

**Vivek Surana**

Practicing Company Secretary

Plot No.6-3-354/13, A1, Suryateja Apartments,

Hindi Nagar, Panjagutta, Hyderabad-500034

Mobile: 09959581348

Email: viveksurana24@gmail.com

### SCRUTINIZER'S REPORT

To  
The Chairman  
M/s. Manjeera Constructions Ltd  
304, Aditya Trade Centre,  
Ameerpet,  
Hyderabad – 500016

Dear Sir/Madam,

1. The Board of Directors of the Company at its meeting held on 14.08.2014 has appointed me as a Scrutinizer for conducting the E-voting process for passing of resolutions as mentioned in the Notice of the Annual General Meeting dated 30.09.2014 which are reproduced below:

| Sl. No | Resolution No | Particulars of the Resolution                                                                   |
|--------|---------------|-------------------------------------------------------------------------------------------------|
| 1.     | 1             | Approval of financial statements and the reports thereon for the year ended 31.03.2014.         |
| 2.     | 2             | Appointment of M/s. A K Sabat & Co, Chartered Accountants as statutory auditors of the Company. |
| 3.     | 3             | Appointment of Mr. K Krishna Murty as Independent Director of the Company.                      |
| 4.     | 4             | Appointment of Mr.DLS Sreshti as Independent Director of the Company.                           |
| 5.     | 5             | Appointment of Mrs. G. Padmaja as a Director of the Company.                                    |
| 6.     | 6             | Approval of the borrowing limits of the Company.                                                |
| 7.     | 7             | Creation of Charge on the assets of the company.                                                |
| 8.     | 8.            | Alteration of Articles of Association.                                                          |

2. I submit my report as under:

2.1 The company has completed on 05.09.2014 the dispatch of annual reports to its members whose name(s) appeared on the Register of Members / List of Beneficiaries as on 22.08.2014.

2.2 The e-voting commenced from 22.09.2014 at 9.00 A.M. and ended on 24.09.2014 at 6.00.P.M.

2.3 I have downloaded the data of e-voting after the E-voting module was disabled by the CDSL on 24<sup>th</sup> September, 2014.

2.4 The votes were unblocked on 25<sup>th</sup> September, 2014 in presence of two (2) witnesses not in the employment of the Company.



2.5 The e-voting data was scrutinized by me for verification of votes cast in favour and against the Resolution.

3. Seven Shareholders of the Company has participated in E-voting. The summary of the votes received under e-voting process is given below:-

**Resolutions 1 to 8:**

| Sr. No. | Particulars                                       | No. of ballots | No. of Shares | % to the total shares representing valid votes |
|---------|---------------------------------------------------|----------------|---------------|------------------------------------------------|
| (a)     | Total E-Voting options received.                  | 7              | 93,12,345     | 100%                                           |
|         | <b>Total</b>                                      | 7              | 93,12,345     | 100%                                           |
| (b)     | Less: Invalid votes through e - voting            | Nil            | Nil           | Nil                                            |
| (c)     | Net e-Voting options                              | 7              | 93,12,345     | 100%                                           |
|         | <b>Total</b>                                      | 7              | 93,12,345     | 100%                                           |
| (d)     | E-voting options with assent for the resolution.  | 7              | 93,12,345     | 100%                                           |
|         | <b>Total</b>                                      | 7              | 93,12,345     | 100%                                           |
| (e)     | E-Voting Options with dissent for the resolution. | Nil            | Nil           | Nil                                            |
|         | <b>Total</b>                                      | 7              | 93,12,345     | 100%                                           |

4. You may accordingly declare the result of E -voting.

Thanking you.

Place: Hyderabad  
Date: 25.09.2014

  
Vivek Surana  
Practicing Company Secretary &  
Scrutinizer for E- Voting Process  
CP No.12901



**FORM No. MGT-13**  
**Report of Scrutinizer(s)**

*[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]*

To,  
Chairman  
27<sup>th</sup> Annual General Meeting of the Equity Shareholders of M/s. Manjeera Constructions Limited held on 30.09.2014  
at 09:30 a.m. at Hotel Aditya Park, Ameerpet, Hyderabad - 500038.

