



Shilpi Thapar & Associates  
Company Secretaries

## **SCRUTINIZER'S REPORT**

(Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014)

To,

The Chairman

**ADINATH EXIM RESOURCES LIMITED**

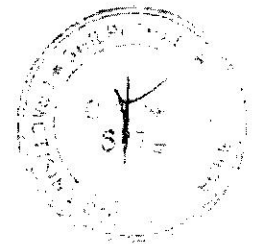
12 A, 3rd Floor, Abhishree Corporate Park,  
Ambli Bopal Road,  
Ambli, Ahmedabad- 380058.

**Ref: 23<sup>rd</sup> Annual General Meeting of the Equity Shareholders of Adinath Exim Resources Limited held on Monday, 12th day of June, 2017 at 10:30 A.M. at Hotel Planet Landmark, 139/1, Ambli - Bopal Road, Off S.G. Road, Near Ashoka Vatika, Opp. Ekta Farm, Ahmedabad, Gujarat - 380058.**

**Sub: Consolidated Scrutinizer's Report on voting through electronic means (remote e-voting) and poll process conducted pursuant to the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015.**

Dear Sir,

I, Shilpi Thapar, of M/s. Shilpi Thapar & Associates, Practising Company Secretaries, having office at 407-B, Pinnacle Business Park, Prahladnagar Corporate Road, Prahladnagar, S.G Highway, Ahmedabad- 380051, had been appointed as the Scrutinizer by the Board of Directors of Adinath Exim Resources Limited (the Company) having its registered office at 12 A, 3rd Floor, Abhishree Corporate Park, Ambli Bopal Road, Ambli, Ahmedabad- 380058 pursuant to the Regulation 44 of SEBI (Listing Obligations and Disclosure



407-B, Pinnacle Business Park,  
Prahladnagar Corporate Road,  
Off S. G. Highway, Prahladnagar,  
Ahmedabad-380051, Gujarat, India.

Tel./Fax Number: +91-79-40047878,  
Email: office.shilpithapar@gmail.com,  
shilpi@shilpithapar.com,  
Web: www.shilpithapar.com

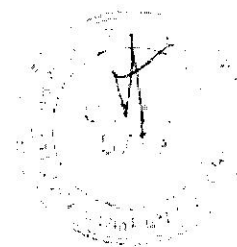
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Requirements) Regulations, 2015 and provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 to conduct the remote e-voting process and to scrutinize physical poll process by the shareholders in respect of the below mentioned resolutions passed at the 23<sup>rd</sup> Annual General Meeting (AGM) of the Company held on Monday , 12th day of June, 2017 at 10:30 A.M.

The notice dated 6th May , 2017 convening the 23<sup>rd</sup> Annual General Meeting of the Company was sent to the shareholders.

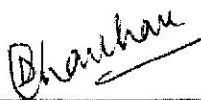
The Company has provided the facility for voting through electronics means (remote e-voting) offered by Central Depository Services (India) Limited ([www.evotingindia.com](http://www.evotingindia.com)) for conducting the e-voting by the shareholders of the Company. The shareholders of the Company holding shares as on the "Cut-off" date i.e. 5th June , 2017 were entitled to vote on the proposed resolutions as set out at Item nos. 1 to 8 in the notice convening of 23<sup>rd</sup> Annual General Meeting of the Company.

The voting period for remote e-voting commenced on 9th June,2017 at 09:00 A.M. and ended on 11th June, 2017 at 5:00 P.M. and the remote e-voting platform was blocked thereafter. After the closure of the meeting at the 23<sup>rd</sup> Annual General Meeting held on 12th June, 2017, the Report of voting done at the meeting was generated in my presence.

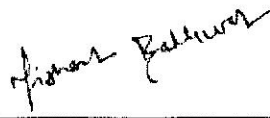


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The voting platform was then unblocked by me at 11:33 A.M on 12<sup>th</sup> June , 2017 in presence of Ms. Devika Chauhan and Mr. Nishant Bakliwal who are not in employment of the Company and after the conclusion of the voting at the 23<sup>rd</sup> Annual General Meeting the votes cast thereunder were counted. They have signed below in confirmation of the votes being unblocked in their presence.



Name : Ms. Devika Chauhan



Name : Mr. Nishant Bakliwal

I have scrutinized the Consolidated voting in a fair and transparent manner based on the data downloaded from Central Depository Services (India) Limited ([www.evotingindia.com](http://www.evotingindia.com)), remote e-voting platform and the Ballot papers received respectively.

Based on the result made available to me, 14 Members have casted their vote on the e-voting platform and 4 Members have casted their vote physically through poll papers. I hereby annex the Consolidated voting results pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration)

Amendment Rules, 2015 on all the resolutions combined in the Notice of aforesaid 23<sup>rd</sup> Annual General Meeting.

All relevant records of remote e-voting and ballots will remain in my safe custody until the Chairman considers, approves and signs the Minutes of the



SHILPI THAPAR & ASSOCIATES

COMPANY SECRETARIES

CONTINUATION SHEET

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23<sup>rd</sup> Annual General Meeting and the same shall be handed over thereafter to the Chairman for safe-keeping.

