

**SCRUTINIZER'S REPORT**

To,  
The Chairman  
AXISCADES Engineering Technologies Limited  
A – 264, 2<sup>nd</sup> Floor, Defence Colony,  
New Delhi –110024.

Dear Sir,

**Re.: Report of the Postal Ballot.**

The Board of Directors of the Company at its meeting held on the 11<sup>th</sup> day of November, 2014 had appointed me as the Scrutinizer for conducting the postal ballot voting process pursuant to the provisions of Section 110 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, for passing Resolutions under Section 152 and 203 of the Companies Act, 2013.

**I submit my report as under:**

1. On 10<sup>th</sup> December, 2014, the Company completed the dispatch of postal ballot forms along with postage prepaid business reply envelopes to its members, whose name appeared on the Register of Members/list of beneficiaries as on 28<sup>th</sup> November, 2014.
2. Particulars of the postal ballot forms received from the Members and votes cast by electronic mode have been entered in a register separately maintained for the purpose in electronic mode.
3. The postal ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.
4. The ballot boxes were opened on 12<sup>th</sup> January, 2015 in my presence.
5. The Postal ballot forms were opened in my presence and scrutinized and the shareholding was matched and confirmed with the Register of Members of the Company/list of beneficiaries, as on 28<sup>th</sup> November, 2014.
6. All postal ballot forms received/receivable up to the close of working hours (17.00 hours) on 9<sup>th</sup> January, 2015, the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.



7. Envelopes containing postal ballot forms received after 9<sup>th</sup> January, 2015, were not considered for my scrutiny.
8. I did not find any defaced or mutilated ballot paper.
9. I have also received complete records of votes cast by electronic mode from Karvy Computershare Private Limited (Karvy), the agency for providing and supervising electronic platform on 12<sup>th</sup>, January, 2015 which was closed by Karvy on 9<sup>th</sup> January, 2015 at 17.00 Hours.

**The Resolution has been passed by the requisite majority as per details given hereunder:**

PARTICULAR	REPORT	TOTAL NUMBER OF SHARES
Total number of ballot papers received	70	441139
Total number of valid ballot papers	69	441129
Total number of invalid ballot papers	01	10

**Details of Voting by Electronic Mode, as received from the Agency are as follows:**

PARTICULARS	NUMBER OF MEMBERS WHO CAST THEIR VOTES ELECTRONICALLY	TOTAL NUMBER OF SHARE
Total Votes Received by Electronic Mode	13	20,512,284
Total Number of Invalid Votes	00	00
Total Number of Valid votes	13	20,512,284

**RESOLUTION NO.1: APPOINTMENT OF MR. KAUSHIK SARKAR AS A DIRECTOR WHO IS LIABLE TO RETIRE BY ROTATION**

	TOTAL NUMBER OF SHARES	PERCENTAGE
Total number of shares polled in <b>FAVOUR</b> of Ordinary Resolution under Section 152 of the Companies Act, 2013.	20952963	99.99%
Total number of shares polled <b>AGAINST</b> the Ordinary Resolution under Section 152 of Companies Act, 2013.	450	0.01%



**RESOLUTION NO.2: APPOINTMENT AND FIXATION OF REMUNERATION OF MR. KAUSHIK SARKAR,  
DIRECTOR, AS CFO**

	TOTAL NUMBER OF SHARES	PERCENTAGE
Total number of shares polled in <b>FAVOUR</b> of Special Resolution under Section 203 of the Companies Act, 2013.	20952963	99.99%
Total number of shares polled <b>AGAINST</b> the Special Resolution under Section 203 of Companies Act, 2013.	450	0.01%

10. I will hand over the postal ballot forms and other related papers/registers and records for safe custody to Ms. Shweta Agrawal, Company Secretary, authorised by the Board to supervise the postal ballot process.
11. You may accordingly declare the result of the voting by Postal Ballot.



(ANANT B KHAMANKAR)

Place: Mumbai  
Date: 12<sup>th</sup> January, 2014

F.C.S NO. 3198  
C.P. NO. 1860