Dear Sir,

I, Vivek Surana, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 27<sup>th</sup> Annual General Meeting of the Equity Shareholders of M/s. Manjeera Constructions Limited, held on 30.09.2014 at 09.30 a.m., submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, 1(one) ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. I did not find any incomplete or defective poll paper.
4. The result of the Poll is as under:

**(a) Resolution No.1: Approval of financial statements and the reports thereon for the year ended 31.03.2014.**

(i) Voted in favour of the resolution:

| Number of Member Present and Voting (in presence or by Proxy) | Number of Votes cast by them | % of Total number of Valid Votes cast |
|---------------------------------------------------------------|------------------------------|---------------------------------------|
| 16                                                            | 393837                       | 100                                   |



- (ii) Voted against the resolution:

| Number of Member Present and Voting (in presence or by Proxy) | Number of Votes cast by them | % of Total number of Valid Votes cast |
|---------------------------------------------------------------|------------------------------|---------------------------------------|
| 0                                                             | 0                            | 0                                     |

- (iii) Invalid votes :

| Total number of members (In person or by Proxy) Whose votes were declared invalid | Total Number of Votes cast by them |
|-----------------------------------------------------------------------------------|------------------------------------|
| 0                                                                                 | 0                                  |

**(b) Resolution No.2: Re-Appointment of M/s. A. K. Sabat & Co. Chartered Accountants as statutory auditors of the Company.**

- (i) Voted in favour of the Resolution:

| Number of member Present and Voting (in person or by Proxy) | Number of Votes Cast by them | % of total number of Valid Votes cast |
|-------------------------------------------------------------|------------------------------|---------------------------------------|
| 16                                                          | 393837                       | 100                                   |

- (ii) Voted against the Resolution:

| Number of member Present and Voting (in person or by Proxy) | Number of Votes Cast by them | % of total number of Valid Votes cast |
|-------------------------------------------------------------|------------------------------|---------------------------------------|
| 0                                                           | 0                            | 0                                     |

- (iii) Invalid Votes:

| Number of member Present and Voting (in person or by Proxy) Whose votes were declared invalid | Number of Votes Cast by them |
|-----------------------------------------------------------------------------------------------|------------------------------|
| 0                                                                                             | 0                            |

*[Handwritten Signature]*



**(c) Resolution No.3: Appointment of Mr. K. Krishna Murty as an Independent Director.**

(i) Voted in favour of the Resolution:

| Number of member Present and Voting (in person or by Proxy) | Number of Votes Cast by them | % of total number of Valid Votes cast |
|-------------------------------------------------------------|------------------------------|---------------------------------------|
| 16                                                          | 393837                       | 100                                   |

(ii) Voted against the Resolution:

| Number of member Present and Voting (in person or by Proxy) | Number of Votes Cast by them | % of total number of Valid Votes cast |
|-------------------------------------------------------------|------------------------------|---------------------------------------|
| 0                                                           | 0                            | 0                                     |

(iii) Invalid Votes:

| Number of member Present and Voting (in person or by Proxy) Whose votes were declared invalid | Number of Votes Cast by them |
|-----------------------------------------------------------------------------------------------|------------------------------|
| 0                                                                                             | 0                            |

**(d) Resolution No.4: Appointment of Mr. DLS Sreshti as an Independent Director.**

(i) Voted in favour of the Resolution:

| Number of member Present and Voting (in person or by Proxy) | Number of Votes Cast by them | % of total number of Valid Votes cast |
|-------------------------------------------------------------|------------------------------|---------------------------------------|
| 16                                                          | 393837                       | 100                                   |

(ii) Voted against the Resolution:

| Number of member Present and Voting (in person or by Proxy) | Number of Votes Cast by them | % of total number of Valid Votes cast |
|-------------------------------------------------------------|------------------------------|---------------------------------------|
| 0                                                           | 0                            | 0                                     |

(iii) Invalid Votes:

| Number of member Present and Voting (in person or by Proxy) Whose votes were declared invalid | Number of Votes Cast by them |
|-----------------------------------------------------------------------------------------------|------------------------------|
| 0                                                                                             | 0                            |

*Handwritten signature*



**(e) Resolution No.5: Appointment of Mrs. G. Padmaja as a Director.**

**(i) Voted in favour of the Resolution:**

| Number of member Present and Voting<br>(in person or by Proxy) | Number of Votes Cast by them | % of total number of Valid<br>Votes cast |
|----------------------------------------------------------------|------------------------------|------------------------------------------|
| 16                                                             | 393837                       | 100                                      |

**(ii) Voted against the Resolution**

| Number of member Present and Voting<br>(in person or by Proxy) | Number of Votes Cast by them | % of total number of Valid<br>Votes cast |
|----------------------------------------------------------------|------------------------------|------------------------------------------|
| 0                                                              | 0                            | 0                                        |