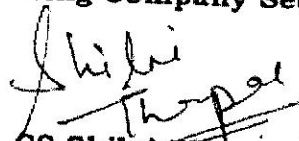
Thanking you.

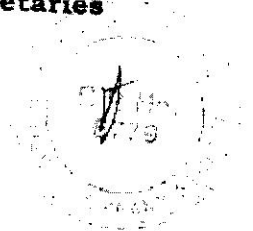
Yours faithfully,

Date: 13/06/2017

Place: Ahmedabad

For Shilpi Thapar & Associates,  
Practising Company Secretaries

  
CS Shilpi Thapar  
(COP No. 6779)

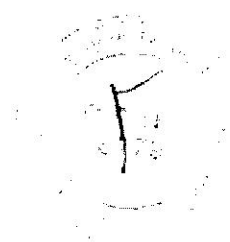


CIN: L51909GJ1995PLC024300

**I . Resolution No. 01**

<b>Agenda No.</b>	01
<b>Subject Matter of the resolution</b>	To receive , consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2017 which includes Balance Sheet , the Statement of Profit & Loss, Cash Flow Statement as at that date, the Auditor's Report and the Board's Report thereon.
<b>Type of Resolution</b>	Ordinary

Particulars	Number of Members present and voting (in person or by proxy)			Number of votes cast			Percentage of Total valid Votes cast
	Remote e-voting	Poll	Total	Remote e-voting	Poll	Total	
<b>Total Received</b>	14	4	18	2464411	35	2464446	-
<b>Voted in Favour of the resolution (i)</b>	14	2	16	2464411	35	2464446	100
<b>Voted Against of the resolution (ii)</b>	-	-	-	-	-	-	-
<b>Invalid Votes (iii)</b>	-	2	2	-	-	-	-

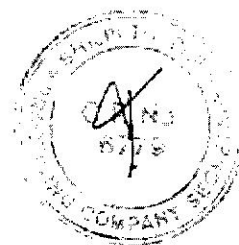


CIN: L51909GJ1995PLC024300

**II . Resolution No. 02**

<b>Agenda No.</b>	02
<b>Subject Matter of the resolution</b>	To appoint a Director in place of Mr. Parasbhai Shantilal Savla (DIN: 00145639), who retires by rotation at this General Meeting and being eligible has offered himself for re-appointment.
<b>Type of Resolution</b>	Ordinary

Particulars	Number of Members present and voting (in person or by proxy)			Number of votes cast			Percentage of Total valid Votes cast
	Remote e-voting	Poll	Total	Remote e-voting	Poll	Total	
<b>Total Received</b>	14	4	18	2464411	35	2464446	-
<b>Voted in Favour of the resolution (i)</b>	4*	2	6 *	736672 *	35	736707 *	100
<b>Voted Against of the resolution (ii)</b>	-	-	-	-	-	-	-
<b>Invalid Votes (iii)</b>	10	2	12	1727739	-	1727739	-
<b>*Voting Done by Interested/Related Party are excluded</b>							



CIN: L51909GJ1995PLC024300

**III . Resolution No. 03**

<b>Agenda No.</b>	03
<b>Subject Matter of the resolution</b>	To appoint M/s Dhirubhai Shah & Doshi, Chartered Accountants, Ahmedabad (ICAI Firm Registration No. 102511W) as Statutory Auditors of the Company and to fix their remuneration.
<b>Type of Resolution</b>	Ordinary

Particulars	Number of Members present and voting (in person or by proxy)			Number of votes cast			Percentage of Total valid Votes cast
	Remote e-voting	Poll	Total	Remote e-voting	Poll	Total	
<b>Total Received</b>	14	4	18	2464411	35	2464446	-
<b>Voted in Favour of the resolution (i)</b>	14	2	16	2464411	35	2464446	100
<b>Voted Against of the resolution (ii)</b>	-	-	-	-	-	-	-
<b>Invalid Votes (iii)</b>	-	2	2	-	-	-	-

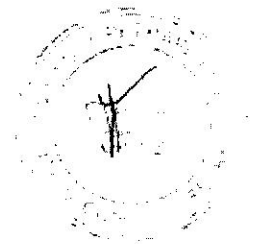
A handwritten signature is present over a circular stamp. The stamp contains text that is mostly illegible but appears to include 'SHILPI THAPAR & ASSOCIATES' and 'COMPANY SECRETARIES'.

