## Tulika Agarwal & Associates

Company Secretaries

A-60 Lower Ground Floor Lajpat Nagar-II New Delhi-110 024 Phone: 4172 2571 Mobile: 98114 00817

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# FORM No. MGT-13 Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Asia Capital Limited
100 Vaishali, Pitampura
Delhi-110 034

Re: 30<sup>th</sup> Annual General Meeting of the Equity Shareholders of Asia Capital Limited held on Tuesday, 30<sup>th</sup> September 2014 at 10:00 A.M. at 100 Vaishali, Pitampura, Delhi-110 034

Dear Sir,

I, Tulika Agarwal, Company Secretaries, A-60 Lower Ground Floor, Lajpat Nagar-II, New Delhi-110024, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 30<sup>th</sup> Annual General Meeting of the Equity Shareholders of Asia Capital Limited held on Tuesday, 30<sup>th</sup> September 2014 at 10:00 A.M. at 100 Vaishali, Pitampura, Delhi-110 034, submit my report as under:

- 1. After the time fixed for closing of the poll by the Chairman, one (1) ballot box kept for polling was locked in my presence with due identification marks placed by me.
- 2. The locked ballot boxes were 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 Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
- 3. The poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.
- 4. The result of the Poll is as under



### (A) Ordinary Resolution-Item No. 1

### **Adoption of Financial Statements**

	Number of Members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of	17	24,12,930	100%
the resolution			
(ii) Voted against the			
resolution			-0
Total number of mer	nbers (in person or by	Total Number	of votes cast by
proxy) whose votes	were declared invalid	th	iem
(iii) Invalid votes			

### (B) Ordinary Resolution-Item No. 2

### Re-appointment of Director retiring by rotation Mr. Manoj Kumar Jain

	Number of Members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of	17	24,12,930	100%
the resolution			
(ii) Voted against the			
resolution	,		
	nbers (in person or by	Total Number	of votes cast by
proxy) whose votes	were declared invalid	tł	iem
(iii) Invalid votes			

### (C) Ordinary Resolution-Item No. 3

### **Appointment of Auditors**

	Number of Members	Number of	% of total
*	Present and voting (in	Votes cast by	number of valid
	person or by proxy)	them	votes cast
(i) Voted in favour of	17	24,12,930	100%
the resolution			
(ii) Voted against the			
resolution			
	nbers (in person or by	Total Number	of votes cast by
proxy) whose votes	were declared invalid	tł	iem
(iii) Invalid votes			



### (D) Ordinary Resolution-Item No. 4

### Appointment of Ms. Shallu Jain as an Independent Director

	Number of Members Present and voting (in	Number of Votes cast by	% of total number of valid
	person or by proxy)	them	votes cast
(i) Voted in favour of	17	24,12,930	100%
the resolution			
(ii) Voted against the			
resolution			
	nbers (in person or by	Total Number	of votes cast by
proxy) whose votes v	were declared invalid	th	nem
(iii) Invalid votes			

### (E) Ordinary Resolution-Item No. 5

### Appointment of Mr. Atul Aggarwal as an Independent Director

	Number of Members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of	17	24,12,930	100%
the resolution			
(ii) Voted against the			
resolution			
	nbers (in person or by		of votes cast by
proxy) whose votes	were declared invalid	tl	nem
(iii) Invalid votes			

### (F) Ordinary Resolution-Item No. 6

### Appointment of Mr. Saurabh Madan as an Independent Director

	Number of Members	Number of	% of total
	Present and voting (in	Votes cast by	number of valid
	person or by proxy)	them	votes cast
(i) Voted in favour of	17	24,12,930	100%
the resolution			
(ii) Voted against the			
resolution			
	nbers (in person or by		of votes cast by
proxy) whose votes	were declared invalid	tl	nem
(iii) Invalid votes			



- 5. A list of equity shareholders who voted "FOR" or "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- 6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary, authorized by the Board for safe keeping.

In connection with the aforesaid annual general meeting and voting thereat, it is clarified that the Management of the Company is responsible for compliance with the requirements of the Companies Act, 2013 and rules made there under, provisions of the listing agreement and other applicable provisions. My responsibility as a Scrutinizer is restricted only to the extent of scrutinizing the Ballot Papers and other responsibilities as per Rule 21 of the Companies (Management & Administration) Rules, 2014.

For Tulika Agarwal & Associates

Company Secretaries

Tulika Agarwal Proprietor C.P. No. 6337 F.C.S. No. 6420

Witness, in whose presence the ballot box was opened by the Scrutinizer:

New Delhi

1. Ajay Singhal Mr. Ajay Singhal 92 Vaishali, Pitampura

Delhi-110 034

Date: September 30, 2014

Place: New Delhi

2. Estal ul Gl Mr. Suresh Poddar 90 Vaishali, Pitampura

Delhi-110 034

Received and Signed by Mr. Surendra Kumar Jain, Chairman

# Asia Capital Limited CIN: L65993DL1983PLC016453 Registered Office: 100 Vaishali, Pitampura, Delhi-110 034

Summery of Polling Results in 30th Annual General Meeting held on Tuesday, 30th September 2014 at 10:00 a.m.

