



**CS SKANNAN**  
Complete Compliance



**FORM No. MGT-13**  
**Report of Scrutinizer**

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21 (2) of the Companies (Management and Administration) Rules, 2014 amended as on date]

To,

**Mr. A T Malkani**  
**Chairman**

**41<sup>st</sup> Annual General Meeting of the Members of Ador Fontech Limited**

**Held on 4<sup>th</sup> August, 2016 at Woodlands Hotel Private Limited, #5 Raja Ram Mohan Roy Road Bangalore 560 025 at 11.30 hrs.**

Dear Sir,

Sub: Consolidated Scrutinizer's Report on e-Voting process and poll conducted at the 41<sup>st</sup> Annual General Meeting (AGM) held on 4<sup>th</sup> August, 2016.

I, S Kannan, Practicing Company Secretary, appointed as Scrutinizer for the purpose of the poll taken on the resolutions indicated in the Notice sent to the shareholders of the company through e-voting and postal ballot and by poll at the Annual General Meeting (AGM) of the company held on 4<sup>th</sup> August, 2016 at Woodlands Hotel Private Limited, #5 Raja Ram Mohan Roy Road Bangalore 560 025 at 11.30 hours, submit my report as under:

1. The remote e-voting commenced from 1<sup>st</sup> August, 2016 at 9.00 AM and concluded at 5.00 PM on 3<sup>rd</sup> August, 2016. The Company had sent the annual reports to 3,111 shareholders through e-mail out of which, 24 shareholders had exercised their rights in casting their votes through remote e-voting system.
2. Physical copy of the Annual Report was sent by Courier to 3,240 shareholders to whom opportunity to participate in the poll through postal ballot was provided. However, none of the shareholders had exercised their rights in casting their votes.
3. Amongst the 62 shareholders present at the AGM, 44 Shareholders had exercised their rights in casting their votes.
4. After the announcement on polling at the AGM, one ballot box was duly locked by me and kept for polling with due identification marks.
5. The locked ballot box was subsequently opened by me. As per Law, I counted the votes cast at the meeting and then unblocked the votes cast through remote e-voting.
6. The poll papers were diligently scrutinized and were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

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**CS S KANNAN**

Consultant Company Secretary, FCS 6261, PCS No. 13016

13, Ground Floor, 1<sup>st</sup> Main, Venkateswara Lay Out, Attiguppe, Vijayanagara, Bengaluru - 560040

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7. There were no incomplete or defective poll papers.

8. The results of the Poll are as under:

SL. NO.	RES. NO.	Resolution	E-VOTING		Poll at AGM		Total		Result
			For	Against	For	Against	For	Against	
1	1	<b>Adoption of accounts</b> To consider and adopt the audited financial statements (including the consolidated statements) of the Company for the financial year ended March 31, 2016 and the reports of the Board of Directors ('the Board') and Auditors thereon	5306937	0	41858	0	5348795	0	Passed with requisite majority
2	2	<b>Declaration of dividend</b> To declare dividend of Rs. 3.50 (Rupees three and paise fifty only) per equity share for the financial year ended March 31, 2016.	5306937	0	41858	0	5348795	0	Passed with requisite majority
3	3	Re-appointment of Mrs. N Malkani Nagpal as Director (DIN 00031985)	5306937	0	41858	0	5348795	0	Passed with requisite majority
4	4	Appointment of Auditors To ratify the appointment of Auditors of the Company, fix their remuneration.	5306937	0	41858	0	5348795	0	Passed with requisite majority
5	5	Appointment of Branch Auditors	5306937	0	41858	0	5348795	0	Passed with requisite majority

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For your information, details of the polling done through remote e-voting, and polling done by members present at the AGM are given in **Annexure A**.

On reckoning the voting rights of the Members of the Company, I report that all the resolutions shall stand passed with the requisite majority. The company is hereby instructed to put up the results on its web site and also that of the service provider and inform the Stock Exchanges.

I confirm that I am maintaining the registers received from the service provider electronically, in respect of the votes cast through remote e-voting by the shareholders of the Company. I have handed over the following documents to your authorized representative:

1. Original ballot papers casted by and among the members present at the AGM numbering 44.
2. Annexure A as indicated above.

S Kannan  
FCS 6261  
C P No. 13016

**Place: Bangalore**  
**Date : 4<sup>th</sup> August, 2016**

**Encl: As above.**

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**CS S KANNAN**

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