CIN: L51909GJ1995PLC024300

**IV . Resolution No. 04**

<b>Agenda No.</b>	04
<b>Subject Matter of the resolution</b>	To approve prospective Related party Transactions
<b>Type of Resolution</b>	Ordinary

Particulars	Number of Members present and voting (in person or by proxy)			Number of votes cast			Percentage of Total valid Votes cast
	Remote e-voting	Poll	Total	Remote e-voting	Poll	Total	
Total Received	14	4	18	2464411	35	2464446	-
Voted in Favour of the resolution (i)	1*	2	3 *	10*	35	45 *	100
Voted Against of the resolution (ii)	-	-	-	-	-	-	-
Invalid Votes (iii)	13	2	15	2464401	-	2464401	-
<b>*Voting Done by Interested/Related Party are excluded</b>							



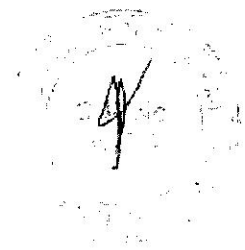


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**V . Resolution No. 05**

<b>Agenda No.</b>	05
<b>Subject Matter of the resolution</b>	To adopt new sets of Articles of Association of the Company containing regulations in conformity with the Companies Act , 2013
<b>Type of Resolution</b>	Special

Particulars	Number of Members present and voting (in person or by proxy)			Number of votes cast			Percentage of Total valid Votes cast
	Remote e-voting	Poll	Total	Remote e-voting	Poll	Total	
<b>Total Received</b>	14	4	18	2464411	35	2464446	-
<b>Voted in Favour of the resolution (i)</b>	14	2	16	2464411	35	2464446	100
<b>Voted Against of the resolution (ii)</b>	-	-	-	-	-	-	-
<b>Invalid Votes (iii)</b>	-	2	2	-	-	-	-



CIN: L51909GJ1995PLC024300

**VI . Resolution No. 06**

<b>Agenda No.</b>	06
<b>Subject Matter of the resolution</b>	To borrow money in excess of paid up capital and free reserves upto Rs. 25.00 Crores (Rupees Twenty Five Crores Only) pursuant to Section 180 (1) ( c ) and other applicable provisions of the companies act , 2013 and other applicable laws
<b>Type of Resolution</b>	Special

Particulars	Number of Members present and voting (in person or by proxy)			Number of votes cast			Percentage of Total valid Votes cast
	Remote e-voting	Poll	Total	Remote e-voting	Poll	Total	
<b>Total Received</b>	14	4	18	2464411	35	2464446	-
<b>Voted in Favour of the resolution (i)</b>	14	2	16	2464411	35	2464446	100
<b>Voted Against of the resolution (ii)</b>	-	-	-	-	-	-	-
<b>Invalid Votes (iii)</b>	-	2	2	-	-	-	-

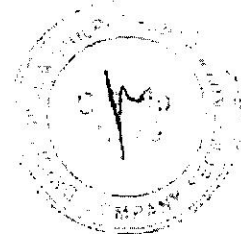
CIN: L51909GJ1995PLC024300

**VII . Resolution No. 07**

<b>Agenda No.</b>	07
<b>Subject Matter of the resolution</b>	To create, offer, issue and allot, 2,15,000 (Two Lacs Fifteen Thousand) Convertible Warrants of Rs. 26/- (Rupees Twenty Six Only) each aggregating to Rs. 5,590,000/- (Rupees Fifty Five Lacs and Ninety Thousand Only) to the promoters of the Company on preferential basis, carrying an option to the holder of such warrants to subscribe to one equity shares of face value of Rs. 10/- (Rupees Ten only) each at a premium of Rs. 16/- for each warrant on preferential basis pursuant to section 62(1)(c) and other applicable provisions of the Companies Act, 2013, SEBI (ICDR) Regulations, 2009, SEBI (LODR) Regulations, 2015 and other applicable laws.
<b>Type of Resolution</b>	Special

Particulars	Number of Members present and voting (in person or by proxy)			Number of votes cast			Percentage of Total valid Votes cast
	Remote e-voting	Poll	Total	Remote e-voting	Poll	Total	
<b>Total Received</b>	14	4	18	2464411	35	2464446	-
<b>Voted in Favour of the resolution (i)</b>	1*	2	3*	10*	35	45*	100
<b>Voted Against of the resolution (ii)</b>	-	-	-	-	-	-	-
<b>Invalid Votes (iii)</b>	13	2	15	2464401	-	2464401	-

\*Voting Done by Interested/Related Party are excluded



**VIII . Resolution No. 08**

<b>Agenda No.</b>	08
<b>Subject Matter of the resolution</b>	To create, offer, issue and allot securities amounting upto Rs. 25 crores (Rupees Twenty Five Crores Only) pursuant to Section 62(1) (c) and other applicable provisions of the companies act , 2013 and other applicable laws.
<b>Type of Resolution</b>	Special

Particulars	Number of Members present and voting (in person or by proxy)			Number of votes cast			Percentage of Total valid Votes cast
	Remote e-voting	Poll	Total	Remote e-voting	Poll	Total	
Total Received	14	4	18	2464411	35	2464446	-
Voted in Favour of the resolution (i)	14	2	16	2464411	35	2464446	100
Voted Against of the resolution (ii)	-	-	-	-	-	-	-
Invalid Votes (iii)	-	2	2	-	-	-	-

Received by  
For, ADINATH EXIM RESOURCES LTD.

*M. S. Sankar*

Director

(Manoj S. Sankar)

