

Tulika Agarwal & Associates

Company Secretaries

A-60 Lower Ground Floor
Lajpat Nagar-II
New Delhi-110 024
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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: 30th Annual General Meeting of the Equity Shareholders of Asia Capital Limited held on Tuesday, 30th 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 30th Annual General Meeting of the Equity Shareholders of Asia Capital Limited held on Tuesday, 30th 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 the resolution	17	24,12,930	100%
(ii) Voted against the resolution	--	--	--
Total number of members (in person or by proxy) whose votes were declared invalid		Total Number of votes cast by them	
(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 the resolution	17	24,12,930	100%
(ii) Voted against the resolution	--	--	--
Total number of members (in person or by proxy) whose votes were declared invalid		Total Number of votes cast by them	
(iii) Invalid votes	--	--	--

(C) Ordinary Resolution–Item No. 3

Appointment of Auditors

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

(F) Ordinary Resolution–Item No. 6

Appointment of Mr. Saurabh Madan 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 the resolution	17	24,12,930	100%
(ii) Voted against the resolution	--	--	--
Total number of members (in person or by proxy) whose votes were declared invalid		Total Number of votes cast by them	
(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.

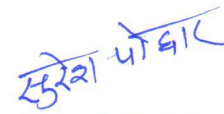
For Tulika Agarwal & Associates
Company Secretaries


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



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

1. 
Mr. Ajay Singhal
92 Vaishali, Pitampura
Delhi-110 034

2. 
Mr. Suresh Poddar
90 Vaishali, Pitampura
Delhi-110 034

Date: September 30, 2014
Place: New Delhi

Received and Signed by Mr. Surendra Kumar Jain, Chairman




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

Sl. No.	Name of the Members	DP ID	Client ID	Resolutions											
				Adoption of Financial Statements for the financial year ended 31st March 2014		Re-appointment of Director retiring by rotation Mr. Manoj Kumar Jain		Appointment of Auditors		Appointment of Ms. Shailu Jain as an Independent Director		Appointment of Mr. Atul Aggarwal as an Independent Director		Appointment of Mr. Saurabh Madan as an Independent Director	
		Assent to the Resolution	Dissent from the Resolution	Assent to the Resolution	Dissent from the Resolution	Assent to the Resolution	Dissent from the Resolution	Assent to the Resolution	Dissent from the Resolution	Assent to the Resolution	Dissent from the Resolution	Assent to the Resolution	Dissent from the Resolution	Assent to the Resolution	Dissent from the Resolution
		No. of Shares	No. of Shares	No. of Shares	No. of Shares	No. of Shares	No. of Shares	No. of Shares	No. of Shares	No. of Shares	No. of Shares	No. of Shares	No. of Shares	No. of Shares	No. of Shares
1	Surendra Kumar Jain	81,720	-	81,720	-	81,720	-	81,720	-	81,720	-	81,720	-	81,720	-
2	Kavita Jain	75,050	-	75,050	-	75,050	-	75,050	-	75,050	-	75,050	-	75,050	-
3	Manoj Kumar Jain	78,100	-	78,100	-	78,100	-	78,100	-	78,100	-	78,100	-	78,100	-
4	Nidhi Jain	75,000	-	75,000	-	75,000	-	75,000	-	75,000	-	75,000	-	75,000	-
5	Chandra Bhan Agarwal	3,060	-	3,060	-	3,060	-	3,060	-	3,060	-	3,060	-	3,060	-
6	D.M. International Pvt. Ltd.	3,50,000	-	3,50,000	-	3,50,000	-	3,50,000	-	3,50,000	-	3,50,000	-	3,50,000	-
7	Sunil Kumar Gupta	2,00,000	-	2,00,000	-	2,00,000	-	2,00,000	-	2,00,000	-	2,00,000	-	2,00,000	-
8	Rachika Gupta	2,00,000	-	2,00,000	-	2,00,000	-	2,00,000	-	2,00,000	-	2,00,000	-	2,00,000	-
9	Pawan Kumar Gupta	1,00,000	-	1,00,000	-	1,00,000	-	1,00,000	-	1,00,000	-	1,00,000	-	1,00,000	-
10	Alka Gupta	50,000	-	50,000	-	50,000	-	50,000	-	50,000	-	50,000	-	50,000	-
11	Pawan Kumar Gupta (H.U.F.)	50,000	-	50,000	-	50,000	-	50,000	-	50,000	-	50,000	-	50,000	-
12	Narendra Kumar Aggarwal	1,00,000	-	1,00,000	-	1,00,000	-	1,00,000	-	1,00,000	-	1,00,000	-	1,00,000	-
13	Santosh Aggarwal	1,00,000	-	1,00,000	-	1,00,000	-	1,00,000	-	1,00,000	-	1,00,000	-	1,00,000	-
14	Narender Aggarwal (H.U.F.)	1,00,000	-	1,00,000	-	1,00,000	-	1,00,000	-	1,00,000	-	1,00,000	-	1,00,000	-
15	Chander Kant Jha	50,000	-	50,000	-	50,000	-	50,000	-	50,000	-	50,000	-	50,000	-
16	O.J. Financial Services Limited	7,50,000	-	7,50,000	-	7,50,000	-	7,50,000	-	7,50,000	-	7,50,000	-	7,50,000	-
17		24,12,930	-	24,12,930	-	24,12,930	-	24,12,930	-	24,12,930	-	24,12,930	-	24,12,930	-
Total															

For Tuliika Agarwal & Associates
Company Secretaries

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

Place: New Delhi
Date: 30th September 2014

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



Suresh Poddar
90 Vaishali, Pitampura
Delhi-110 034