**DEEP SHUKLA & ASSOCIATES**

COMPANY SECRETARIES

B-4, The Parle Colony Co-op. Hsg. Society Ltd.,
Sahakar Road, Next to Gokul Arcade,
Vile Parle (East), Mumbai - 400057.
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# SCRUTINIZER'S REPORT

*[Pursuant to Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Amendment Rules, 2015]*

To,

The Chairman,

35th Annual General Meeting of the Equity Shareholders of

**SJ Corporation Limited**

held on Saturday, September 24, 2016, at 10.00 AM (IST)

at 201, Shyam Bungalow, 199/200, Pushpa Colony,

Fatimadevi School Lane, Manchubhai Road,

Malad (East), Mumbai-400097.

Maharashtra, India.

Respected Sir,

**Sub.: Scrutinizer's Report on Remote e-Voting conducted for 35th Annual General Meeting held on Saturday, September 24, 2016, at 10.00 AM (IST) in pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015.**

I, Deep Shukla, being the Proprietor of M/s. Deep Shukla & Associates, Practicing Company Secretaries, Mumbai, was appointed as Scrutinizer by the Board of Directors of SJ Corporation Limited, pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, to conduct electronic voting process in respect of the below mentioned resolutions, bearing items Nos. 01 to 07, to be passed at 35th Annual General Meeting of the Company which was held on Saturday, September 24, 2016.

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 voting rights of members are in proportion to their shares of the paid up equity share capital of the Company as on Saturday, September 17, 2016, being the cutoff date.
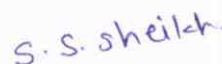
No members of the Company demanded poll at the 35th Annual General Meeting of the Company.

The period for e-Voting commenced on from 9.00 AM (IST) on Monday, September 19, 2016 and ended on 5.00 PM (IST) on Friday, September 23, 2016.

Thereafter, votes were casted under e-Voting facility and same were unblocked on September 23, 2016, in the presence of two witnesses, who were not in the employment of the Company and who have signed below as witness:

Name: Vinay Satavalaekar

Name: Sayama Sheikh

I have scrutinized and reviewed the voting through electronic means based on data downloaded from the Central Depository Services (India) Limited (CDSL) *[website: www.evotingindia.com]* e-Voting system.

Based on above, I do and hereby submit my Report as under:

## ORDINARY BUSINESS

### Item No. 01

**Type of Resolution: Ordinary**

To receive, consider and adopt the Audited Financial Statement of the Company for the year ended March 31, 2016 together with the Reports of the Board of Directors and Auditor's thereon.

### i. Votes in favour of the resolution

| Mode of Voting | Number of Members voted | Number of votes cast | Percentage of total number of valid votes cast |
|---|---|---|---|
| Remote e-Voting | 5 | 5920014 | 100.00 |
| **Total Voting** | 5 | 5920014 | 100.00 |

### ii. Votes against the resolution

| Mode of Voting | Number of Members voted | Number of votes cast | Percentage of total number of valid votes cast |
|---|---|---|---|
| Remote e-Voting | - | - | 0.00 |
| **Total Voting** | - | - | 0.00 |

### iii. Invalid Votes

| Mode of Voting | Total number of Members whose votes were declared invalid | Total number of votes cast |
|---|---|---|
| Remote e-Voting | - | - |
| **Total** | - | - |

FCS No: 5652
C.P. No: 5364

Item No. 02

Type of Resolution: Ordinary

To declare dividend on Equity Shares of the Company.

### i. Votes in favour of the resolution

| Mode of Voting | Number of Members voted | Number of votes cast | Percentage of total number of valid votes cast |
|---|---|---|---|
| Remote e-Voting | 5 | 5920014 | 100.00 |
| Total Voting | 5 | 5920014 | 100.00 |

### ii. Votes against the resolution

| Mode of Voting | Number of Members voted | Number of votes cast | Percentage of total number of valid votes cast |
|---|---|---|---|
| Remote e-Voting | - | - | 0.00 |
| Total Voting | - | - | 0.00 |

### iii. Invalid Votes

| Mode of Voting | Total number of Members whose votes were declared invalid | Total number of votes cast |
|---|---|---|
| Remote e-Voting | - | - |
| Total | - | - |

Item No. 03

**Type of Resolution: Ordinary**

To appoint a Director in place of Mr. Savjibhai Patel (DIN: 01671461), who retires by rotation and being eligible, offers himself for re-appointment.

### i. Votes in favour of the resolution

| Mode of Voting | Number of Members voted | Number of votes cast | Percentage of total number of valid votes cast |
|---|---|---|---|
| Remote e-Voting | 5 | 5920014 | 100.00 |
| Total Voting | 5 | 5920014 | 100.00 |

### ii. Votes against the resolution

| Mode of Voting | Number of Members voted | Number of votes cast | Percentage of total number of valid votes cast |
|---|---|---|---|
| Remote e-Voting | - | - | 0.00 |
| Total Voting | - | - | 0.00 |

### iii. Invalid Votes

| Mode of Voting | Total number of Members whose votes were declared invalid | Total number of votes cast |
|---|---|---|
| Remote e-Voting | - | - |
| Total | - | - |

Item No. 04

Type of Resolution: Ordinary

To consider appointment of M/s. SDB and Co., Chartered Accountants, Mumbai as Statutory Auditors of the Company in place of M/s. Ravi and Dev LLP, Chartered Accountants.

i.  **Votes in favour of the resolution**

| Mode of Voting | Number of Members voted | Number of votes cast | Percentage of total number of valid votes cast |
|---|---|---|---|
| Remote e-Voting | 5 | 5920014 | 100.00 |
| Total Voting | 5 | 5920014 | 100.00 |

ii. **Votes against the resolution**

| Mode of Voting | Number of Members voted | Number of votes cast | Percentage of total number of valid votes cast |
|---|---|---|---|
| Remote e-Voting | - | - | 0.00 |
| Total Voting | - | - | 0.00 |

iii. **Invalid Votes**

| Mode of Voting | Total number of Members whose votes were declared invalid | Total number of votes cast |
|---|---|---|
| Remote e-Voting | - | - |
| Total | - | - |

Item No. 05

Type of Resolution: Ordinary

To re-appoint Mr. Sanjay Patel as Whole time Director of the Company.

i. <u>Votes in favour of the resolution</u>

| Mode of Voting | Number of Members voted | Number of votes cast | Percentage of total number of valid votes cast |
|---|---|---|---|
| Remote e-Voting | 5 | 5920014 | 100.00 |
| **Total Voting** | 5 | 5920014 | 100.00 |

ii. <u>Votes against the resolution</u>

| Mode of Voting | Number of Members voted | Number of votes cast | Percentage of total number of valid votes cast |
|---|---|---|---|
| Remote e-Voting | - | - | 0.00 |
| **Total Voting** | - | - | 0.00 |

iii. <u>Invalid Votes</u>

| Mode of Voting | Total number of Members whose votes were declared invalid | Total number of votes cast |
|---|---|---|
| Remote e-Voting | - | - |
| Total | - | - |