

SHALINI HEGDE & ASSOCIATES
COMPANY SECRETARIES

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To,
The Chairman
IKAB Securities & Investment Limited
Raja Bahadur Compound, Building No. 5,
43, Tamarind Lane, Mumbai – 400001.

Dear Sir,

Sub: Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

I, Ms. Shalini Bhat of M/s. Shalini Hegde & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of IKAB Securities & Investment Limited vide resolution dated May 30, 2014, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process in respect of the below mentioned resolutions to be passed at the Twenty-Third Annual General Meeting of the Company to be held on September 29, 2014.

The Notice dated August 22, 2014 convening Annual General Meeting (AGM) of the Company along with Statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions to be passed at the said AGM of the Company to be held on September 29, 2014.

The Company has availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting e-voting by the Shareholders of the Company.

The shareholders of the company holding shares as on the "cut-off" date of August 29, 2014, were entitled to vote on the proposed resolutions as set out at item nos. 1 to 8 in the Notice of the 23rd AGM of IKAB Securities & Investment Limited.

The voting period commenced on Tuesday, September 23, 2014 at 09.30 a.m. and ended on Thursday, September 25, 2014 at 5.30 p.m. However, due to posting of wrong Notice and Resolutions on the website of Central Depository Services (India) Ltd. (CDSL), e-voting facility was again made available to the members on Friday, September 26, 2014 between 9.30 a.m. to 5.30 p.m. Accordingly, the entire e-Voting already done by the members till September 25, 2014 at 5.30 p.m. was cancelled and the Members have done the evoting again on Friday, September 26, 2014 between 9.30 a.m to 5.30 p.m. and the CDSL e-voting platform was blocked thereafter. The votes cast under e-voting facility were then unblocked in the presence of two witnesses



who were not in the employment of the company. No physical ballots were received from any shareholders.

I have scrutinized and reviewed the voting through electronic means and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system.

I now submit my Report as under on the result of the voting through electronic means in respect of the said Resolutions.

I. Resolution No. 1 :-

Adoption of Audited Balance sheet and Statement of Profit and Loss for the year ended March 31, 2014 together with the Reports of the Board of Directors and the Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of Votes cast(Shares)	% of total number of valid votes cast
5	1640573	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of Votes cast(Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
Nil	Nil



II. Resolution No. 2 :-

Appointment of a Director in place of Mr. Indra Kumar Bagri, who retires by rotation and, being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of Votes cast(Shares)	% of total number of valid votes cast
5	1640573	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of Votes cast(Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
Nil	Nil



III. Resolution No. 3 :-

Appointment of a Director in place of Mr. Abhishek Bagri, who retires by rotation and, being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of Votes cast(Shares)	% of total number of valid votes cast
5	1640573	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of Votes cast(Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
Nil	Nil



IV. Resolution No. 4 :-

Appointment of M/s. Aalok Mehta & Co., Chartered Accountants (Firm Registration No. 126756W) as Statutory Auditors of the Company.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of Votes cast(Shares)	% of total number of valid votes cast
5	1640573	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of Votes cast(Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
Nil	Nil



V. Resolution No. 5 :-

Consent of the Company under Section 180(1)(c) of the Act to the Board of Directors to borrow upto Rs.500 crores (Rupees Five Hundred crores).

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of Votes cast(Shares)	% of total number of valid votes cast
5	1640573	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of Votes cast(Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
Nil	Nil



VI. Resolution No. 6 :-

Consent of the Company under Section 180 (1) (a) of the Act to the Board of Directors to create charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings upto Rs. 500 Crores (Rupees Five Hundred Crores).

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of Votes cast(Shares)	% of total number of valid votes cast
5	1640573	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of Votes cast(Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
Nil	Nil



VII. Resolution No. 7 :-

Appointment of Mr. Girirajratan Shivnarayan Damani as an Independent Director of the Company pursuant to the provisions of Sections 149, 152 of the Companies Act, 2013 ('Act') and the Rules framed thereunder with effect from September 29, 2014 up to September 28, 2019.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of Votes cast(Shares)	% of total number of valid votes cast
5	1640573	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of Votes cast(Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
Nil	Nil



VIII. Resolution No. 8 :-

Appointment of Mrs. Swati Mukesh Dujari as an Independent Director of the Company pursuant to the provisions of Sections 149, 152 of the Companies Act, 2013 ('Act') and the Rules framed thereunder with effect from September 29, 2014 up to September 28, 2019.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of Votes cast(Shares)	% of total number of valid votes cast
5	1640573	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of Votes cast(Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
Nil	Nil

The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company for safe keeping.

Thanking you,

Yours faithfully,

Shalini

Shalini Bhat
Shalini Hegde & Associates
Practising Company Secretary
FCS: 6484 CP: 6994
Place: Mumbai
Dated: September 27, 2014

