

**G. PORSELVAM**, ACA, ACMA, ACS, LLB.  
Company Secretary in Practice

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**FORM MGT-13**

**Scrutinizer's Report of the Equity Shareholders of Abirami Financial Services (India) Limited at the Court Convened Meeting**

[Pursuant to Sections 108 and 109 of the Companies Act, 2013 read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014]

**To,**

Chairman appointed by the Hon'ble High Court of Judicature of Madras for the Court Convened Meeting of the Equity Shareholders of Abirami Financial Services (India) Limited held at 'Capital Place,' Old No.50, New No.16, South Boag Road, T Nagar, Chennai 600 017, on Monday, May 09, 2016 at 11.00 AM.

Dear Sir,

- 1) I, G.Porselvam, Company Secretary in Practice, have been appointed as Scrutinizer by the Board of Directors of **ABIRAMI FINANCIAL SERVICES (INDIA) LIMITED** (the Company), having its Registered Office at Capital Place, Old No.50, New No.16, South Boag Road, T. Nagar, Chennai – 600017, for the purpose of scrutinizing the remote e-voting and voting through Ballot Paper of the court convened meeting of the Equity in terms of Sections 108 and 109 of the Companies Act, 2013 (the Act) read with the Companies (Management and Administration) Rules, 2014 (the Rules) on the resolutions contained in the Notice of the Extra Ordinary General Meeting (EGM) of the members of the company, held on Monday 09<sup>th</sup> day of May, 2016, at 11.00 A.M at "Capital Place", No.16/50 South Boag Road, T.Nagar, Chennai, Tamil Nadu - 600 017.
- 2) The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder relating to remote e-voting and poll on the resolution contained in the Notice of the EGM of the Company.
- 3) My responsibility as Scrutinizer for the e-voting process and for the Poll at the EGM is restricted to make a Scrutinizer's Report of the votes cast "in

  


favour" or "against" the resolution, based on the reports downloaded from the e-voting system provided by CDSL for e-voting and the Polling Papers received on the Poll conducted at the EGM.

- 4) I submit my report as under:
- a) The Company has provided the Members facility to exercise their right to vote at the EGM by electronic means to transact the business detailed in the Notice through remote e-voting services provided by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company.
  - b) The Shareholders of the Company holding shares on the "cut-off" date i.e., 02<sup>nd</sup> May, 2016 were entitled to vote on the Resolution as set out in the Notice of the EGM of the Company.
  - c) The voting period for e-voting commenced on Thursday, 05<sup>th</sup> May, 2016 at 9.00 A.M. and ended on Sunday, 08<sup>th</sup> May, 2016 at 5.00 P.M. and thereafter, the CDSL e-voting platform was blocked.
  - d) Thereafter, I have unblocked the votes cast under e-voting facility in the presence of two witnesses, Ms. S.Bargavi and Mr. V.Esaki who are not in the employment of the Company.
  - e) After conclusion of the Polling at the EGM of the Company held on 09<sup>th</sup> May, 2016, I have opened the locked Polling Box in the presence of two witnesses, S. Bargavi and Mr. V.Esaki who are not in the employment of the Company. The Polling Papers were reconciled with the records maintained by the Company and the Registrar and Transfer Agent of the Company and the authorizations / proxies lodged with the Company. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. On the conclusion of the Extra ordinary General Meeting, the full details of votes cast through remote e-voting were made available to me by the CDSL.
  - f) I have scrutinized and reviewed the voting through electronic means based on the data downloaded from the CDSL e-voting system and on Poll based on the Polling Papers received at the EGM.



g) I report that the result of the voting through electronic means and on poll in respect of the said Resolution is as under:

Resolution considered in the court-convened meeting of the Equity Shareholders:

**RESOLVED THAT** pursuant to the provisions of Section 391 to 394 and all other applicable provisions, if any, of the Companies Act, 1956 scheme of Demerger of Abirami Financial Services (India) Limited, with Abirami Enterprises Limited be and is hereby approved.

i. Voted **in favour** of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	1	5000	0.17
In person	0	0	0
Through proxy	0	0	0
Total	1	5000	0.17

ii. Voted **against** the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
In person	21	2802078	94.50
Through proxy	1	158300	5.33
Total	22	2960378	99.83

Total valid votes (i) + (ii)	23	2965378	100.00
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iii. Invalid votes:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	--	--	--
In person	--	--	--
Through proxy	--	--	--
Total	--	--	--

1. A Compact Disc (CD) containing a list of equity shareholders who votes "FOR", "AGAINST" and those whose votes were declared invalid for each resolutions is enclosed herewith.



2. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorised by the Board for safekeeping.

Thanking You,  
Yours Faithfully,



G.Porselvam  
Practicing Company Secretary  
ACS: 9322 CP No: 3187



K.V. Aiyappan  
Chairman  
Abirami Financial Services (India) Limited

Place: Chennai  
Date: 9<sup>th</sup> May, 2016