**(iii) Invalid Votes**

| Number of member Present and Voting<br>(in person or by Proxy)<br>Whose votes were declared invalid | Number of Votes Cast by them |
|-----------------------------------------------------------------------------------------------------|------------------------------|
| 0                                                                                                   | 0                            |

**(f) Resolution No.6: Borrowing power of the Board.**

**(i) Voted in favour of the Resolution:**

| Number of member Present and Voting<br>(in person or by Proxy) | Number of Votes Cast by them | % of total number of Valid<br>Votes cast |
|----------------------------------------------------------------|------------------------------|------------------------------------------|
| 16                                                             | 393837                       | 100                                      |

**(ii) Voted against the Resolution**

| Number of member Present and Voting<br>(in person or by Proxy) | Number of Votes Cast by them | % of total number of Valid<br>Votes cast |
|----------------------------------------------------------------|------------------------------|------------------------------------------|
| 0                                                              | 0                            | 0                                        |

**(iii) Invalid Votes**

| Number of member Present and Voting<br>(in person or by Proxy)<br>Whose votes were declared invalid | Number of Votes Cast by them |
|-----------------------------------------------------------------------------------------------------|------------------------------|
| 0                                                                                                   | 0                            |

**(g) Resolution No.7: Creation of charge on the assets of the company**

**(i) Voted in favour of the Resolution:**

| Number of member Present and Voting | Number of Votes Cast by them | % of total number of Valid<br>Votes cast |
|-------------------------------------|------------------------------|------------------------------------------|
|-------------------------------------|------------------------------|------------------------------------------|



|                         |        |     |
|-------------------------|--------|-----|
| (in person or by Proxy) |        |     |
| 16                      | 393837 | 100 |

(ii) Voted against the Resolution:

|                                                                |                              |                                          |
|----------------------------------------------------------------|------------------------------|------------------------------------------|
| Number of member Present and Voting<br>(in person or by Proxy) | Number of Votes Cast by them | % of total number of Valid<br>Votes cast |
| 0                                                              | 0                            | 0                                        |

(iii) Invalid Votes:

|                                                                                                     |                              |
|-----------------------------------------------------------------------------------------------------|------------------------------|
| Number of member Present and Voting<br>(in person or by Proxy)<br>Whose votes were declared invalid | Number of Votes Cast by them |
| 0                                                                                                   | 0                            |

(h) Resolution No.8: Amendment of Articles of Association of the Company.

(i) Voted in favour of the Resolution:

|                                                                |                              |                                          |
|----------------------------------------------------------------|------------------------------|------------------------------------------|
| Number of member Present and Voting<br>(in person or by Proxy) | Number of Votes Cast by them | % of total number of Valid<br>Votes cast |
| 16                                                             | 393837                       | 100                                      |

(ii) Voted against the Resolution

|                                                                |                              |                                          |
|----------------------------------------------------------------|------------------------------|------------------------------------------|
| Number of member Present and Voting<br>(in person or by Proxy) | Number of Votes Cast by them | % of total number of Valid<br>Votes cast |
| 0                                                              | 0                            | 0                                        |

(iii) Invalid Votes

|                                                                                                     |                              |
|-----------------------------------------------------------------------------------------------------|------------------------------|
| Number of member Present and Voting<br>(in person or by Proxy)<br>Whose votes were declared invalid | Number of Votes Cast by them |
| 0                                                                                                   | 0                            |

5. A list of equity shareholders for each resolution is enclosed.

6. The poll papers and all other relevant record were sealed and handed over to the Managing Director authorized by the Board for safe keeping.

Place: Hyderabad  
Date: 01.10.2014

  
Vivek Surana  
Practicing Company Secretary and Scrutinizer  
M. No: A24531  
CP No: 12901



**Vivek Surana**

*Practicing Company Secretary*

Plot No.6-3-354/13, A1, Suryateja Apartments,

Hindi Nagar, Panjagutta, Hyderabad-500034

Mobile: 09959581348

Email: viveksurana24@gmail.com

## **CONSOLIDATED SCRUTINIZER REPORT**

To,

The Chairman  
M/s Manjeera Constructions Limited  
#304, Aditya Trade Centre,  
Aditya Enclave Road,  
Ameerpet,  
Hyderabad – 500038