Name of the Members	DP ID	Client			×.			Resol	Resolutions					
		П	Adoption o	of Financial	Re-appoi	Re-appointment of	Appoir	Appointment	Appointment of	ment of	Appointment of	ment of	Appointment of	nent of
			Statements for the	ts for the	Director	Director retiring	of Auditors	ditors	Ms. Shallu	Ms. Shallu Jain as an	Mr. Atul Aggarwal	Aggarwal	Mr. Saurabh Madan	h Madan
			financial year ende 31st March 2014	year ended arch 2014	by ro Mr. Manoi	by rotation Mr. Manoi Kumar Jain			as an Ind Dire	as an Independent Director	as an Independent Director	ependent	as an Independent Director	pendent
			Assent	Dissent	Assent	Dissent	Assent	Dissent	Assent	Dissent	Assent	Dissent	Assent	Dissent
			to the	from the	to the	from the	to the	from the	to the	from the	to the	from the	to the	from the
			Resolution	Resolution	Resolution	Resolution	Resolution	Resolution	Resolution	Resolution Resolution	Resolution	Resolution	on	Resolution
			No. of	No. of	No. of	No. of	No. of	No. of	No. of	No. of	No. of	No. of	No. of	No. of
	×		Shares	Shares	Shares	Shares	Shares	·Shares	Shares	Shares	Shares	Shares	Shares	Shares
Surendra Kumar Jain	IN-303778 10003364	10003364	81,720	-	81,720	-	81,720	1	81,720	1	81,720	'	81,720	,
Kavita Jain	IN-303778 10003356	10003356	75,050	-	75,050	-	75,050	1	75,050	1	75,050	1	75,050	1
Manoj Kumar Jain	IN-303778 10003323	10003323	78,100		78,100	ı	78,100	1	78,100	1	78,100	,	78,100	1
4 Nidhi Jain	IN-303778 10003330	10003330	75,000	-	75,000	-	75,000	1	75,000	1	75,000	1	75,000	1
Chandra Bhan Agarwal	IN-303778 10004444	10004444	3,060	1	3,060	1	3,060	t	3,060	1	3,060	1	3,060	1
D.M. International Pvt. Ltd.	IN-303778 10005282	10005282	3,50,000	•	3,50,000	1	3,50,000	1	3,50,000		3,50,000	1	3,50,000	i
Sunil Kumar Gupta	IN-303108 10000275	10000275	2,00,000		2,00,000	1	2,00,000	I	2,00,000	1	2,00,000	1	2,00,000	1
Satya Gupta	IN-303108 10000267	10000267	2,00,000	-	2,00,000	1	2,00,000	1	2,00,000	1	2,00,000	1	2,00,000	1
9 Ruchika Gupta	IN-303108 10000187	10000187	1,00,000	-	1,00,000	-	1,00,000	ı	1,00,000	1	1,00,000	1	1,00,000	1
10 Pawan Kumar Gupta	IN-303108 10000259	10000259	50,000		50,000	1	50,000	1	50,000	T	50,000	1	50,000	1
11 Alka Gupta	IN-303108 10000242	10000242	50,000		50,000	-	50,000	1	50,000	1	50,000	1	50,000	ı
12 Pawan Kumar Gupta (H.U.F.)	IN-303108 10000154	10000154	50,000		50,000	-	50,000	-	50,000	1	50,000	1	50,000	1
13 Narendra Kumar Aggarwal	IN-303108 10116818	10116818	1,00,000		1,00,000	1	1,00,000	ī	1,00,000	1	1,00,000	1	1,00,000	1
14 Santosh Aggarwal	IN-303108 10100245	10100245	1,00,000		1,00,000	-	1,00,000	-	1,00,000	1	1,00,000	1	1,00,000	,
15 Narender Aggarwal (H.U.F.)	IN-303108 10100253	10100253	1,00,000		1,00,000	1	1,00,000	I	1,00,000	1	1,00,000	,	1,00,000	i
16 Chander Kant Jha	IN-303108 10089535	10089535	50,000	1	50,000	1	50,000	1	50,000	1	50,000	•	50,000	
17 O.J. Financial Services Limited	IN-303778 10001965	10001965	7,50,000		7,50,000	1	7,50,000	1	7,50,000	-	7,50,000	1	7,50,000	1
		Total	24,12,930		24,12,930		24,12,930	1	24,12,930	1	24,12,930	-	24.12.930	

For Tulika Agarwal & Associates

Company Secretaries L'MM-

Tulika Agarwal Proprietor F.C.S. No. 6420 C.P. No. 6337

New Delhi

Place: New Delhi Date: 30th September 2014

Horbert Ajay Singhal 92 Vaishali, Pitampura Delhi-110 034 Witness:

Suresh Poddar

90 Vaishali, Pitampura Delhi-110 034