



Amit R. Dadheech & Associates
Company Secretaries

FORM No. MGT-13

Report of Scrutinizer(s)

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

September 28, 2017

To,
The Chairman,
30th Annual General Meeting of the Equity
Shareholders of Vani Commercials Limited,
Held on September 28, 2017 at 10.30 A.M at
Khushi Banquet, MP Mall, MP Block,
Pitampura, New Delhi – 110034

Sub: Combined Scrutinizer's Report on e-voting and physical ballot forms 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

Dear Sir,

I, Amit R. Dadheech, was appointed as scrutinizer by the Board of Directors at their meeting held on August 29, 2017, for the purpose of the e-voting and physical ballot voting taken on the resolutions as mentioned in the Notice of Annual General Meeting dated August 29, 2017, for the 30th Annual General Meeting of the Company held on September 28, 2017 at 10.30 A.M at Khushi Banquet, MP Mall, MP Block, Pitampura, New Delhi – 110034 and I submit my consolidated report as under:

1. After the time fixed for closing of the voting by the Chairman, One ballot box kept for the voting was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence along with two shareholders who witness' the same and the ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. There were no ballot papers, which were incomplete or which were otherwise found defective.
4. The consolidated results of the e-voting and ballot is given in the annexure to our report.



Annexure - 1

The combined result of e-voting and voting through physical ballot at the 30th Annual General Meeting of Vani Commercials Limited is as under:

Date of the AGM / EGM	September 28, 2017
Total number of shareholders as on record date (September 22, 2017)	1231
No. of shareholders present in the meeting either in person or through proxy (Promoter and Promoter Group)	03
No. of shareholders present in the meeting either in person or through proxy (Other Public Shareholders)	12

Agenda – wise disclosure (to be disclosed separately for each agenda item)

Agenda Item No. 1			To consider & Adopt Standalone & Consolidate Financial statements and report of the Board of Directors and Auditors thereon, for financial year ended March 31, 2017					
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter / promoter group are interested in the agenda / resolution			No					
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of votes – against (5)	% of Votes in favor on Votes polled (6)=[(4)/(2)]*100	% of Votes against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	235100	175700	74.73	175700	-	100.00	-
	Physical ballot		0	0	0	-	100.00	-
	Total		175700	74.73	175700	-	100.00	-
Public – Institutional Holders	E-voting	0	-	-	-	-	-	-
	Physical ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Others (including FI's)	E-voting	3884700	364738	9.39	364738	-	100.00	-
	Physical ballot		55503	1.43	55503	-	100.00	-
	Total		420241	10.82	420241	-	100.00	-
Total		4119800	595941	14.46	595941	-	100.00	-



Agenda Item No. 2				Re-appointment of Mr. Mukesh Kumar Sukhija (DIN:01038078), who retires by rotation and being eligible offers himself for Re-appointment				
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter / promoter group are interested in the agenda / resolution				—				
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of votes – against (5)	% of Votes in favor on Votes polled (6)=[(4)/(2)]*100	% of Votes against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	235100	19000	8.08	19000	-	100.00	-
	Physical ballot		0	0	0	-	100.00	-
	Total		19000	8.08	19000	-	100.00	-
Public – Institutional Holders	E-voting	0	-	-	-	-	-	-
	Physical ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Others (including Fil's)	E-voting	3884700	364738	9.39	364738	-	100.00	-
	Physical ballot		55503	1.43	55503	-	100.00	-
	Total		420241	10.82	420241	-	100.00	-
Total		4119800	595941	14.46	595941	-	100.00	-

Agenda Item No. 3				Appointment of M/s MKRJ & Co., Chartered Accountants, as the Statutory Auditors of the Company.				
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter / promoter group are interested in the agenda / resolution				—				
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of votes – against (5)	% of Votes in favor on Votes polled (6)=[(4)/(2)]*100	% of Votes against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter	E-voting	235100	175700	74.73	175700	-	100.00	-
	Physical ballot		0	0	0	-	100.00	-



