

DEEP SHUKLA & ASSOCIATES COMPANY SECRETARIES

B-4, The Parle Colony Co-op. Hsg. Society Ltd., Sahakar Road, Next to Gokul Arcade, Vile Parle (East), Mumbai - 400057. Tele: 022 - 26834250 / 2683 2266

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SCRUTINIZER'S REPORT

To,
The Board of Directors, **SOUTH INDIA PROJECTS LIMITED**5 & 6, Fancy Lane,
8th Floor, Kolkatta: 700001.

Respected Sirs,

Pursuant to Section 110 of the Companies Act, 2013 (including any modification or reenactment thereon) [the "Act"] read with the Companies (Management and Administration) Rules, 2014, as amended, [the "Rules"] and other applicable provisions, if any, given below are the results of Postal Ballot sought by **SOUTH INDIA PROJECTS LIMITED** for the Special and Ordinary Resolutions as set out in the Postal Ballot Notice dated 26th February, 2016.

Further, the Members were also provided the opportunity to cast their vote(s) through electronic voting system in terms of the platform as provided by CSDL e-voting system (www.evotingindia.com).

The result of the electronic voting was downloaded after the closure of the working hours of the Company on 30th April, 2016 from CDSL website providing the platform for e-voting system (www.evotingindia.com) and has been included in our report.



POSTAL BALLOT RESULTS

Type of Resolution: Special

Change in object clause of the company

i. Under E-voting mode:

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
	29	1859251	100.00
Total no. of e-voters/votes			-
Less: Invalid/Abstain	-	1050051	100.00
Net Valid votes	29	1859251	
Votes with assent	29	1859251	100.00
Votes with Dissent	-	-	_

ii. Under physical mode:

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
m 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	3	5	100.00
Total postal ballots received			0.00
Less: Invalid/Abstain		-	100.00
Net Valid votes	3	5	
170 M 2 31 M 20 20 80	3	4	80.00
Votes with assent	3	1	20.00
Votes with Dissent	3		

iii. Consolidated voting results [e-voting + physical mode]

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Total no. of e-voters/votes	32	1859256	100.00
			-
Less: Invalid/Abstain	-		100.00
Net Valid votes	32	1859256	100.00
	31	1859255	100.00
Votes with assent			
Votes with Dissent	01	01	_

Based on the above facts, the above Special Resolution may be considered as passed with *absolute majority* by the shareholders of the Company by way of Postal Ballot.

Type of Resolution: Special

Change in Registered office from one state to another

i. Under E-voting mode:

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Total no. of e-voters/votes	29	1859251	100.00
Less: Invalid/Abstain	_	-	100.00
Net Valid votes	29	1859251	100.00
Votes with assent	29	1859251	100.00
Votes with Dissent	-	1007231	100.00

ii. Under physical mode:

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Total postal ballots received	3	5	100.00
Less: Invalid/Abstain	-		
Net Valid votes	2		0.00
Votes with assent	3	5	100.00
	3	4	80.00
Votes with Dissent	3	1	20.00

iii. Consolidated voting results [e-voting + physical mode]

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Total no. of e-voters/votes	32	1859256	100.00
Less: Invalid/Abstain	_	-	100.00
Net Valid votes	32	1859256	100.00
Votes with assent	31	1859255	100.00
Votes with Dissent	. 01	01	100.00

Based on the above facts, the above Special Resolution may be considered as passed with *absolute majority* by the shareholders of the Company by way of Postal Ballot.



Appointment of Mr. Joseph Sudheer Reddy Thumma as a Director of the Company

i. <u>Under E-voting mode:</u>

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Total no. of e-voters/votes	29	1859251	100.00
Less: Invalid/Abstain	-	_	-
Net Valid votes	29	1859251	100.00
Votes with assent	29	1859251	100.00
Votes with Dissent	-	-	-

ii. Under physical mode:

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Total postal ballots received	3	5	100.00
Less: Invalid/Abstain	9 9	-	0.00
Net Valid votes	3	5	100.00
Votes with assent	3	5	100.00
Votes with Dissent	-		n 🐷

iii. Consolidated voting results [e-voting + physical mode]

