Lakshmmi Subramanian & Associates

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Practising Company Secretaries

April 2, 2015

The Chairman
Beardsell Limited
Chennai

Sub: Report of Scrutinizer for e-voting for the Extra Ordinary General Meeting under section 108 of the Companies Act, 1956 read with Rule 20 of Companies (Management & Administration) Rules, 2014

In the meeting of the Board of Directors of Beardsell Limited ('B.L' or 'the Company') held on 02 April 2015, we, M/s Lakshmmi Subramanian & Associates, were appointed to Scrutinize to E-voting in a fair and transparent manner for passing of the following resolutions at the Extra Ordinary General Meeting:

S.No.	Nature of Resolution	Type of Resolution
SPECIAL BUSINESS		
1	Acceptance/ Renewal of Unsecured Deposits from Shareholders	Ordinary

The Company has availed the e-voting facility of Central Depository Services Limited for the shareholders to cast their votes to the aforesaid resolutions through electronic mode.

The e-voting process was accordingly conducted and concluded as below:

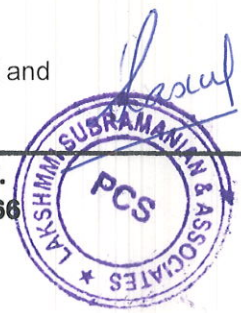
- The Company on 09 March 2015 dispatched the notice under section 108 of the Companies Act, 2013 to the members whose name appeared on the Register of Members as on 27 February 2015 and to the directors and Auditors of the Company. The total number of members as on the above cut-off date was 3449. Further the Company forwarded electronic notices through e-mail detailing the procedure for e-voting on 10 March 2015

- The Company issued an advertisement in Trinity Mirror (English) and Makkal Kural (Tamil) about the dispatch of the e-voting notice on 10 March 2015.

- The E-voting commenced on 26 March, 2015 (9:00 am) and ends on 28 March, 2015 (6.00 pm).

- The votes cast by the members through electronic voting system was downloaded and collated from the website https://www.evotingindia.com/.

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- A register containing the details of assent or dissent, received, mentioning the particulars of name, address, folio number/ client ID of the shareholders, the number of shares held by them, the nominal value of shares held etc is maintained in electronic form.

Based on the data, reports and statements collected as mentioned above, the scrutiny was completed and results were complied as under.

SUMMARY OF RESULTS

1. Acceptance/ Renewal of Unsecured Deposits from Shareholders

Nature of resolution: Ordinary Resolution

Particulars	Number of Members	Representative Number of Shares
Total number of electronic votes received	26	3540844
Total number of electronic votes considered valid	26	3540844
Total number of electronic votes considered invalid	-	-
Out of the above electronic votes:		
i. Number of votes cast in favour of the Resolution	26	3540844
ii. Number of votes cast in against the Resolution	-	-
iii. Percentage to the total votes received in favour of the resolution	100%	100%

Result: The resolution requiring requisite majority for passing as an ordinary resolution was received.

Therefore we recommend that you may declare the results as above.

FOR LAKSHMMI SUBRAMANIAN & ASSOCIATES

LAKSHMMI SUBRAMANIAN
Senior Partner

LAKSHMMI SUBRAMANIAN & ASSOCIATES ★ PCS