



### Scrutinizer Report – Combined

To  
The Chairman  
M/s. Voltaire Leasing & Finance Limited

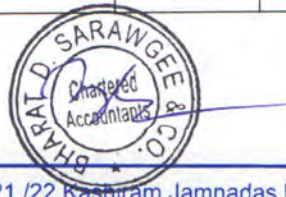
Dear Sir,

I, CA Bharat D. Sarawgee, Partner of Bharat D. Sarawgee & Co. Chartered Accountants, Kolkata, appointed as Scrutinizer for the purpose of scrutinizing the Ballot and e-voting process of Voltaire Leasing & Finance Limited (“the Company”) in a fair and transparent manner, for the below mentioned resolution(s) as contained in the Notice of 30<sup>th</sup> Annual General Meeting of the Company held on Friday, 26<sup>th</sup> September 2014, submit our Report as under:-

The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and the Rules relating to e-voting and poll on the resolutions contained in the notice to the 30<sup>th</sup> Annual General Meeting of the Members of the Company. My responsibility as a Scrutinizer for the e-voting process and for the poll at the AGM is restricted to make Scrutinizer’s Report of the votes cast “in favour” or “against” the resolutions stated above.

I have issued separate Scrutinizer’s report dated 20<sup>th</sup> September, 2014 on the e-voting and dated 27<sup>th</sup> September, 2014 on poll on the resolutions contained in the Notice to the AGM. As requested by Management, I submit herewith my combined Report on the results of e-voting together with that of poll as under:

Item no. of Notice	Votes in favour of resolution		Votes against the resolution		Invalid votes
	Nos	% of Total No. of Valid Votes Casted In Favour	Nos	% of Total No. of Valid Votes Cast Against	
Item no. 1 of the Notice (As an Ordinary Resolution)	2,31,900	100	0	-	0
Item no. 2 of the Notice (As an	2,31,900	100	0	-	0



Ordinary Resolution)					
Item no. 3 of the Notice (As an Ordinary Resolution)	2,30,900	99.57	1000	0.43	0
Item no. 4 of the Notice (As a Special Resolution)	2,31,900	100	0	-	0
Item no. 5 of the Notice (As an Ordinary Resolution)	2,31,900	100	0	-	0
Item no. 6 of the Notice (As an Ordinary Resolution)	2,30,900	99.57	1000	0.43	0
Item no. 7 of the Notice (As an Ordinary Resolution)	2,31,900	100	0	-	0

*Bharat D. Sarawgee*



**Bharat D. Sarawgee**  
Partner  
Mem No. 061505  
Practising Chartered Accountants

Place: Kolkata  
Date: 27<sup>th</sup> September 2014



September 27, 2014

**The Chairman**

Voltaire Leasing & Finance Limited

Dear Sir,

**Report of the Scrutinizer in respect of Ballot on the Resolutions proposed at the 30<sup>th</sup> Annual General Meeting of the Company held on Friday, 26<sup>th</sup> September, 2014**

I, CA Bharat D. Sarawgee, Partner of Bharat D. Sarawgee & Co. Chartered Accountants, have been appointed as the Scrutinizer under Sub Rule 3(ix) of the Rule 20 of the Companies (Management and Administration) Rules, 2014 (the Rules) by Voltaire Leasing & Finance Limited (the Company) in respect of Ballot on the Resolutions proposed at the 30<sup>th</sup> Annual General Meeting of the Company held on Friday, 26<sup>th</sup> September, 2014.

**Dear Sir,**

I, Bharat D. Sarawgee, Partner of Bharat D. Sarawgee & Co. Chartered Accountants, appointed as Scrutinizer for the purpose of scrutinizing the Ballot process of Voltaire Leasing & Finance Limited ("the Company") in a fair and transparent manner, for the below mentioned resolution(s) as contained in the Notice of 30<sup>th</sup> Annual General Meeting of the Company held on Friday, 26<sup>th</sup> September 2014, submit our Report as under:-

1. The Shareholders holding shares as on "relevant date" i.e. 28<sup>th</sup> August, 2014 were entitled to vote on the proposed resolutions stated in the Notice of the Company.
2. After declaration of the poll by the Chairman, one ballot box was kept for polling after marking my identification on it.
3. After the time for closing of poll was fixed by the Chairman, ballot box kept for polling was locked in my presence with due identification marks placed by me.
4. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrars and Transfer Agents of the Company and the authorization / proxies lodged with the company. The Voters were also scrutinized for the purpose of elimination duplicate voting i.e., on e-voting as well as on the poll. The names of the shareholders who voted in e-voting through CDSL facility had been blocked.
5. I did not found any invalid Ballot paper.



6. The Votes were un-blocked in the presence of two witnesses who were not in the employment of the Company.
7. The Results of Ballot poll are as under –

**Summary and result of the e voting is as under**

Sr. No	Particulars of Resolution	Votes in Favor	Votes Against
1	Adoption of Directors' Report and Auditor's Audited statement of accounts for the financial year ended March 31, 2014	56000	0
2	Appointment of director in place of Mr. Harivallabh Mundhra, who retires by rotation and not offering himself for re-appointment.	56000	0
3	Appointment of director in place of Mr. Shreevallabh Mundhra, who retires by rotation and not offering himself for re-appointment.	55000	1000
4	Appointment of Maheshwari and Co., Chartered Accountant (ICAI FRN – 105834W) as the Statutory Auditor of the Company.	56000	0
5	Appointment of Mr. Dilip Patodia (Holding Din No – 01357786) as Joint Managing Director for a term of 3 Years.	56000	0
6	Appointment of Mr. Ravi Saraswat(Holding Din No:- 05165741) as Independent Director for a term of 5 Years	55000	1000
7	Appointment of Mr. Nirmal Manna (Holding Din No:- 00239377) as Independent Director for a term of 5 Years	56000	0

