

V V CHAKRADEO & CO

COMPANY SECRETARIES

B - 301, MATOSHREE RESIDENCY CHS., 65, PRATHANA SAMAJ ROAD,
VILE PARLE EAST, MUMBAI 400 057.

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Report of Scrutinizer

(pursuant to the Section 108 of the Companies Act, 2013 and rule 20 (4) (xii) of the Companies
(Management and Administration) Rules, 2014

December 31, 2016

To

The Chairman

S Kumars Nationwide Limited

B 2, 5th Floor, Marathon Nextgen, Off G K.Marg,

Lower Parel, Mumbai 400 013

25th Annual General Meeting of the Equity Shareholders of S. Kumar Nationwide Limited Held on Friday, December 30, 2016 at 3.00 pm at Auditorium on 3rd Floor of The Synthetic & Art Silk Mills' Research Association (SASMIRA), Sasmira Marg, Worli, Mumbai - 400030.

Dear Sir,

Report of the Scrutinizer in respect of the votes cast through remote e-voting and poll on the resolutions mentioned in the Notice of the 25th Annual General Meeting of the Equity Shareholders of S Kumar Nationwide Limited held on Friday, December 30, 2016.

I, V. V. Chakradeo, Practising Company Secretary, having office at B-301, Matoshree Residency CHS., 65, Prarthana Samaj Road, Vile Parle East, Mumbai 400 057, being appointed as the Scrutiniser by the Board of Directors of S Kumar Nationwide Limited (company) at its meeting held on 27th October, 2016 for scrutinizing e-voting process and appointed by the Chairman of the Company Annual General Meeting of the Equity shareholders of S Kumar Nationwide Limited held on Friday, December 30, 2016 at 3.00 pm at Auditorium on 3rd Floor of The Synthetic & Art Silk Mills' Research Association (SASMIRA), Sasmira Marg, Worli, Mumbai-400030 for scrutinizing the poll taken on the below mentioned resolutions thereat, submit my report as under:

In respect of votes casted through E-voting facility:

1. In accordance with the Notice of the 25th Annual General Meeting dated 27th October, 2016 sent to the shareholders and the Advertisement published pursuant to the Rule 20 (3) (v) of the Companies (Management and Administration) Rules, 2014 (amendment rules 2015) on December 14, 2016 in Free Press Journal in English and Navshakti in Marathi, the E-voting opened at 10.00 a.m. on 27th December, 2016 and remained open upto 5.00 p.m. on 29th December, 2016.
2. The equity shareholders holding shares as on 23rd December, 2016, cut-off date, were entitled to vote on the resolutions stated in the Notice of the 25th Annual General Meeting of the Company.
3. The votes were unblocked at 3.30 p.m. on 30th December, 2016 in the presence of Shri Ajay Raje and Shri Devidas K. who are not employees of the Company and who have signed below as witness to the unblocking of the votes.
4. The e-voting results/list of equity shareholders who have voted "For or Against" were downloaded from the e-voting website of Central Depository Services (India) Ltd. (www.evotingindia.com).



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In respect of votes casted through poll at the 25th Annual General Meeting of the Company:

5. After the time fixed for the poll by the Chairman, a ballot box kept for polling was locked in the presence of me and members with due identification marks placed by me.
6. The locked ballot box was subsequently opened in my presence and in the presence of Shri Ajay Raje and Shri Devidas K. and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations lodged with the Company.
7. I hereby state that I have recorded details of all the votes cast by the shareholders by poll and have also checked and verified the same. I have also carried out full count of the votes.
8. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

The combined results of the votes casted through e-voting and poll are as under:

Item No.	Particulars/ Heading of the resolution	Mode	No. of Votes Cast		% of Votes Cast	
			Favour	Against	Favour (%)	Against (%)
1.	Consider and adopt Audited Financial Statement for FY ended on March 31, 2016, together with Reports of the Board of Directors and Auditors thereon	Remote E-voting	68008832	1575	100	0
		Poll	12741546	0	100	0
		Total	80750378	1575	100	0
2.	Ratification of the M/s. Ray and Ray, chartered accountant as statutory of the Company for the financial year 16-17.	Remote E-voting	68009232	1175	100	0
		Poll	12741546	0	100	0
		Total	80750778	1175	100	0

9. In view of the aforesaid voting details, I hereby state that all the resolutions against Item No. 1 & 2 as set out in the Notice of the 25th Annual General Meeting have been passed with requisite majority.
10. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and whose votes were declared invalid for each resolution is enclosed.
11. All relevant records of vote casted by poll and through e-voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 25th Annual General Meeting and thereafter the said records will be handed over to the Company.

Thanking you,
Yours faithfully,

V. V. Chakradeo
COP 1705

Shri Ajay Raje

Smt. Shri Devidas K

countersigned by

Nitin S. Kasliwal
Chairman and Managing Director.
S Kumars Nationwide Ltd