
SCRUTINIZER'S REPORT ON E-VOTING AND POSTAL BALLOT PROCESS

**[PURSUANT TO SECTIONS 108 AND 110 OF THE COMPANIES ACT, 2013 READ
WITH RULES 20 & 22 OF THE COMPANIES (MANAGEMENT AND
ADMINISTRATION) RULES, 2014]**

To
The Chairman
Alankit Limited
(Formerly known as Euro Finmart Ltd.)
205-208, Anarkali Complex,
Jhandewalan Extension,
New Delhi- 110055

**Sub:- Scrutinizer's Report – Result of E- Voting and Postal Ballot process conducted by
Alankit Limited ("The Company") in pursuant to the provisions of Sections 108 and
110 of the Companies Act, 2013 ('the Act') read with Rules 20 & 22 of the Companies
(Management And Administration) Rules, 2014**

Dear Sir

The Board of Directors of Alankit Limited ('the Company') vide resolution dated February 23, 2016 had decided to provide to the members of the Company, a facility to exercise their voting rights on the resolutions for the following pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 ('the Act'), read with Rules 20 & 22 of the Companies (Management And Administration) Rules, 2014:

- i. Amending the Articles of Association of the Company to insert the clause for Chairman Emeritus.



- ii. Related Party Transactions pursuant to the provisions of Section 188 and other provisions, if any, of the Companies Act, 2013 read with applicable Rules under Companies (Management of Board and its Powers) Rules, 2014 with respect to rendering of services by the Company with effect from 1st April, 2016 and every year thereafter, up to maximum of Rs. 200 Crores per annum.

I, Ashok Kumar Juneja, Advocate, having Bar Enrolment No.: D/579/2005, proprietor of Juneja Associates, Corporate Lawyers & Consultants, New Delhi, has been appointed as the Scrutinizer by the Board of Directors of the Company in its Meeting held on February 23, 2016 as required under Sections 108 and 110 of the Companies Act, 2013 ('the Act') read with Rules 20 & 22 of the Companies (Management And Administration) Rules, 2014 for the purpose of scrutinizing the requisite majority for passing of resolution as aforesaid.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to the voting through electronic means and postal ballot on the resolutions mentioned above. My responsibility as a Scrutinizer is restricted to ensure that the e- voting process and Postal Ballot process is conducted in a fair and transparent manner and make the Scrutinizer's Report of the votes casted "in favour" or "Against" the resolutions stated above based on the postal ballots received by the Company and reports generated from the e- voting system provided by the National Securities Depositories Limited (NSDL), the authorised agency to provide e- voting facilities engaged by the Company.

The Notice dated February 23, 2016 was sent to the Shareholders of the Company alongwith statement setting out material facts under Section 102 of the Companies Act, 2013.

I hereby submit my report on the results of the votes casted by the Shareholders of the Company as under:

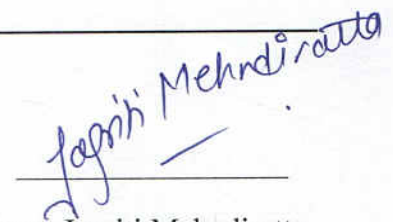


1. The e- voting period remained open from Friday, the March 04, 2016 (10:00 a.m.) to Sunday, the April 03, 2016 (6:00 p.m.).
2. At the end of the e- voting period, I have unblocked the electronic votes in the presence of two witnesses not in the employment of the Company.
3. The details containing List of the Shareholders who voted for or against the resolution that was put to vote were downloaded from the e- voting website of NSDL (www.evoting.nsdl.com).
4. I have scrutinized the votes casted through electronics means and postal ballot process for the purpose of this report.
5. The Company has issued the Postal Ballot Notice, completed the dispatch of Postal Ballot Forms along with notice and postage prepaid business reply envelope to its Members whose name(s) appeared on the Register of Members / List of Beneficiaries as on February 23, 2016.
6. Particulars of all the Postal Ballot forms received from the Members have been entered in an excel file maintained electronically for the purpose.
7. The Postal Ballot Forms have been kept under my safe custody in seal and tamper proof ballot boxes before commencing the scrutiny of such ballot forms.
8. The boxes were opened on April 04, 2016 in my presence and 2 witnesses, CS Neha Kothiyal and Ms. Jagriti Mehndiratta, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.





Name: CS Neha Kothiyal



Name: Jagriti Mehndiratta

9. The Postal Ballot Forms were duly opened in my presence and aforesaid two witnesses and were scrutinized. The shareholding mentioned on Forms was confirmed with the Register of Members of the Company / List of Beneficiaries as on February 23, 2016.
10. All the Postal Ballots received upto the close of working hours i.e., 6:00 PM on April 03, 2016, the last date and time fixed by the Company for the receipt of the Forms, were considered for my scrutiny.
11. No envelope containing Postal Ballot Forms was received after 6:00 PM, April 03, 2016.
12. No envelope containing undelivered Postal Ballot Forms was received undelivered.
13. I did not find any defaced or mutilated Ballot Paper.
14. A summary of the Postal Ballot Forms and e- voting are as follows:

The result of the e- voting is given below:



1. Pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013, the Articles of Association of the Company be and are hereby altered to include the Clause for Chairman Emiritus by inserting Article 75A after the present Article 75 of the Articles of Association of the Company:

| Type of Resolution | Total No. of shareholders who casted Votes in favour (in Numbers) | Votes in Favour (In Numbers) | Votes in Favour (In %) | Total No. of shareholders who casted Votes Against (In No.) | Votes casted Against (In Numbers) | Votes Casted Against (In %) |
|--------------------|---|------------------------------|------------------------|---|-----------------------------------|-----------------------------|
| Special | 13 | 1938 | 100% | NIL | NIL | NIL |