I, Vivek Surana, Practicing Company Secretary, having office at Plot No. 6-3-354/13, A1, Suryateja Apartments, Hindi Nagar, Panjagutta, Hyderabad – 500034 being appointed as the Scrutinizer by the Board of Directors of M/s. Manjeera Constructions Limited at their meeting held on 14.08.2014 for the purpose of scrutinizing voting process in a fair and transparent manner in respect of below mentioned resolutions at the 27<sup>th</sup> Annual General Meeting of Equity Shareholders of the Company held on 30<sup>th</sup> September, 2014 at 9.30 am at Hotel Aditya Park, Ameerpet, Hyderabad - 500038, submit my report as under:

1. In accordance with the Notice of the 27<sup>th</sup> Annual General Meeting dated 14.08.2014 sent to the shareholders and the Advertisement published pursuant to the Rule 20(3)(V) of the Companies (Management and Administration) Rules, 2014 on 15.09.2014 in "Financial Express" in English and "Andhra Bhoomi" in Telugu, the e-voting opened at 9.00 A.M on 22<sup>nd</sup> September, 2014 and remained open upto 6.00 P.M on 24<sup>th</sup> September, 2014.
2. The equity shareholders holding shares as on 24<sup>th</sup> September, 2014 was considered as "cut-off date" for purpose of voting on the resolutions stated in the Notice of the 27<sup>th</sup> Annual General Meeting of the Company.
3. The votes were unblocked and considered at 11.00 A.M on 25<sup>th</sup> September, 2014 in presence of two persons who are not the employees of the Company.
4. The e-voting results/list of equity shareholders who have voted "For and Against" were downloaded from the e-voting website of Central Depository Services (India) Limited (<http://evotingindia.com>) and the same were handed over to the Chairman.



The results of the e-voting and the polling at the Meeting (AGM), for the resolutions starting from serial no 1 to 8 are passed with the requisite majority, are as under:

| Res No. | Particulars                                                                                     | Mode           | Votes in |         | Total Shares | Votes casted |           |
|---------|-------------------------------------------------------------------------------------------------|----------------|----------|---------|--------------|--------------|-----------|
|         |                                                                                                 |                | Favour   | Against |              | % For        | % Against |
| 1       | Approval of financial statements and the reports thereon for the year ended 31.03.2014.         | E-voting       | 9312345  | -       | 9312345      | 100          | -         |
|         |                                                                                                 | Polling at AGM | 393837   | -       | 393837       | 100          | -         |
| 2       | Appointment of M/s. A K Sabat & Co, Chartered Accountants as statutory auditors of the Company. | E-voting       | 9312345  | -       | 9312345      | 100          | -         |
|         |                                                                                                 | Polling at AGM | 393837   | -       | 393837       | 100          | -         |
| 3       | Appointment of Mr. K Krishna Murty as Independent Director of the Company.                      | E-voting       | 9312345  | -       | 9312345      | 100          | -         |
|         |                                                                                                 | Polling at AGM | 393837   | -       | 393837       | 100          | -         |
| 4       | Appointment of Mr.DLS Sreshti as Independent Director of the Company.                           | E-voting       | 9312345  | -       | 9312345      | 100          | -         |
|         |                                                                                                 | Polling at AGM | 393837   | -       | 393837       | 100          | -         |
| 5       | Appointment of                                                                                  | E-voting       | 9312345  | -       | 9312345      | 100          | -         |



|   |                                                  |                |         |   |         |     |   |
|---|--------------------------------------------------|----------------|---------|---|---------|-----|---|
|   | Mrs. G. Padmaja as a Director of the Company.    |                |         |   |         |     |   |
|   |                                                  | Polling at AGM | 393837  | - | 393837  | 100 | - |
| 6 | Approval of the borrowing limits of the Company. | E-voting       | 9312345 | - | 9312345 | 100 | - |
|   |                                                  | Polling at AGM | 393837  | - | 393837  | 100 | - |
| 7 | Creation of Charge on the assets of the company. | E-voting       | 9312345 | - | 9312345 | 100 | - |
|   |                                                  | Polling at AGM | 393837  | - | 393837  | 100 | - |
| 8 | Amendment of Articles of Association.            | E-voting       | 9312345 | - | 9312345 | 100 | - |
|   |                                                  | Polling at AGM | 393837  | - | 393837  | 100 | - |

Place: Hyderabad  
Dated: 01.10.2014

Vivek Surana  
Practicing Company Secretary & Scrutinizer  
M. No: A24531  
CP No. 12901

