

### SCRUTINIZER'S REPORT

To,  
The Chairman,  
**ADHBHUT INFRASTRUCTURE LIMITED**  
910, Ansal Bhawan,  
16, K.G Marg,  
New Delhi – 110001

**Subject: Scrutinizer's Report on voting at AGM (remote e-voting and poll) pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014**

Dear Sir,

I, **Sachin Khurana**, Company Secretary in Whole time Practice, was appointed as a Scrutinizer by the Board of Directors of M/s Adhbhut Infrastructure Limited at its meeting held on August 9, 2016, for the purpose of:

- i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("Rules") and
  - ii) Poll through polling papers under the provisions of Section 109 of the Act read with Rule 21 of the Rules, on the resolutions contained in the notice of the AGM of the shareholders of the Company held on September 26, 2016 at the Mapple Exotica, Chattarpur Mandir Road, Satbari, New Delhi - 110074.
1. The Company had appointed National Securities Depository Limited (NSDL) to provide the facility of remote e-voting with respect to voting by electronic means for the AGM.
  2. As per the said rules, the Company had mentioned in the Notice that the remote e-voting period will commence on Friday, September 23, 2016 (9:00 a.m.) and will end on Sunday, September 25, 2015 (5:00 p.m.).
  3. The shareholders holding shares as on "cut off" date i.e. September 19, 2016 were entitled to vote on the proposed resolutions.
  4. After the time fixed for closing of the poll by the Chairman, ballot boxes kept for polling were locked in our presence.



5. The locked ballot boxes were subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company.
6. Thereafter the details containing, inter alia, list of equity shareholders, who voted "For" and "Against", were duly unblocked and downloaded from the website of NSDL i.e. <https://www.evoting.nsdl.com/>.

Summary of the votes is given below:-

**RESOLUTION NO.1:** To receive, consider and adopt:

- a) The Audited Financial Statements of the Company for the Financial Year ended March 31, 2016 and the Reports of the Board of Directors and the Auditors thereon; and

(i) Votes in **favour** of the resolution

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	10	421254	4.87
Poll	21	8230560	95.13
<b>TOTAL</b>	<b>31</b>	<b>8651814</b>	<b>100</b>

(ii) Votes **against** the resolution:

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	Nil	Nil	Nil
Poll	Nil	Nil	Nil
<b>TOTAL</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

(iii) Invalid Votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
Nil	Nil



**RESOLUTION NO.2:** To appoint a Director in place of Ms. Vinod Kumar uppal (DIN: 00897121) who retires by rotation and being eligible, offers herself for re-appointment.

(i) Votes in **favour** of the resolution:

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	10	421254	4.87
Poll	21	8230560	95.13
<b>TOTAL</b>	<b>31</b>	<b>8651814</b>	<b>100</b>

(ii) Votes **against** the resolution:

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	Nil	Nil	Nil
Poll	Nil	Nil	Nil
<b>TOTAL</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

(iii) Invalid Votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
Nil	Nil

**RESOLUTION NO.3:** To ratify the appointment. of M/s B. Lugani & Associates, Chartered Accountants as Statutory Auditors of the Company.

(i) Votes in **favour** of the resolution:

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	10	421254	4.87
Poll	21	8230560	95.13
<b>TOTAL</b>	<b>31</b>	<b>8651814</b>	<b>100</b>

(ii) Votes **against** the resolution:

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	Nil	Nil	Nil
Poll	Nil	Nil	Nil
<b>TOTAL</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

(iii) Invalid Votes: -

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
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Nil	Nil
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All the aforesaid resolutions were passed with requisite majority.

The register, all other papers and relevant records relating to Electronic voting & Poll shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting.

Thanking you

Yours faithfully,

**For S. Khurana & Associates**  
**Company Secretaries**

*S. Khurana*



**Sachin Khurana**  
**Proprietor**

Membership No.: A35297

Place: New Delhi

Dated: September 26, 2016