



**N. Madhavi**

M.Com., LL.B., A.C.S.  
Company Secretary in Practice

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**Form No. MGT - 13**  
**REPORT OF SCRUTINIZER**

(Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2)  
of the Companies (Management and Administration) Rules, 2014

To,

**The Chairman of 93<sup>rd</sup> Annual General Meeting of Lakshmi Finance & Industrial Corporation Ltd.,**

Held on Friday, the 28<sup>th</sup> July, 2017 at 9.30 a.m. at "Anupama Banquet Hall", Kamat Lingapur Hotel, 1-10-44/2, Chikoti Gardens, (Lane opp. to Allauddin Building), Begumpet, Hyderabad – 500016.

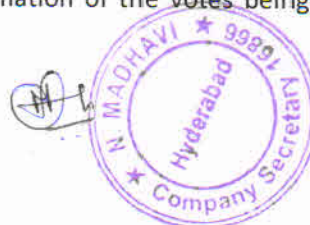
Dear Sir,

I, CS N.Madhavi, Company Secretary in Practice, have been appointed as a Scrutinizer by the Board of Directors of **Lakshmi Finance & Industrial Corporation Ltd., ("the Company")** for the purpose of scrutinizing the e-voting & poll process in a fair and transparent manner and ascertaining the requisite majority on voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014 for the resolutions as contained in the Notice of 93<sup>rd</sup> Annual General Meeting (AGM) of the members of the Company, held on Friday, the 28<sup>th</sup> July, 2017 at 9.30 a.m.

I submit my report as under:

**a) E-Voting:**

1. The e-Voting commenced on July 25, 2017 (9.00 a.m.) and was closed on July 27, 2017 (5.00 p.m).
2. The notice dated May 17, 2017 convening the 93<sup>rd</sup> Annual General Meeting of the Company along with statement setting out material facts under section 102 of the Companies Act, 2013 was sent to the shareholders in respect of the below mentioned resolutions to be passed at the said AGM, on July 3, 2017.
3. The Management of the Company is responsible for the compliance of Section to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and my responsibility is only to the extent of making a Scrutinizer's Report for ascertaining the votes casted in favour or against for respective Resolution(s).
4. The e-Voting Result was unblocked from the website of M/s. Central Depository Services (India) Ltd., i.e., www.evotingindia.com and the file containing the Result was opened in the presence of two (2) witnesses, Ms.Rekha Singh and Mr.S. Purushotham who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Thereafter, the details containing inter alia, list of shareholders, who voted "for" or "against" for the resolutions as set out in the notice of the 93<sup>rd</sup> Annual General Meeting of the Company that were put to vote, were generated from the e-voting website of CDSL and based upon such reports generated, the result of the e-voting is enclosed as Annexure – 1.

5. All the relevant records of electronic voting were sealed and handed over to the Company Secretary for safe keeping.

**b) Poll at AGM:**

1. After the time fixed for closing of the poll by the Chairman, ballot box kept for polling was locked in my presence with due identification mark placed by me.
2. The locked ballot box was subsequently opened in my presence and in presence of two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company, M/s. Venture Capital & Corporate Investments Ltd., Hyderabad and the authorizations / proxies lodged with the Company.
3. All the poll papers received were valid and complete. The result of the Poll is attached herewith as Annexure – 2.
4. The poll papers and all other relevant records were sealed and handed over to the Compliance Officer for safe keeping.

**c) Consolidated Report:**

Consolidated report of both e-Voting and Poll results with details of votes "For" and "Against" for each resolution is herewith attached as Annexure – 3.

**Recommendation:**

All the resolutions were passed with requisite majority. The Chairman may accordingly declare the result of voting.

