

**REPORT OF SCRUTINIZER**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(xi) of the Companies  
(Management and Administration) Rules, 2014]

To,

The Chairperson

Bhanderi Infracon Limited

B/12, Jabuka Complex, Near Bajrang Ashram,

Below Vikas School, NH – 8,

Thakkar Bapanagar, Ahmedabad,

Gujarat - 382350

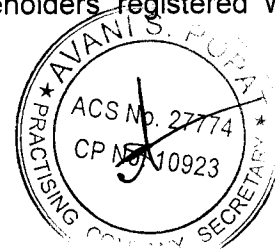
**Sub: Scrutinizer's Report on e-voting conducted in terms of provisions of Section 108 of the Companies Act, 2013 read with Clause 35B of Listing Agreement and Rule 20 of the Companies (Management and Administration) Rules, 2014 including any statutory modification or re-enactment thereof.**

Dear Sir,

1. I, Avani Popat, Practicing Company Secretary (**ACS: 27774, CP No.: 10923**), was appointed as Scrutinizer by the Board of Directors of M/s. Bhanderi Infracon Limited (**the Company**) for the purpose of e – voting process on the agenda items to be transacted at the 10<sup>th</sup> Annual General Meeting (AGM) of the Company to be held on Monday, September 29, 2014 at 12.00 P.M at B/12, Jabuka Complex, Nr. Bajrang Ashram, Below Vikas School, NH - 8, Thakkar Bapanagar, Ahmedabad, Gujarat - 382350.

2. **I submit my report as under:**

- a. The Company has provided e-voting facility to all shareholders registered with the Company and entitled to vote as on 29<sup>th</sup> August, 2014.



- b. The e-voting period began at 9.00 A.M on Thursday 25<sup>th</sup> September, 2014 and ended at 6.00 P.M on the same date. The votes received electronically from the shareholders till 6.00 P.M on 25<sup>th</sup> September, 2014 being the last date and time fixed by the Company for E – Voting was considered for my scrutiny.
- c. The Members have casted their vote through e – voting facility provided by the Purva Sharegistry (India) Private Limited (hereinafter referred to as "Purva") as the Authorized agency to provide e – voting facilities.
- d. I have monitored the process of electronic voting through the scrutinizer's secured link.
- e. Particulars of all votes received electronically from the Members have been entered in a register separately maintained for this purpose.
- f. The votes received electronically were duly scrutinized and the shareholding was matched/confirmed with the Register of Members of the Company as on cut - off date i.e., 29<sup>th</sup> August, 2014
- g. The votes were unblocked in the presence of PCS Mruga Vasavada and Ms. Jigeesha Doshi and who signed below as witness to the unblocking of votes.

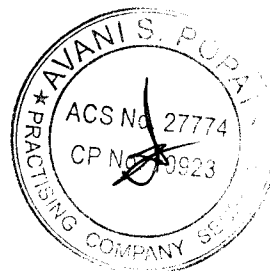
*M.K. Vasavada*

**Name:** Mruga Vasavada

*J.P. Doshi*

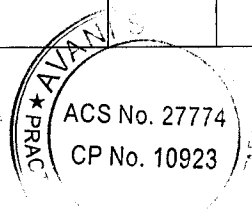
**Name:** Jigeesha Doshi

- h. Thereafter, the details containing, inter alia, list of Equity Shareholders, who voted "For" and "Against", each of the Resolutions that were put to vote, were generated from the e-voting website of "Purva" and based on such reports generated, the result of e- voting is provided hereunder.



3. A summary of the votes received electronically is given below:

Item No. of Notice	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes
	No. of members who voted	No. of Shares	% of total number of valid cast (Favour and Against)	No. of members who voted	No. of Shares	% of total number of valid votes cast (Favour and Against)	
Item No. 1 of the Notice (As an Ordinary Resolution)	9	127200	100%	NIL	NIL	NIL	NIL
Item No. 2 of the Notice (As an Ordinary Resolution)	9	127200	100%	NIL	NIL	NIL	NIL
Item No. 3 of the Notice (As an Ordinary Resolution)	9	127200	100%	NIL	NIL	NIL	NIL
Item No. 4 of the Notice (As an Ordinary Resolution)	9	127200	100%	NIL	NIL	NIL	NIL
Item No. 5 of the Notice (As an Ordinary Resolution)	9	127200	100%	NIL	NIL	NIL	NIL
Item No. 6 of the Notice (As an Ordinary Resolution)	9	127200	100%	NIL	NIL	NIL	NIL
Item No. 7 of the Notice (As an Ordinary Resolution)	9	127200	100%	NIL	NIL	NIL	NIL
Item No. 8 of the Notice (As an Ordinary Resolution)	9	127200	100%	NIL	NIL	NIL	NIL
Item No. 9 of the Notice (As an Ordinary Resolution)	9	127200	100%	NIL	NIL	NIL	NIL
Item No. 10 of the Notice (As an Ordinary Resolution)	9	127200	100%	NIL	NIL	NIL	NIL
Item No. 11 of the Notice (As an Ordinary Resolution)	9	127200	100%	NIL	NIL	NIL	NIL
Item No. 12 of the Notice (As a Special Resolution)	9	127200	100%	NIL	NIL	NIL	NIL

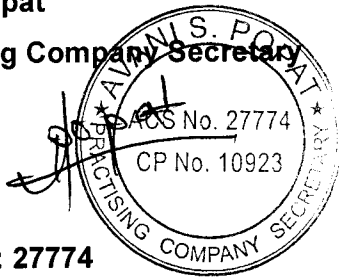


Item No. 13 of the Notice (As a Special Resolution)	9	127200	100%	NIL	NIL	NIL	NIL
Item No. 14 of the Notice (As a Special Resolution)	9	127200	100%	NIL	NIL	NIL	NIL

4. The Register and all other papers relating to e-voting shall remain in our safe custody until the chairman considers, approves and sign the minutes of the Annual General Meeting and thereafter the same shall be returned and handed over to the company.

Thanking You,  
Yours faithfully

Avani Popat  
Practicing Company Secretary



ACS No.: 27774

COP No. 10923

Place: Mumbai

Date: 27<sup>th</sup> September, 2014