

**COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL
KOPRAN LIMITED**

To,
The Chairman,
Kopran Limited

Sub: Passing of Resolution through E-Voting and Poll conducted at the 55th Annual General Meeting (AGM) M/s Kopran Limited held on Thursday, 11th September, 2014.

I, CS Prabhat Maheshwari, Partner, GMJ & Associates, Company Secretaries hereby submit combined Scrutinizer Report on E-Voting AND Poll conducted at the AGM of Kopran Limited held on Thursday, 11th September, 2014.

The Board of Directors of the Company at their meeting held on Wednesday, 28th May, 2014 have appointed me as the Scrutinizer for the e-voting held between Sunday, 7th September, 2014 from 9:00 A.M. to Tuesday, 9th September, 2014 up to 6:00 P.M. and the Chairman of the AGM has appointed me as the Scrutinizer for the Poll held at the AGM of the Company on the Thursday, 11th September, 2014.

The Company has appointed M/s. National Securities Depository Limited as the Service Provider for providing the facility of electronic voting to the shareholders of the Company from Sunday, 7th September, 2014 from 9:00 A.M. to Tuesday, 9th September, 2014 up to 6:00 P.M., M/s. Bigshare Services Private Limited are the Registrar and Share Transfer Agent of the Company. The e-voting results were unblocked by me on Wednesday, 10th September, 2014, in the presence of two witnesses. For further details kindly refer my Scrutinizer's Report dated Wednesday, 10th September, 2014 attached herewith.

At the AGM of the Company held on Thursday, 11th September, 2014, the Chairman of the Company had called for a Poll to facilitate the members present at the meeting who could not participate in the e-voting to record their votes through the poll process. The Chairman of the AGM had appointed me as the Scrutinizer for the same. For further details kindly refer to my Scrutinizer's Report in Form MGT 13 dated Friday, 12th September, 2014.



The result of the E-voting together with that of the Poll is as under:

Number of members who cast their votes through e-voting	Total number of Shares held by them	Total number of Valid Votes (as per details provided under each one of the Resolution(s) mentioned hereunder)
32	3089500	Various as mentioned under each of the Resolution

Item of Notice	Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Nos.	%age	Nos.	%age	Nos.	%age
Item No.1 of the Notice (As an Ordinary Resolution)	E-voting	3089200	100	--	--	--	--
	Poll	8826461	100	--	--	2010	--
	TOTAL	11915661	100	--	--	2010	--
Item No.2 of the Notice (As an Ordinary Resolution)	E-voting	3089500	100	--	--	--	--
	Poll	8826461	100	--	--	2010	--
	TOTAL	11915961	100	--	--	2010	--
Item No.3 of the Notice (As an Ordinary Resolution)	E-voting	3086800	99.94	2000	0.06	--	--
	Poll	8826461	100	--	--	2010	--
	TOTAL	11913261	99.94	2000	--	2010	--
Item No.4 of the Notice (As an Ordinary Resolution)	E-voting	3087000	99.94	2000	0.06	--	--
	Poll	8826461	100	--	--	2010	--
	TOTAL	11913461	99.94	2000	--	2010	--
Item No.5 of the Notice (As an Ordinary Resolution)	E-voting	3087000	99.94	2000	0.06	--	--
	Poll	8826461	100	--	--	2010	--
	TOTAL	11913461	99.94	2000	--	2010	--
Item No.6 of the Notice (As an Ordinary Resolution)	E-voting	3086700	99.94	2000	0.06	--	--
	Poll	4216951	100	--	--	2010	--
	TOTAL	7303651	99.94	2000	--	2010	--



All the Resolutions stand passed under e-voting and poll with the requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through E-voting and Poll by the shareholders of the Company. I shall be arranging to hand over these records to you or such other person as authorized by you.

Thanking You,

Yours Faithfully

For GMJ & Associates
Company Secretaries

Prabhat Maheshwari

[PRABHAT MAHESHWARI]
PARTNER
FCS: 2405 COP: 1432

PLACE: MUMBAI
DATE: 12th SEPTEMBER, 2014.

