

ANIL SOMANI & ASSOCIATES

Company Secretaries

B-4, Ganpati Complex, Near Vishal Mega Mart, Pur Road, Bhilwara

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SCRUTINIZER'S REPORT

To
The Chairman,
A Infrastructure Limited,
Hamirgarh, Bhilwara,
Rajasthan - 311025

Dear Sir,

I, Anil Kumar Somani, Practicing Company Secretary, appointed as a Scrutinizer by the Board of Directors ("the Board") of A Infrastructure Limited for seeking approval of the shareholders by way of **Special Resolution** for :

- 1. Authorization to the Board for Sale, transfer, lease or otherwise dispose of or to create charge, mortgage and/or hypothecate movable or immovable assets of the company.**
- 2. Authorization to the Board for Loan/Guarantee/Security and Investment by the company.**
- 3. Adoption of new set of Articles of Association.**
- 4. Authorization to the Board for Related Party Transactions.**

I hereby submit my report as under :

A. I had given consent to act as a Scrutinizer for the said Postal Ballot process vide my letter date 15.04.2015.

B. The Company had offered e-voting facility as an alternative to all its members, which enabled the members to cast votes electronically instead of physically submitting duly filled in Postal Ballot Form. The instructions on e-voting were provided in the notice. The e-voting facility was made available using the National Securities Depository Limited (NSDL) platform.

C. The company was having 1959 Shareholders as on 24th April, 2015. The Company has sent notice along with postage prepaid business reply envelopes by post (and electronically by email to all those members who have registered their email IDs with the Company or Depository Participant) to all the Members whose name(s) appeared on the Register of Members/ Record of Depositories as on 24th April, 2015 (cut off date).



D. A Public Notice that the Company had sent Postal Ballot Notice along with other documents to the Shareholders was published in the Financial Express (English Newspaper) and Rajasthan Patrika (Regional Language) on 07.05.2015.

E. In the Postage Pre-Paid Business Reply Envelope the address of my office i.e. B-4, Ganpati Complex, Near Vishal Mega Mart, Bhilwara, Rajasthan - 311001 was given and hence the same were delivered to me.

F. I was received 26 Postal Ballot Envelopes up to the close of working hours on 04th June, 2015. All the Postal Ballot Envelopes were opened in my presence. The particulars of all Postal Ballot received from the Shareholders were entered in the Register in electronic form separately maintained for the purpose. For the purpose of my report, The Postal Ballots received up to the close of working hours on 04th June, 2015 were scrutinized by me for the purpose of ascertaining assent, dissent of Shareholders to the Special Resolution and the invalid Postal Ballots.

G. At the end of the voting period on 04th June, 2015, the votes cast through e-voting facility were duly unblocked in the presence of Shri Hanumaan Baser and Shri Bhagwan Laddha who are not in the employment of the Company.

H. The result of the scrutiny is as under :

(1) Result of Postal Ballot for Sale, transfer, lease or otherwise dispose of or to create charge, mortgage and/or hypothecate movable or immovable assets of the company.

Details of Resolution	Special Resolution for authorizing the Board of Directors to Sale, transfer, lease or otherwise dispose of or to create charge, mortgage and/or hypothecate movable or immovable assets of the company.
Resolution required	Special Resolution
Date of Postal Ballot Notice	24th April, 2015
Record date for reckoning voting rights	24th April, 2015
Date of dispatch of Notice	05th May, 2015
Total No. of Shareholders on record date	1959

	Particular	Physical	Electronic	Total
a.	Total Postal ballot forms received	26	4	30
b.	Total no. of votes casted	7791635	300	7791935
c.	Less : Invalid no. of votes casted	1400	-	1400
d.	Valid No. of votes casted (Net)	7790235	300	7790535
e.	Total No. of votes with assent for the Resolution	7790235	300	7790535
f.	Total no. of votes with dissent for the Resolution	Nil	Nil	Nil



