Ashish C. Bhatt
B. Com., F.C.S.
ASHISH BHATT & ASSOCIATES
Company Secretaries

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SCRUTINIZER'S REPORT

To,
The Chairman,
Board of Directors,
Hubtown Limited,
Ackruti Center Point, 6th Floor,
Central Road, Marol MIDC,
Andheri (E), Mumbai 400 093

Dear Sir,

1. The Board of Directors of the Company at its meeting held on August 13, 2014 has appointed me as a Scrutinizer for conducting the postal ballot voting process.

2. I submit my report as under:

2.1 The Company has completed on October 1, 2014 the dispatch of postal ballot forms along with postage prepaid business reply envelope to its Members whose name(s) appeared in the Register of Members/list of beneficiaries as on September 12, 2014. The company has also made arrangement for e-voting with CDSL.

2.2 Particulars of all the postal ballot and e-voting forms received from the Members have been entered in a register separately maintained for the purpose.

2.3 The postal ballot forms were kept under, my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.

2.4 The ballot boxes were opened on 29/10/2014, 30/10/2014 and November 1, 2014 in my presence.

2.5 The postal ballot forms were duly opened in my presence and scrutinized and the shareholding was matched/ confirmed with the Register of Members of the Company/ list of beneficiaries as on September 12, 2014.

2.6 All postal ballot forms received up to the close of working hours on November 1, 2014, the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.

2.7 Envelopes containing postal ballot forms received after September 23, 2013 were not considered for my scrutiny.

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2.8 Envelopes containing postal ballot forms returned undelivered aggregated to 25 vide serial number 1 to 25. These envelopes were also not opened and they are separately kept.

2.9 I did not find any defaced or mutilated ballot paper.

3. A summary of the postal ballot forms received is given below:

1.Special Resolution :

Special Resolution under Section 13 of the Companies Act, 2013 for alteration of the objects clause of the Memorandum of Association of the Company.

Sr. No.	Particulars	No. of ballot forms	No. of shares	% of total paid- up equity capital	% of total vote casted
(a)	Total postal ballot forms received	114	52290815	71.8913	-
(b)	Total E-ballot forms received	7	518	00.0007	-
(c)	**Total ballots received**	**121**	**52291333**	**71.8920**	-
(d)	Less: Invalid postal ballot forms (as per register)	1	12	0	-
(e)	Less: Invalid postal ballot forms (as per E - Voting)	0	0	0	-
(f)	**Net invalid ballots**	**1**	**12**	**0**	-
(g)	**Net Valid ballots**	**120**	**52291321**	**71.8920**	
(h)	Net valid postal ballot forms(as per register)	113	52290803	71.8913	-
(i)	Net valid E-ballot forms(as per register)	7	518	00.0007	-
(j)	**Total valid ballots**	**120**	**52291321**	**71.8920**	-
(k)	Postal ballot forms with assent for the resolution (as per register)	112	52279668	71.8761	99.9989
(l)	E- ballot forms with assent for the resolution (as per register)	5	489	00.0006	0.0009
(m)	**Total ballots with assent for the resolution.**	**117**	**52280157**	**71.8767**	**99.9998**
(n)	Postal ballot forms with dissent for the resolution (as per register)	1	35	0.0001	0.0001
(o)	E-ballot forms with dissent for the resolution (as per register)	2	29	0.0001	0.0001
(p)	**Total ballot forms with dissent for the resolution**	**3**	**64**	**0.0002**	**0.0002**

Note One Shareholder has casted 11100 votes less than eligible vote

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2.Special Resolution :

Special Resolution under Section 14 of the Companies Act, 2013 for alteration of the Articles of Association of the Company.

Sr. No.	Particulars	No. of ballot forms	No. of shares	% of total paid- up equity capital	% of total vote casted
(a)	Total postal ballot forms received	114	52290815	71.8913	-
(b)	Total E-ballot forms received	7	518	00.0007	-
(c)	**Total ballots received**	**121**	**52291333**	**71.8920**	-
(d)	Less: Invalid postal ballot forms (as per register)	1	12	0	-
(e)	Less: Invalid postal ballot forms (as per E - Voting)	0	0	0	-
(f)	**Net invalid ballots**	**1**	**12**	**0**	-
(g)	**Net Valid ballots**	**120**	**52291321**	**71.8920**	
(h)	Net valid postal ballot forms(as per register)	113	52290803	71.8913	-
(i)	Net valid E-ballot forms(as per register)	7	518	00.0007	-
(j)	**Total valid ballots**	**120**	**52291321**	**71.8920**	-
(k)	Postal ballot forms with assent for the resolution (as per register)	111	52279663	71.8761	99.9989
(l)	E- ballot forms with assent for the resolution (as per register)	5	489	00.0006	0.0009
(m)	**Total ballots with assent for the resolution.**	**116**	**52280152**	**71.8767**	**99.9998**
(n)	Postal ballot forms with dissent for the resolution (as per register)	2	40	00.0001	0.0001
(o)	E-ballot forms with dissent for the resolution (as per register)	2	29	00.0001	0.0001
(p)	**Total ballot forms with dissent for the resolution**	**4**	**69**	**00.0002**	**0.0002**

Note One Shareholder has casted 11100 votes less than eligible vote

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4. I have handed over the postal ballot forms and other related papers/ registers and records for safe custody to the Company Secretary/ Director authorised by the Board to supervise the postal ballot process.

5. You may accordingly declare the result of the voting by Postal Ballot.

Thanking you,

Ashish Bhatt
Scrutinizer

Place: Thane
Date: November 5, 2014