

REPORT OF SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014]

To,

The Chairperson,

11th Annual General Meeting of the Equity Shareholders of M/s Bhanderi Infracon Limited held on 28th September, 2015 at 12.30 P.M. at the registered office of the Company at B/12, Jabuka Complex, Nr. Bajrang Ashram, Below Vikas School, NH - 8, Thakkar Bapanagar, Ahmedabad – 382350

Dear Sir,

1. I, Avani Popat, Practising 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 Scrutinizing the e – voting process and voting by use of Ballot in respect of the below mentioned Resolutions proposed at the 11th Annual General Meeting of the Equity Shareholders of the Company held on 28th September, 2015 at 12.30 P.M. at the registered office of the Company at B/12, Jabuka Complex, Nr. Bajrang Ashram, Below Vikas School, NH - 8, Thakkar Bapanagar, Ahmedabad – 382350.

2. The compliance with the provisions of the Companies Act, 2013 and the rules made thereunder relating to voting through electronic means and voting by using ballots by the Shareholders is the responsibility of the Management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of ballot are conducted in a fair and transparent manner and render consolidated Scrutinizers Report of the total votes cast in favour or against, if any, to the Chairman based on the reports generated from the electronic voting system provided by Central Depository Services (India) Limited (CDSL) and on scrutiny of the ballots.

3. I have rendered Scrutinizers Report separately on the E – Voting and by use of ballots and I hereby submit consolidated Scrutinizers Report pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 on all the Resolutions contained in the Notice of the aforesaid Annual General Meeting.



4. The result of the voting is as under:

Item No. of Notice	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes
	No. of members who voted	No. of votes cast by them	% of total number of valid votes 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 - To receive, consider, approve and adopt the audited Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss Account for the year ended on that date and the reports of the Directors and Auditors thereon (As an Ordinary Resolution)	17	1574800	100	-	-	-	-
Item No. 2 of the Notice - To ratify the appointment of M/s. S A R A & Associates, Chartered Accountants, Mumbai as Statutory Auditors of the Company for the year ended 31st March, 2016 and fixation of their remuneration by the Board of Directors (As an Ordinary Resolution)	16	1565200	100	1	9600	0.61	-
Item No. 3 of the Notice - To appoint a Director in place of Mrs. Bhunikaben Patel (DIN No. 06984921), who retires by rotation and being eligible	17	1574800	100	-	-	-	-



has offered herself for re- appointment as Director (As an Ordinary Resolution)							
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5. The Register and all other papers relating to e-voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the 11th Annual General Meeting and thereafter the same shall be returned and handed over to the Chairman for safe keeping.

Thanking You,
Yours faithfully



Avani Popat, Practicing Company Secretary

ACS No.: 27774

COP No. 10923

Place: Mumbai

Date: 29th September, 2015