Group	Total		175700	74.73	175700	-	100.00	-
Public Institutional Holders	E-voting	0	-	-	-	-	-	-
	Physical ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Others (including FII's)	E-voting	3884700	364738	9.39	364738	-	100.00	-
	Physical ballot		55503	1.43	55503	-	100.00	-
	Total		420241	10.82	420241	-	100.00	-
Total	4119800		595941	14.46	595941	-	100.00	-

Agenda Item No. 4			Appointment of Mr. Pravinbhai Parsotambhai Shankhvara as Director.					
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter / promoter group are interested in the agenda / resolution			—					
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of votes – against (5)	% of Votes in favor on Votes polled (6)=[(4)/(2)]*100	% of Votes against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	235100	175700	74.73	175700	-	100.00	-
	Physical ballot		0	0	0	-	100.00	-
	Total		175700	74.73	175700	-	100.00	-
Public Institutional Holders	E-voting	0	-	-	-	-	-	-
	Physical ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Others (including FII's)	E-voting	3884700	364738	9.39	364738	-	100.00	-
	Physical ballot		55503	1.43	55503	-	100.00	-
	Total		420241	10.82	420241	-	100.00	-
Total		4119800	595941	14.46	595941	-	100.00	-



Agenda Item No. 5				Appointment of Mr. Viralbhai Vijaybhai Dodiya as Director				
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter / promoter group are interested in the agenda / resolution				—				
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of votes – against (5)	% of Votes in favor on Votes polled (6)=[(4)/(2)]*100	% of Votes against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	235100	175700	74.73	175700	-	100.00	-
	Physical ballot		0	0	0	-	100.00	-
	Total		175700	74.73	175700	-	100.00	-
Public – Institutional Holders	E-voting	0	-	-	-	-	-	-
	Physical ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Others (including FII's)	E-voting	3884700	364738	9.39	364738	-	-	-
	Physical ballot		55503	1.43	55503	-	100.00	-
	Total		420241	10.82	420241	-	100.00	-
Total		4119800	595941	14.46	595941	-	100.00	100.00

Agenda Item No. 6				Appointment of Ms. Neha Ashish Karia as Director.				
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter / promoter group are interested in the agenda / resolution				No				
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of votes – against (5)	% of Votes in favor on Votes polled (6)=[(4)/(2)]*100	% of Votes against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	235100	175700	74.73	175700	-	100.00	-
	Physical ballot		0	0	0	-	100.00	-
	Total		175700	74.73	175700	-	100.00	-
Public – Institutional Holders	E-voting	0	-	-	-	-	100.00	-
	Physical ballot		-	-	-	-	-	-



	Total		-	-	-	-	-	-
Public Others (including FII's)	E-voting	3884700	364738	9.39	364738	-	100.00	-
	Physical ballot		55503	1.43	55503	-	100.00	-
	Total		420241	10.82	420241	-	100.00	-
Total	4119800	595941	14.46	595941	-	100.00	-	

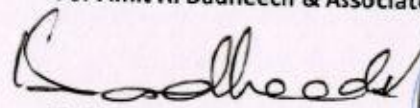
Agenda Item No. 7				Appointment of Ms. Neha Ashish Karia as Managing Director.				
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter / promoter group are interested in the agenda / resolution				No				
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of votes – against (5)	% of Votes in favor on Votes polled (6)=[(4)/(2)]*100	% of Votes against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	235100	175700	74.73	175700	-	100.00	-
	Physical ballot		0	0	0	-	100.00	-
	Total		175700	74.73	175700	-	100.00	-
Public – Institutional Holders	E-voting	0	-	-	-	-	-	-
	Physical ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Others (including FII's)	E-voting	3884700	364738	9.39	364738	-	100.00	-
	Physical ballot		55503	1.43	55503	-	100.00	-
	Total		420241	10.82	420241	-	100.00	-
Total	4119800	595941	14.46	595941	-	100.00	-	

All the percentages have been rounded off upto two decimals

The electronic data and physical ballot papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking You.

For Amit R. Dadheech & Associates


Amit R. Dadheech
ACS: 22889, CP: 8952
Delhi, September 28, 2017