Thanking you,



N. Madhavi  
Company Secretary in Practice  
CP No. 11732



Place: Hyderabad  
Date: 28.07.2017

Encl: As above



Results of e-Voting

Annexure 1

Resolution No. & type of resolution Ordinary Resolution (OR) & Special Resolution (SR)	Description	Total no. of votes cast	Votes in favour of the resolution				Votes against of the resolution				Invalid votes	
			No. of members voted through e-voting system	No. of votes cast in favour of resolution	% of total number of valid votes cast	No. of members voted through e-voting system	No. of votes cast against the resolution	% of total number of valid votes cast	No. of members voted through e-voting system	No. of invalid / votes cast	% of total number of invalid votes cast	
1- OR	Adoption of Audited statement of Accounts for FY 2017	219009	12	219009	100	0	0	0	0	0	0	10=(9)/(1)%
2- OR	Declaration of Dividend	219009	11	218859	99.94	1	140	0.06	-	-	-	-
3- OR	Reappointment of Sri. K. Kapil Prasad as Director	219009	12	219009	100	0	0	0	-	-	-	-
4- OR	Appointment of M/s. K S Rao & Co. Chartered Accountants as Statutory Auditors	219009	12	219009	100	0	0	0	-	-	-	-
5- SR	Reappointment of Sri. K. Hanishchandra Prasad as MD	219009	12	219009	100	0	0	0	-	-	-	-



Results of Poll at AGM

Resolution No. & type of resolution Ordinary Resolution (OR) & Special Resolution (SR)	Description	Total no. of votes cast	Votes in favour of the resolution				Votes against of the resolution				Invalid votes	
			No. of members voted through Polling system	No. of votes cast in favour of resolution	% of total number of valid votes cast	No. of members voted through Polling system	No. of votes cast against the resolution	% of total number of valid votes cast	No. of members voted through Polling system	No. of invalid / votes cast	% of total number of invalid votes cast	
			1	2	3	4=(2)/1%	5	6	7=(6)/1%	8	9	10=(9)/11%
1- OR	Adoption of Audited statement of Accounts for FY 2017	358272	27	358272	100.00	0	0	0	0	0	0	0
2- OR	Declaration of Dividend	358272	27	358272	100.00	0	0	0	0	0	0	0
3- OR	Reappointment of Sri. K. Kapil Prasad as Director	358272	27	358272	100.00	0	0	0	0	0	0	0
4- OR	Appointment of M/s K S Rao & Co. Chartered Accountants as Statutory Auditors	358272	27	358272	100.00	0	0	0	0	0	0	0
5- SR	Reappointment of Sri. K. Harishchandra Prasad as MD	358272	27	358272	100.00	0	0	0	0	0	0	0

Annexure-2



**Consolidated Report**  
**Result of Voting (through e-voting and physical ballot)**

Annexure-3

Reso- lution No.	Description	Type of Resolution	Type of Voting	Valid Votes				Invalid Votes/ Abstain			
				Voted in Favour		Voted Against		Voted		Abstain	
				No. of members Voted	No. of votes casted	% of valid votes	No. of members Voted	No. of votes casted	% of valid votes	No. of members voted	No. of votes casted
1	Adoption of Audited statement of Accounts for FY 2017	Ordinary	Poll	27	358272	100	0	0	0	0	0
			Electronic	12	219009	100	0	0	0	0	0
			<b>Total</b>	<b>39</b>	<b>577281</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
2	Declaration of Dividend	Ordinary	Poll	27	358272	100	0	0	0	0	
			Electronic	11	218869	99.94	1	140	0.06	0	0
			<b>Total</b>	<b>38</b>	<b>577141</b>	<b>99.97</b>	<b>1</b>	<b>140</b>	<b>6.06</b>	<b>0</b>	<b>0</b>
3	Reappointment of Sri. K. Kapil Prasad as Director	Ordinary	Poll	27	358272	100	0	0	0	0	
			Electronic	12	219009	100	0	0	0	0	
			<b>Total</b>	<b>39</b>	<b>577281</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	
4	Appointment of M/s. K.S. Rao & Co. Chartered Accountants as Statutory Auditors	Ordinary	Poll	27	358272	100	0	0	0	0	
			Electronic	12	219009	100	0	0	0	0	
			<b>Total</b>	<b>39</b>	<b>577281</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	
5	Reappointment of Sri. K. Harshchandra Prasad as MD	Special	Poll	27	358272	100	0	0	0	0	
			Electronic	12	219009	100	0	0	0	0	
			<b>Total</b>	<b>39</b>	<b>577281</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	