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Total no. of e-voters/votes	32	1859256	100.00
Less: Invalid/Abstain	-	•	(=
Net Valid votes	32	1859256	100.00
Votes with assent	32	1859256	100.00
Votes with Dissent	-	-	-



Appointment of Mr. Jagan Mohan Reddy Thumma as a Director of the Company

i. <u>Under E-voting mode:</u>

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Total no. of e-voters/votes	29	1859251	100.00
Less: Invalid/Abstain	-	2	
Net Valid votes	29	1859251	100.00
Votes with assent	29	1859251	100.00
Votes with Dissent	-	-	100.00

ii. Under physical mode:

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Total postal ballots received	3	5	100.00
Less: Invalid/Abstain	-		0.00
Net Valid votes	3	5	100.00
Votes with assent	. 3	5	100.00
Votes with Dissent	2	-	100.00

iii. Consolidated voting results [e-voting + physical mode]

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Total no. of e-voters/votes	32	1859256	100.00
Less: Invalid/Abstain	-		200.00
Net Valid votes	32	1859256	100.00
Votes with assent	32	1859256	100.00
Votes with Dissent	-	-	100.00



Appointment of Ms. Nikitha Tiparnapally as an Independent Director

i. Under E-voting mode:

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Total no. of e-voters/votes	29	1859251	100.00
Less: Invalid/Abstain	•		
Net Valid votes	29	1859251	100.00
Votes with assent	29	1859251	100.00
Votes with Dissent	-		

ii. Under physical mode:

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Total postal ballots received	3	5	100.00
Less: Invalid/Abstain	÷.	1.	0.00
Net Valid votes	3	5	100.00
Votes with assent	3	5	100.00
Votes with Dissent	-		-

iii. Consolidated voting results [e-voting + physical mode]

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Total no. of e-voters/votes	32	1859256	100.00
Less: Invalid/Abstain	-		-
Net Valid votes	32	1859256	100.00
Votes with assent	32	1859256	100.00
Votes with Dissent	-	-	



Appointment of Mr. Subhash Babu Samala as an Independent Director

i. Under E-voting mode:

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Total no. of e-voters/votes	29	1859251	100.00
Less: Invalid/Abstain			•
Net Valid votes	29	1859251	100.00
Votes with assent	29	1859251	100.00
Votes with Dissent	-	-	-

ii. Under physical mode:

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Total postal ballots received	3	5	100.00
Less: Invalid/Abstain	-	-	0.00
Net Valid votes	3	5	100.00
Votes with assent	3	5	100.00
Votes with Dissent	-		-

iii. Consolidated voting results [e-voting + physical mode]

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Total no. of e-voters/votes	32	1859256	100.00
Less: Invalid/Abstain	-	-	
Net Valid votes	32	1859256	100.00
Votes with assent	32	1859256	100.00
Votes with Dissent	-	-	-



Appointment of Mr. Surya Narayan Tripathy as an Independent Director

i. Under E-voting mode:

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Total no. of e-voters/votes	29	1859251	100.00
Less: Invalid/Abstain	-	1007201	100.00
Net Valid votes	29	1859251	100.00
Votes with assent			100.00
Votes with Dissent	29	1859251	100.00

ii. Under physical mode:

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Total postal ballots received	3	5	100.00
Less: Invalid/Abstain	-		
Net Valid votes			0.00
	3	5	100.00
Votes with assent	3	5	
Votes with Dissent			100.00



iii. Consolidated voting results [e-voting + physical mode]

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Total no. of e-voters/votes	32	1859256	100.00
Less: Invalid/Abstain	-	-	-
Net Valid votes	32	1859256	100.00
Votes with assent	32	1859256	100.00
Votes with Dissent	*	7-2	-

Based on the above facts, the above Ordinary Resolution may be considered as passed *unanimously* by the shareholders of the Company by way of Postal Ballot.

FOR: M/S. DEEP SHUKLA & ASSOCIATES

Company Secretaries

Date: 02/05/2016

Place: Mumbai

DEEP SHUKLA (Proprietor) FCS: 5652

C.P. No.: 5364