

# HEMANSHU KAPADIA & ASSOCIATES

## COMPANY SECRETARIES

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### SCRUTINISER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 and Secretarial Standard 2 issued by the Institute of Company Secretaries of India]

To,  
The Chairman  
20<sup>th</sup> Annual General Meeting of  
Starcom Information Technology Limited  
73/1, Sheriff Centre, 5<sup>th</sup> Floor,  
St. Marks Road, Bangalore- 560001

Sub.: Result of E-voting held for 20<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of Starcom Information Technology Limited

Dear Sir,

1. I, Hemanshu Kapadia, Practicing Company Secretary (Membership No. F3477), Proprietor of M/s. Hemanshu Kapadia & Associates, Mumbai, had been appointed by the Board of Directors of Starcom Information Technology Limited (the Company) as a Scrutinizer for the purpose of scrutinising the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) as amended by Companies (Management and Administration) Amendment Rules, 2015, Secretarial Standard - 2 issued by the Institute of Company Secretaries of India and the Listing Agreement, on the resolutions contained in the notice to the 20<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company, held on Saturday, 26<sup>th</sup> September 2015 at 11.30 A.M. at No. 150, Diamond District Club House, Old Airport Road, Kodihally, Bangalore - 560008
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, Rules relating to voting through electronic means and Secretarial Standard - 2 on the resolutions contained in the Notice to the 20<sup>th</sup> AGM of the Members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above, based on the report generated from the e-voting system provided by CDSL, the authorized agency to provide e-voting facilities and engaged by the Company.
3. Further to the above, I submit my report as under:-
  - i. The e-voting period remained open from Wednesday, 23<sup>rd</sup> September 2015 at (9:00 a.m. IST) and ended on Friday, 25<sup>th</sup> September 2015 (5:00 p.m. IST).

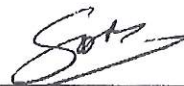


A handwritten signature in blue ink, appearing to be "Hemanshu Kapadia", written over a horizontal line.

- ii. The Members of the Company as on the "cut-off" date i.e. Saturday, 19<sup>th</sup> September 2015 were entitled to vote on the resolutions (items no. 1 to 3 as set out in the notice of the 20<sup>th</sup> AGM of the Company).
- iii. The votes cast were unblocked on 26<sup>th</sup> September 2015 in the presence of two witnesses, Ms. Preeti Bhangle and Mr. Siddhanth Nimbalkar who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Preeti Bhangle



Name: Siddhanth Nimbalkar

- iv. Thereafter, the details containing inter alia, list of Equity Shareholders, who voted "for" or "against" each of the resolutions that were put to vote at the 20<sup>th</sup> AGM of the Company, were generated from the e-voting website of CDSL i.e. <https://www.evotingindia.com> and based on such report generated, the result of the e-voting is as under:

**I. Ordinary Business:**

- (a) Resolution No. 1: To receive, consider and adopt the audited financial statements of the Company including the Audited Balance sheet as at 31<sup>st</sup> March 2015, audited Statement of Profit and Loss and the Cash flow Statement of the Company for the year ended 31<sup>st</sup> March 2015 and notes related thereto together with the Reports of the Directors and the Auditors thereon. (ORDINARY RESOLUTION):

- (i) Voted in favour of the resolution:

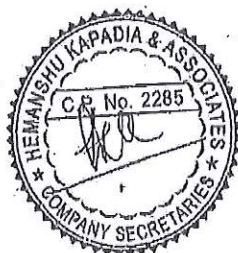
Number of Members voted	Number of votes cast by them	% of total number of valid votes cast on e-voting
6	3838900	100

- (ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast on e-voting
0	0	0

- (iii) Invalid votes:

Total number of members whose votes were declared invalid.	Total number of votes cast by them on e-voting
0	0






(b) Resolution No. 2: To appoint a Director in place of Mr. Laxminarayan Purohit (DIN: 03599758), who retires by rotation and being eligible, offers himself for re-appointment. (ORDINARY RESOLUTION):

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast on e-voting
6	3838900	100

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast on e-voting
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid.	Total number of votes cast by them on e-voting
0	0

(c) Resolution No. 3: To ratify the appointment of M/s. S G C O & Co., Chartered Accountants, (Firm Registration No. 112081W) as the Statutory Auditors and fixing their remuneration at a later date (ORDINARY RESOLUTION):

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast on e-voting
6	3838900	100

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast on e-voting
0	0	0

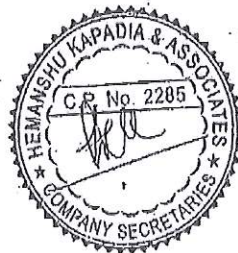
(iii) Invalid votes:

Total number of members whose votes were declared invalid.	Total number of votes cast by them on e-voting
0	0

Thanking you.

*H. Kapadia*

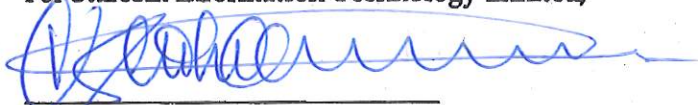
Hemanshu Kapadia  
Scrutinizer  
Practising Company Secretary  
C.P. No.: 2285  
Membership No.: F3477



Date: 26<sup>th</sup> September 2015  
Place: Bangalore

Acknowledge receipt of the same.

For Starcom Information Technology Limited,



**Maddur Gundurao Mohankumar**  
(DIN: 00020029)  
Chairman of the 20<sup>th</sup> AGM of  
Starcom Information Technology Limited

Date: 28<sup>th</sup> September 2015

Place: Bangalore