Chandanbala R. Jain
B. Com., A.C.S., LL.B.

CHANDANBALA JAIN
Practicing Company Secretary

A/405, Radhakrishna Gokuldham Bldg., Nr. Kora Kendra,
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Report of the Scrutinizer

To,
The Chairman,
Industrial Investment Trust Limited
Rajabahadur Mansion, 2nd floor,
28 Bombay Samachar Marg,
Fort, Mumbai 400 001

Respected Sir,

The details relating to the Postal Ballot papers are set out in table below:

Particulars	**Resolution No. 1**	**Resolution No. 2**	**Resolution No. 3**	**Resolution No. 4**
Total number of ballot papers dispatched to shareholders with notice by Registered Post / Speed Post	2066	2066	2066	2066
Last date upto which ballot papers received by the company are considered	August 04, 2012	August 04, 2012	August 04, 2012	August 04, 2012
Total number of ballot papers received	40	40	40	40
Invalid Ballots	0	2	2	2
Number of valid ballot papers	40	38	38	38

The particulars relating to the Equity Share Capital of the Company is as under:

Particulars	Number of Shares	Rupees
Authorised Equity Share Capital of the face value of Rs.10/- per share.	3,50,00,000	35,00,00,000/-
Issued, Subscribed and Paid-up Equity Share Capital of the face value of Rs.10/- per share.	1,97,77,550	19,77,75,500/-

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Summary for Special / Ordinary Resolutions:

1) Raising of Funds through Issue of Equity Shares of the Company on Preferential Basis (Special Resolution)

	Particulars	No. of Postal Ballot forms	No. of Shares	% to Total paid up capital	% to Total Votes Polled
A	Total Postal Ballot Forms Received	40	65,53,749	33.14	100.00
B	Postal Ballot Votes Invalid for Resolution	0	0	0	0
C	Net valid Postal Ballot Forms (A-B) (See Note Below)	40	65,53,749	33.14	100.00
D	Postal Ballot Forms Assenting to Resolution	34	26,561	0.14	0.41
E	**Postal Ballot Forms Dissenting to Resolution**	**6**	**65,27,188**	**33.00**	**99.59**

2) Increase in Authorised Share Capital & consequent Alteration of Memorandum of Association (Ordinary Resolution)

	Particulars	No. of Postal Ballot forms	No. of Shares	% to Total paid up capital	% to Total Votes Polled
A	Total Postal Ballot Forms Received	40	65,53,749	33.14	100.00
B	Postal Ballot Votes Invalid for Resolution	2	3,400	0.02	0.05
C	Net valid Postal Ballot Forms (A-B) (See Note Below)	38	65,50,349	33.12	99.95
D	Postal Ballot Forms Assenting to Resolution	33	23,661	0.12	0.36
E	**Postal Ballot Forms Dissenting to Resolution**	**5**	**65,26,688**	**33.00**	**99.59**

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3) Alteration of Articles of Association of the Company (Special Resolution)

	Particulars	No. of Postal Ballot forms	No. of Shares	% to Total paid up capital	% to Total Votes Polled
A	Total Postal Ballot Forms Received	40	65,53,749	33.14	100.00
B	Postal Ballot Votes Invalid for Resolution	2	3,400	0.02	0.05
C	Net valid Postal Ballot Forms (A-B) (See Note Below)	38	65,50,349	33.12	99.95
D	Postal Ballot Forms Assenting to Resolution	32	23,621	0.12	0.36
E	**Postal Ballot Forms Dissenting to Resolution**	**6**	**65,26,728**	**33.00**	**99.59**

4) Raising of Funds through Issue of 8 % Cumulative Redeemable Non Convertible Preference Shares (Special Resolution)

	Particulars	No. of Postal Ballot forms	No. of Shares	% to Total paid up capital	% to Total Votes Polled
A	Total Postal Ballot Forms Received	40	65,53,749	33.14	100.00
B	Postal Ballot Votes Invalid for Resolution	2	3,400	0.02	0.05
C	Net valid Postal Ballot Forms (A-B) (See Note Below)	38	65,50,349	33.12	100.00
D	Postal Ballot Forms Assenting to Resolution	31	23,521	0.12	0.36
E	**Postal Ballot Forms Dissenting to Resolution**	**7**	**65,26,828**	**33.00**	**99.59**

Chandanbala Jain
(Practicing Company Secretary)

Place: Mumbai
Date: August 06, 2012