

Scrutinizer's Report- Combined
(Consolidated Report of Scrutinizer's on remote e-voting and voting by poll at the Annual General Meeting)

(Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014)

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

Dear Sir,

Ref.: Combined Scrutinizer's Report in terms of provisions of the Companies Act, 2013 read with the Rules issued there under, Secretarial Standard - 2 and applicable provisions of Listing Agreement, on remote e-voting and voting by poll at the 20th Annual General Meeting (AGM) of the Equity Shareholders of Starcom Information Technology Limited held on Saturday, 26th September 2015 at 11.30 A.M. at No. 150, Diamond District Club House, Old Airport Road, Kodihally, Bangalore - 560008

1. I, Hemanshu Kapadia, Practicing Company Secretary (Membership No. F3477), Proprietor of M/s. Hemanshu Kapadia & Associates, Mumbai, had been appointed as Scrutinizer by the Board of Directors of Starcom Information Technology Limited (the Company) at their meeting held on 1st September 2015 for scrutinising Remote e-voting process pursuant to the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) as amended by Companies (Management and Administration) Amendment Rules, 2015 and the Secretarial Standards (SS-2) on General Meetings issued by the Institute of Company Secretaries of India;
2. The Company had availed the remote e-voting facility provided by Central Depository Services (India) Limited for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced from Wednesday, 23rd September 2015 at (9:00 a.m. IST) and ended on Friday, 25th September 2015 (5:00 p.m. IST) and the CDSL remote e-voting platform was blocked thereafter.
3. On the basis of the votes exercised by the Shareholders of the Company through remote e-voting, I have issued separate Scrutinizer's Report dated 26th September 2015 on the remote e-voting.
4. Under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and the Secretarial Standards (SS-2) on General Meetings issued by the Institute of Company Secretaries of India, we Hemanshu Kapadia, Practicing Company Secretary (Membership No.: F3477), Proprietor of M/s. Hemanshu Kapadia & Associates, Mumbai, and Mr. M. Srinivasa Rao, Member of the Company (DP-Client id: IN30154914672637) were appointed as the Scrutinizers by the Chairman of the 20th AGM of the Company to conduct the poll process in fair and



A handwritten signature in blue ink, appearing to be 'M. Srinivasa Rao', written over a horizontal line.

transparent manner on all the resolutions of the 20th AGM of the Members of Starcom Information Technology Limited held on Saturday, 26th September 2015 at 11.30 a.m. at No. 150, Diamond District Club House, Old Airport Road, Kodihally, Bangalore - 560008.

5. On the basis of the votes cast by the Shareholders through poll, we have issued separate Scrutinizers' Report dated 26th September 2015 on the poll taken on all the resolutions contained in the notice to the 20th AGM of the Company.
6. As requested by the management, we submit herewith our combined report on the result of voting through e-voting and Poll as under with brief description of resolutions. Kindly refer the 20th AGM notice for the complete resolutions:

Item of Notice	No. of votes cast-in favour	No of votes cast-against	No. of invalid votes cast	% of votes cast in favour	% of votes cast against
A. Ordinary Business:					
1. To receive, consider and adopt the audited financial statements of the Company including the Audited Balance sheet as at 31 st March 2015, audited Statement of Profit and Loss and the Cash flow Statement of the Company for the year ended 31 st March 2015 and notes related thereto together with the Reports of the Directors and the Auditors thereon. (Ordinary Resolution)	3858197	0	0	100	0
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)	3858197	0	0	100	0
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)	3858197	0	0	100	0

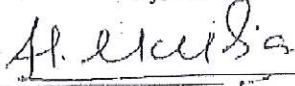
* The invalid votes are not considered for the purpose of calculating the percentage

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 poll on all the resolutions contained in the Notice of the 20th AGM of the Members of the Company. Our responsibility as the scrutinizers for the e-voting process and for poll 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 report generated from the e-voting system provided by CDSL, the authorized agency to provide e-voting facilities and engaged by the Company and Sharex Dynamic (India) Private Limited (Registrar and Share Transfer Agent) at the time of poll taken at the 20th AGM.

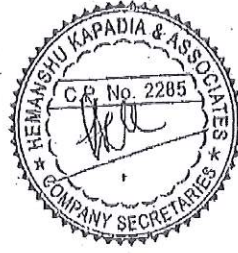


(Handwritten signature in blue ink)

Thanking you,



Hemanshu Kapadia
Scrutinizer for E-voting and Poll
Practicing Company Secretary
C.P. No.: 2285 Membership No.: F3477



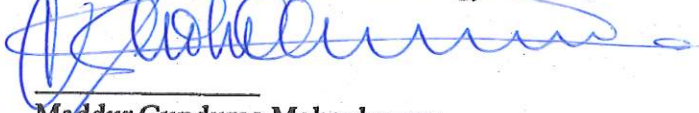


M. Srinivasa Rao
Scrutinizer for Poll
Member
DP-Client id: IN30154914672637

Date: 26th September 2015
Place: Bangalore

Date: 26th September 2015
Place: Bangalore

Acknowledge receipt of the same
For Starcom Information Technology Limited,



Maddur Gundurao Mohankumar
(DIN: 00020029)
Chairman of the 20th AGM of
Starcom Information Technology Limited

Date: 28th September 2015
Place: Bangalore