The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

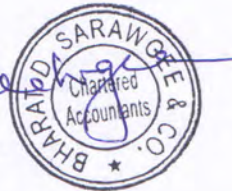
Yours Faithfully

*Bharat D. Sarawgee*  
(Scrutinizer)

Bharat D. Sarawgee  
Partner

Mem No- 061505

M/s .Bharat D. Sarawgee & Co  
Chartered Accountant





September 20, 2014

The Chairman  
M/s. Voltaire Leasing & Finance Limited

Dear Sir,

**Report of the Scrutinizer in respect of e-voting on the Resolutions to be proposed at the 30<sup>th</sup> Annual General Meeting of the Company to be held on Friday, 26<sup>th</sup> September, 2014**

I, CA Bharat D. Sarawgee, Partner of Bharat D. Sarawgee & Co. Chartered Accountants have been appointed as the Scrutinizer under Sub Rule 3(ix) of the Rule 20 of the Companies (Management and Administration) Rules, 2014 (the Rules) by Voltaire Leasing & Finance Limited (the Company) in respect of e-voting on the Resolutions proposed at the 30<sup>th</sup> Annual General Meeting of the Company to be held on Friday, 26<sup>th</sup> September, 2014.

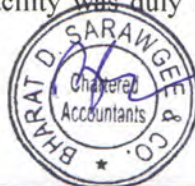
I state that I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the SEBI circular dated 17<sup>th</sup> April 2014 issued in this regard.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 (the Act) and Rule 20 of the Rules, the Members were provided with the facility to cast their vote electronically, through the e-voting on all the items of the business sought to be transacted in the 30<sup>th</sup> AGM of the Company, which is scheduled to be held on 26<sup>th</sup> September, 2014 and services were provided by Central Depository Services Limited (CDSL). CDSL had accordingly set up e-Voting facility on their website, <https://www.evotingindia.com>. The Company had uploaded all the items of the business to be transacted on the website of the Company and also of CDSL to facilitate their shareholders to cast their vote through e-Voting.

The Cut-off date for the purposes of identifying the shareholders who will be entitled to vote on the resolutions placed for approval of the shareholders was 28<sup>th</sup> August, 2014. As prescribed in the Rules, the e-Voting facility was kept open for three days i.e. from Wednesday, 17<sup>th</sup> September, 2014 (09:30 a.m.) to Friday, 19<sup>th</sup> September, 2014 (05:30 p.m.).

As prescribed in Sub Rule 3(v) of the Rule 20 of the Rules, the Company had also released an advertisement, which was published more than 7 days in advance from the date of beginning of the voting period in The Financial Express newspaper dated 8<sup>th</sup> September, 2014 and in Mumbai Lakshdeep newspaper dated 8<sup>th</sup> September, 2014. The notice published in the newspapers carried the required information as specified in Sub Rule 3(v) (a) to (g) of Rule 20 of the Rules.

At the end of the voting period on 19<sup>th</sup> September, 2014, the voting portal of the CDSL was blocked forthwith. The votes cast through e-Voting facility was duly unblocked by me as a Scrutinizer in the



presence of Md Ansar of 5/H/8 bibi bagan lane.kolkata-15 and Namrata Agarwal of 1/1 Sailendera Nath Bose Road Howrah-06 who acted as the witnesses, as prescribed in Sub Rule 3(xi) of Rule 20 of the Rules.

Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 (xi) of the Rules, please find below report of the e-Voting carried out by the shareholders, the details of which are as follows:

**Summary and result of the e voting is as under**

Sr No	Particulars of Resolution	Votes in Favor	Votes Against
1	Adoption of Directors' Report and Auditor's Audited statement of accounts for the financial year ended March 31, 2014	1,75,900	0
2	Appointment of director in place of Mr. Harivallabh Mundhra, who retires by rotation and not offering himself for re-appointment.	1,75,900	0
3	Appointment of director in place of Mr.Shreevallabh Mundhra, who retires by rotation and not offering himself for re-appointment.	1,75,900	0
4	Appointment of Maheshwari and Co., Chartered Accountant (ICAI FRN – 105834W) as the Statutory Auditor of the Company.	1,75,900	0
5	Appointment of Mr. Dilip Patodia (Holding Din No – 01357786) as Joint Managing Director for a term of 3 Years.	1,75,900	0
6	Appointment of Mr. Ravi Saraswat(Holding Din No:- 05165741) as Independent Director for a term of 5 Years	1,75,900	0
7	Appointment of Mr. Nirmal Manna (Holding Din No:- 00239377) as Independent Director for a term of 5 Years	1,75,900	0

You may accordingly declare the result of the e-voting.

I hereby confirm that I am maintaining the Register electronically, in respect of the votes cast through e-Voting by the shareholders of the Company. I shall be arranging to hand over these records to the Company Secretary in due course as prescribed in the Rules.

Thanking you,

Yours Faithfully

*Bharat D. Sarawgee*

**(Scrutinizer)**

Bharat D. Sarawgee

Partner

Mem No- 061505

M/s. Bharat D. Sarawgee & Co.

Chartered Accountant