2. Pursuant to the provisions of Section 188 and other provisions, if any, of the Companies Act, 2013 read with applicable Rules under Companies (Management of Board and its Powers) Rules, 2014 and in terms of applicable provisions of Listing Agreement executed with the Stock Exchanges (including any amendment, modification or re-enactment thereof), consent of the members of the Company be and is hereby accorded for entering into the following proposed Related Party Transactions with respect to rendering of services by Alankit Limited with effect from 1st April, 2016 and every year thereafter, up to maximum of Rs. 200 Crores per annum:

| Type of Resolution | Total No. of shareholders who casted Votes in favour (in Numbers) | Votes in Favour (In Numbers) | Votes in Favour (In %) | Total No. of shareholders who casted Votes Against (In No.) | Votes casted Against (In Numbers) | Votes Casted Against (In %) |
|--------------------|---|------------------------------|------------------------|---|-----------------------------------|-----------------------------|
| Special | 12 | 1913 | 100% | NIL | NIL | NIL |



The result of the Physical Postal Ballot process is given below:

| 1. Pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013, the Articles of Association of the Company be and are hereby altered to include the Clause for Chairman Emiritus by inserting Article 75A after the present Article 75 of the Articles of Association of the Company: | | | | | | |
|--|---|------------------------------|------------------------|---|-----------------------------------|-----------------------------|
| Type of Resolution | Total No. of shareholders who casted Votes in favour (in Numbers) | Votes in Favour (In Numbers) | Votes in Favour (In %) | Total No. of shareholders who casted Votes Against (In No.) | Votes casted Against (In Numbers) | Votes Casted Against (In %) |
| Special | 122 | 3,34,71,263 | 100% | NIL | NIL | NIL |

| 2. Pursuant to the provisions of Section 188 and other provisions, if any, of the Companies Act, 2013 read with applicable Rules under Companies (Management of Board and its Powers) Rules, 2014 and in terms of applicable provisions of Listing Agreement executed with the Stock Exchanges (including any amendment, modification or re-enactment thereof), consent of the members of the Company be and is hereby accorded for entering into the following proposed Related Party Transactions with respect to rendering of services by Alankit Limited with effect from 1 st April, 2016 and every year thereafter, up to maximum of Rs. 200 Crores per annum: | | | | | | |
|---|---|------------------------------|------------------------|---|-----------------------------------|-----------------------------|
| Type of Resolution | Total No. of shareholders who casted Votes in favour (in Numbers) | Votes in Favour (In Numbers) | Votes in Favour (In %) | Total No. of shareholders who casted Votes Against (In No.) | Votes casted Against (In Numbers) | Votes Casted Against (In %) |
| Special | 115 | 2,51,19,323 | 99.995% | 3 | 1,150 | 0.005% |



The Combined Result of e- voting and postal ballot process is given below:

1. Pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013, the Articles of Association of the Company be and are hereby altered to include the Clause for Chairman Emiritus by inserting Article 75A after the present Article 75 of the Articles of Association of the Company:

| Type of Resolution | Total No. of shareholders who casted Votes in favour (in Numbers) | Votes in Favour (In Numbers) | Votes in Favour (In %) | Total No. of shareholders who casted Votes Against (In No.) | Votes casted Against (In Numbers) | Votes Casted Against (In %) |
|--------------------|---|------------------------------|------------------------|---|-----------------------------------|-----------------------------|
| Special | 135 | 3,34,73,201 | 100% | NIL | NIL | NIL |

2. Pursuant to the provisions of Section 188 and other provisions, if any, of the Companies Act, 2013 read with applicable Rules under Companies (Management of Board and its Powers) Rules, 2014 and in terms of applicable provisions of Listing Agreement executed with the Stock Exchanges (including any amendment, modification or re-enactment thereof), consent of the members of the Company be and is hereby accorded for entering into the following proposed Related Party Transactions with respect to rendering of services by Alankit Limited with effect from 1st April, 2016 and every year thereafter, up to maximum of Rs. 200 Crores per annum:

| Type of Resolution | Total No. of shareholders who casted Votes in favour (in Numbers) | Votes in Favour (In Numbers) | Votes in Favour (In %) | Total No. of shareholders who casted Votes Against (In No.) | Votes casted Against (In Numbers) | Votes Casted Against (In %) |
|--------------------|---|------------------------------|------------------------|---|-----------------------------------|-----------------------------|
| Special | 127 | 2,51,21,236 | 99.995% | 3 | 1,150 | 0.005% |



15. The Register, all other papers and relevant records relating to the voting shall remain in my custody until the Chairman or any Director of the Company considers, approves and signs the results of the Postal Ballot.

16. **RESULT**

Resolution No.: 1

As 100% votes are casted in favour of the Resolution No. 1, I report that the Special Resolution with regard to the Resolution for altering Articles of Association of the Company to include Chairman Emiritus as set out in the Notice of the Postal Ballot is passed unanimously.

Resolution No.: 2

As 99.995% votes are casted in favour of the Resolution No. 2, I report that the Special Resolution with regard to the Resolution for approving Related Party Transactions as set out in the Notice of the Postal Ballot is passed by majority.

Thanking You
Yours Sincerely



Advocate Ashok Kumar Juneja

Scrutinizer

Delhi Bar Council Enrolment No.:

D/579/2005



Date: 5th April, 2016

Place: New Delhi