

REPORT OF THE SCRUTINIZER

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the (Companies Management and Administration) Rules, 2014

To,

The Chairman of the 40th Annual General Meeting of the Members of
Sinnar Bidi Udyog Limited

Parekh Mahal, 2nd Floor, Room No. 62, Plot No.8-9,
Lady Jamshedji Road, Sakharam Keer Marg, Mahim,
Mumbai - 400016

Dear Sir,

I Sujata Rajesh Rajebahadur, Company Secretary, have been appointed by the Board of Directors of Sinnar Bidi Udyog Limited (the Company) as scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out in terms of the provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the (Companies Management and Administration) Rules, 2014 (Rules) in a fair and transparent manner for the resolution(s) as contained in the Notice of the 40th Annual General Meeting of the Company scheduled to be held on Thursday, 11th September, 2014, submit my report as under:

The management of the Company is responsible to ensure the compliance with requirements of the Companies Act, 2013 and the Rules relating to voting through electronic means on the resolution contained in the Notice of the Annual General Meeting (AGM) of the members of the Company. My Responsibility as a scrutinizer for the e-voting process is restricted to make a scrutinizer's report of the votes cast "in favour" "against" or remain "abstain/invalid", if any on the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL), the authorized agency to provide e-voting facility, engaged by the Company.

1. The e-voting period commenced on Thursday, 4th September 2014 at 10.00 a.m. and concluded on Friday, 5th September 2014 at 6.00 p.m. on <https://www.evotingindia.com/>.
2. The shareholders holding shares as on the "cut-off" i.e Saturday, 2nd August, 2014 were entitled to vote on the proposed resolutions stated in the Notice of 40th AGM of the Company.
3. The votes were unblocked on Tuesday, 9th September, 2014 at 2.05 p.m. in the presence of two witnesses Ms. Jagruti Chordiya and Mr. Prasad Pagare who are not in employment of the Company, and who have signed below in confirmation of the votes being unblocked in their presence.
4. The details containing *inter alia*, list of the equity shareholders, who voted "for", "against" or "abstain" on each of the resolutions that were put to vote, were generated from e-voting website of NSDL.
5. Based on the aforesaid the results of the e-voting are as under;



Ordinary Business:

Item No. 1

To adopt the Audited Balance Sheet, Profit and Loss Statement together with the reports of the Directors and Auditors for the Financial Year ended 31st March, 2014.

(i) Voted in favour and against of the resolution:

Number of members present and voting (in person or by proxy)	Number of members voted	Number of vote cast by them	% of total number of vote cast
Voted in Favour	17	1,52,820	100
Voted Against	0	0	0

(ii) Invalid votes:

Total Number of Members (In person or by proxy) whose votes were declared invalid	Total number of vote cast by them
0	0

Item No. 2

RESOLVED THAT Shri.N.L.Patil who retires by rotation and has offered himself for appointment be and is hereby re-appointed as Director of the Company.

(i) Voted in favour and against of the resolution:

Number of members present and voting (in person or by proxy)	Number of members voted	Number of vote cast by them	% of total number of vote cast
Voted in Favour	17	1,52,820	100
Voted Against	0	0	0

(ii) Invalid votes:

Total Number of Members (In person or by proxy) whose votes were declared invalid	Total number of vote cast by them
0	0



Item No.3

RESOLVED THAT Shri. S.P.Patil who retires by rotation and has offered himself for appointment be and is hereby re-appointed as Director of the Company.

(i) Voted **in favour and against** of the resolution:

Number of members present and voting (in person or by proxy)	Number of members voted	Number of vote cast by them	% of total number of vote cast
Voted in Favour	17	1,52,820	100
Voted Against	0	0	0

(ii) **Invalid** votes:

Total Number of Members (In person or by proxy) whose votes were declared invalid	Total number of vote cast by them
0	0

Item No. 4

RESOLVED THAT Shri. S.D.Bedmutha, Chartered Accountant, be and is hereby reappointed as Auditor of the Company to hold office from the conclusion of this Annual General Meeting.

i) Voted **in favour and against** of the resolution:

Number of members present and voting (in person or by proxy)	Number of members voted	Number of vote cast by them	% of total number of vote cast
Voted in Favour	17	1,52,820	100
Voted Against	0	0	0

(ii) **Invalid** votes:

Total Number of Members (In person or by proxy) whose votes were declared invalid	Total number of vote cast by them
0	0



Special Business:

Item No. 5

RESOLVED THAT Shri. Laxminarayan Mohanlal Karwa be and is hereby appointed as Director of the Company, liable to retire by rotation.

i) Voted **in favour and against** of the resolution:

Number of members present and voting (in person or by proxy)	Number of members voted	Number of vote cast by them	% of total number of vote cast
Voted in Favour	17	1,52,820	100
Voted Against	0	0	0

(ii) **Invalid** votes:

Total Number of Members (In person or by proxy) whose votes were declared invalid	Total number of vote cast by them
0	0

Item No. 6:

Special Resolution under Section 180(1)(c) the Companies Act, 2013 for borrowing money upto 10 crores notwithstanding that the monies borrowed may exceed the aggregate of the paid up share capital and free reserves of the Company.

i) Voted **in favour and against** of the resolution:

Number of members present and voting (in person or by proxy)	Number of members voted	Number of vote cast by them	% of total number of vote cast
Voted in Favour	17	1,52,820	100
Voted Against	0	0	0

(ii) **Invalid** votes:

Total Number of Members (In person or by proxy) whose votes were declared invalid	Total number of vote cast by them
0	0



Item No. 7

Special Resolution to mortgage and/or create, modify charge on the assets of the Company pursuant to Section 180(1)(a) of the Companies Act, 2013 and authorizing the Board of Directors or its Committee to do all that is necessary in connection therewith

i) Voted **in favour and against** of the resolution:

Number of members present and voting (in person or by proxy)	Number of members voted	Number of vote cast by them	% of total number of vote cast
Voted in Favour	17	1,52,820	100
Voted Against	0	0	0

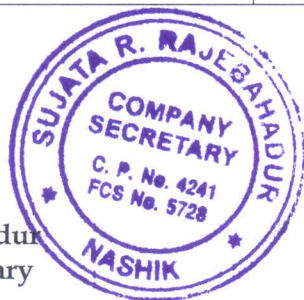
(ii) **Invalid** votes:

Total Number of Members (In person or by proxy) whose votes were declared invalid	Total number of vote cast by them
0	0

Thanking you,
Your Faithfully,

Sujata Rajesh

CS Sujata Rajesh Rajebahadur
Practicing Company Secretary
FCS 5728 / C.P. no. 4241



Date: 9th September, 2014
Place: Nashik

We are undersigned witnesses that the votes were unblocked from e-voting website of CDSL in our presence at Nashik on 9th September, 2014

P.R. Pagare

Prasad R. Pagare
(Name)

Chordiya

Chordiya Jagruth Vilas
(Name)