast by them
0	0

D) Resolution 4

"RESOLVED THAT in suppression of the earlier resolutions passed, pursuant to the provisions of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, and enactment thereof from time to time, of the Companies Act, 2013 (Corresponding Sections 198, 269, 309 and 310 read together with Schedule XIII and subject to the applicable provisions, if any, of the Companies Act, 1956 (as amended and prevailing for the time being), or any other law in force, the consent of the Company be and is hereby accorded to the re-appointment of Shri Raj Kumar Gupta as Chairman & Managing Director of the Company for a period of five years with effect from 1st day of October 2014

(i) Voted in favour of the resolution:

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	16	73419939	100
Total	16	73419939	100

(ii) Voted against the resolution:

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	0	0	0
Total	0	0	0



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(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total numbers of votes cast by them
0	0

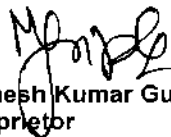
6. The register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking You,

Yours faithfully,

For Mahesh Gupta & Company

Company secretaries



Mahesh Kumar Gupta
Proprietor

Place: **New Delhi**Dated: **23rd September 2014**