

**SCRUTINIZER'S REPORT**

TO  
**THE CHAIRMAN**  
RADHAGOBIND COMMERCIAL LIMITED  
40, METCALFE STREET  
3<sup>RD</sup> FLOOR, ROOMNO. 339  
KOLKATA- 700013

**Sub: Electronic Voting Process under Section 108 of the Companies Act, 2013 ("the Act"), read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and clause 35B of the listing agreement with the stock exchanges and submission of Scrutinizer's Report**

1. I, PRABHU DAYAL RANDAR, practicing Chartered Accountant, Imperial House, 13, Ganesh Chandra Avenue, 2nd Floor, Suite No. 12, Kolkata 700013, have been appointed as Scrutinizer by the Board of Directors of **RADHAGOBIND COMMERCIAL LIMITED**, ("the Company") for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 on the 7 resolutions contained in the notice convening the Annual General Meeting of the members of the Company, to be held at 11:30 AM on Saturday 27th September 2014 40, Metcalfe Street, 3<sup>rd</sup> Floor Roomno. 339 Kolkata-700013
2. 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 on the resolution contained in the notice to the AGM of the members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Ltd. (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company.
3. Further to the above, I submit my report as under
  - 3.1 The e-voting period opened at 10:00 AM on 24th September 2014 and closed at 6:00 PM on 26th September 2014.



- 3.2 The members of the company holding shares as on 22<sup>nd</sup> August 2014 (being record date) were entitled to vote on the resolutions (items no. 1 to 7) as set out in the notice convening the Annual General Meeting of the Company.
- 3.3 The votes cast were unblocked and finalized at 11:00 AM on 27<sup>th</sup> September 2014 in the presence of the persons who were not employees of the Company, and who had signed as witness to the unblocking / finalizing.
- 3.4 The e-voting results with details of equity shareholders who have voted in favour of the Resolutions or against the Resolutions and those who have abstained from voting were downloaded from the website of Central Depository Services (India) Ltd. (CDSL) i.e. ( <https://www.evotingindia.com> ).
- 3.5 The summary of the e-voting for each of the resolution is given below

|  |                     |              |                          |              |
|--|---------------------|--------------|--------------------------|--------------|
| <b>Resolution No</b> 1   |                     |              |                          |              |
| <b>Nature of Resolution</b> Ordinary Resolution  |                     |              |                          |              |
| <b>Subject Matter</b> Adoption of Annual Accounts for the year ended 31 <sup>st</sup> March 2014 together with reports of directors and Auditors |                     |              |                          |              |
| <b>Details of Voting</b>   | <b>Assent (For)</b> |              | <b>Dissent (Against)</b> |              |
|  | <b>No of Votes</b>  | <b>Ratio</b> | <b>No of Votes</b>       | <b>Ratio</b> |
| E-Voting   | 12,33,900           | 85.69%       | 0                        | 0.00%        |

|  |                     |              |                          |              |
|--|---------------------|--------------|--------------------------|--------------|
| <b>Resolution No</b> 2   |                     |              |                          |              |
| <b>Nature of Resolution</b> Ordinary Resolution  |                     |              |                          |              |
| <b>Subject Matter</b> Reappointment of Mr. Sanjay Kumar Tiwari (DIN 01691170) who retires by Rotation. |                     |              |                          |              |
| <b>Details of Voting</b>   | <b>Assent (For)</b> |              | <b>Dissent (Against)</b> |              |
|  | <b>No of Votes</b>  | <b>Ratio</b> | <b>No of Votes</b>       | <b>Ratio</b> |
| E-Voting   | 12,33,900           | 85.69%       | 0                        | 0.00%        |

|   |                     |              |                          |              |
|---|---------------------|--------------|--------------------------|--------------|
| <b>Resolution No</b> 3  |                     |              |                          |              |
| <b>Nature of Resolution</b> Ordinary Resolution   |                     |              |                          |              |
| <b>Subject Matter</b> Appointment of M/s Ashok Kumar Natwarlal and Co. as Statutory Auditors & fixation of their remuneration |                     |              |                          |              |
| <b>Details of Voting</b>  | <b>Assent (For)</b> |              | <b>Dissent (Against)</b> |              |
|   | <b>No of Votes</b>  | <b>Ratio</b> | <b>No of Votes</b>       | <b>Ratio</b> |
| E-Voting  | 12,33,900           | 85.69%       | 0                        | 0.00%        |

|   |                     |              |                          |              |
|---|---------------------|--------------|--------------------------|--------------|
| <b>Resolution No</b> 4  |                     |              |                          |              |
| <b>Nature of Resolution</b> Special Resolution                                      |                     |              |                          |              |
| <b>Subject Matter</b> Adoption of new set of article of association of the Company. |                     |              |                          |              |
| <b>Details of Voting</b>  | <b>Assent (For)</b> |              | <b>Dissent (Against)</b> |              |
|   | <b>No of Votes</b>  | <b>Ratio</b> | <b>No of Votes</b>       | <b>Ratio</b> |
| E-Voting  | 12,33,900           | 85.69%       | 0                        | 0.00%        |





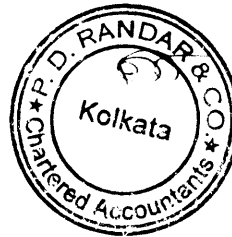
|                             |  |              |                          |              |
|-----------------------------|--|--------------|--------------------------|--------------|
| <b>Resolution No</b>        | 5  |              |                          |              |
| <b>Nature of Resolution</b> | Ordinary Resolution  |              |                          |              |
| <b>Subject Matter</b>       | Appointment of Mr. Radhey Shyam Mishra(DIN 06867080) as Independent Director |              |                          |              |
| <b>Details of Voting</b>    | <b>Assent (For)</b>  |              | <b>Dissent (Against)</b> |              |
|                             | <b>No of Votes</b>   | <b>Ratio</b> | <b>No of Votes</b>       | <b>Ratio</b> |
| E-Voting                    | 12,33,900  | 85.69%       | 0                        | 0.00%        |

|                             |   |              |                          |              |
|-----------------------------|---|--------------|--------------------------|--------------|
| <b>Resolution No</b>        | 6   |              |                          |              |
| <b>Nature of Resolution</b> | Special Resolution  |              |                          |              |
| <b>Subject Matter</b>       | ReAppointment of Mr. Sanjay Kumar Tiwari(DIN 01691170)as Managing Time Director |              |                          |              |
| <b>Details of Voting</b>    | <b>Assent (For)</b>   |              | <b>Dissent (Against)</b> |              |
|                             | <b>No of Votes</b>  | <b>Ratio</b> | <b>No of Votes</b>       | <b>Ratio</b> |
| E-Voting                    | 12,33,900   | 85.69%       | 0                        | 0.00%        |

For, P.D.RANDAR & Co.  
Chartered Accountants

Place:Kolkata

Dated: The 27<sup>th</sup> Day of September ,2014



Prabhu Dayal Randar  
Proprietor  
Membership No. 54778  
Firm Regn. No.319295E