



16th November, 2015

To
The Chairman
Chandra Prabhu International Limited
14, Rani Jhansi Road,
Delhi- 110055

Report of Scrutinizer

I, Krishna Kumar Singh, Company Secretary in Whole Time Practice having my office at 3rd Floor, 14 Rani Jhansi Road, Jhandewalan, New Delhi-110055 had been appointed as Scrutinizer to conduct the postal ballot process including voting by electronic means in respect of the passing of the Resolutions contained in the notice dated 1st October, 2015 through postal ballot.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act 2013 and the rules made thereunder and (ii) The Listing Agreements with the stock exchanges, relating to the Postal Ballot voting including voting by electronic means. My responsibility as scrutinizer is restricted to making of scrutinizers' report of the votes cast by the members of the resolution contained in the notice dated 1st October, 2015, based on the reports generated from the e-voting system provided by the National Securities Depository Limited (NSDL), the authorized agency engaged by the company for providing voting facilities for e-voting and scrutiny of the physical ballot received till the time fixed for closing of the voting process i.e. till 17.00 p.m. on 13TH November, 2015.

I now submit my report as under:-

1. After the time fixed for closing of the e-voting i.e. till 17.00 p.m. on 13TH November, 2015, a final electronic report of the e-voting was generated by me by assessing the data available to me from the website www.evoting.nsdl.com of National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facility. Data regarding the e-votes was diligently scrutinized.
2. The Physical Postal Ballot received till the time fixed for closing of the voting process i.e. till 17.00 p.m. on 13TH November, 2015, were diligently scrutinized and reconciled with the records maintained by the company through Alankit Assignments Limited, the Registrar and Transfer Agent of the Company (RTA) and the authorizations lodged with the company.

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The Results of the scrutiny of the above Postal Ballot voting including voting by electronic means in respect of passing of resolutions contained in the notice dated 1st October, 2015 through Postal Ballot, is as under:

RESOLUTION NO. 1 – SPECIAL RESOLUTION: ALTERATION OF THE MAIN OBJECTS OF MEMORANDUM OF ASSOCIATION

Number of Members voted through electronic system and through physical postal ballot form	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	% of total Number of valid votes cast in Favour of	Nos.	% of total number of valid votes cast in against	Nos.
43	2338276	100.00	Nil	Nil	Nil

RESOLUTION NO. 2 – SPECIAL RESOLUTION : RENAMING OF CLAUSE III (B) OF MEMORANDUM OF ASSOCIATION

Number of Members voted through electronic system and through physical postal ballot form	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	% of total Number of valid votes cast in Favour of	Nos.	% of total number of valid votes cast in against	Nos.
43	2338276	100.00	Nil	Nil	Nil

RESOLUTION NO. 3 – SPECIAL RESOLUTION: DELETION OF THE OTHER OBJECT CLAUSE III (C) OF THE MEMORANDUM OF ASSOCIATION

Number of Members voted through	Votes in favour of the resolution	Votes against the resolution	Invalid votes
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electronic system and through physical postal ballot form	Votes in favour of the resolution		Votes against the resolution		Nos.
	Nos.	% of total Number of valid votes cast in Favour of Against)	Nos.	% of total number of valid votes cast in against	
43	2338276	100.00	Nil	Nil	Nil

RESOLUTION NO. 4 – SPECIAL RESOLUTION: AMENDMENT OF THE LIABILITY CLAUSE OF THE MEMORANDUM OF ASSOCIATION

Number of Members voted through electronic system and through physical postal ballot form	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	% of total Number of valid votes cast in Favour of	Nos.	% of total number of valid votes cast in against	
43	2338276	100.00	Nil	Nil	Nil

RESOLUTION NO. 5 – SPECIAL RESOLUTION: ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION OF COMPANY INTER-ALIA PURSUANT TO THE COMPANIES ACT, 2013

Number of Members voted through electronic system and through physical postal ballot form	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	% of total Number of valid votes cast in Favour of	Nos.	% of total number of valid votes cast in against	
43	2338276	100.00	Nil	Nil	Nil

Date:- 16/11/2015
Place:- New Delhi



For KKS & ASSOCIATES
Company Secretaries

(Signature)
Krishna Kumar Singh
Proprietor
M. No. 19875