

SCRUTINIZER'S REPORT

(Pursuant to rule section 108 of the Companies Act, 2013 and rule 20(3) (xi) of the Companies (Management and Administration) Rules, 2014)

To,

The Chairman
38th Annual General Meeting of the Equity shareholders
Dredging Corporation of India Limited
Core-2, First Floor, "Scope Minar"
Plot No..2A & 2B, Laxminagar District Centre
Delhi - 110092

Dear Sir,

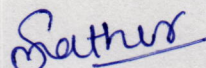
Sub. : Scrutinizer's Report on e – voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

I, D.P Gupta, practicing Company Secretary, was appointed as a Scrutinizer of Dredging Corporation Of India Limited ("the Company") pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and administration) Rules, 2014, for the purpose of Scrutinizing the e-voting and Poll process in a fair and transparent manner and ascertaining the requisite majority on e-voting and poll carried out as per the provision of Companies Act,2013 on the below mentioned resolution(s). We submit our report as under:

1. The e-voting period remained open from 23rd September, 2014 (10:00 a.m.) to 25th September, 2014 (5.30 p.m.).
2. The shareholders holding shares either in physical form or in dematerialized form as on the "cut off" date i.e. 22nd August 2014 were entitled to vote on the proposed resolutions item no.1 to 04 as set out in the Notice of Annual General Meeting of Dredging Corporation Of India Limited The votes were unblocked on 24th September, 2014 after 6.00 p.m. in the presence of two witnesses, Ms. Sakshi Mathur (Pocket – L, 234 B, Dilshad Garden, Delhi - 110095) and Ms. Surbhi Bansal (House no. 46, BLOCK B-3 Paschim Vihar New Delhi - 110063) who are not in the employment of the Company. They have signed below in Confirmation of the votes being unblocked in their presence.

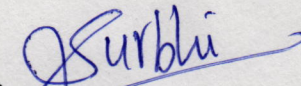
Signatures

Name


SAKSHI MATHUR

Signatures

Name


Surbhi Bansal

3. Thereafter, the details, containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Karvy
4. The results of the e-voting is as under:



- A) **Resolution 1:- To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2014 and Statement of Profit and Loss for the period ended on that date and the Report of Directors and Auditors thereon.**

- (i) **Voted in favour of the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	26	24476662	99.64
Total	26	24476662	99.64

- (ii) **Voted against the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	05	87735	0.36
Total	05	87735	0.36

- (iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total numbers of votes cast by them
0	0

- B) **Resolution 2:- Declaration of Dividend @ Rs3/- per equity share of Rs 10/- each to the shareholders for the Financial Year 2013-2014**

- (i) **Voted in favour of the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-voting	31	24564397	100
Total	31	24564397	100

- (ii) **Voted against the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	0	0	0
Total	0	0	0

- (iii) **Invalid Votes:**



Total number of members whose votes were declared invalid	Total numbers of votes cast by them
0	0

C) Resolution 3:- Re-appointment of Cmde. (Retd.) P Jayapal (DIN 03512808), Director who retires by rotation.

(i) Voted in favour of the resolution:

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-voting	25	24476659	99.64
Total	25	24476659	99.64

(ii) Voted against the resolution:

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	06	87738	0.36
Total	06	87738	0.36

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total numbers of votes cast by them
0	0

D) Resolution 4:- Fixation of remuneration to Statutory Auditors for 2013-14.

(i) Voted in favour of the resolution:

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-voting	31	24564397	100
Total	31	24564397	100

(ii) Voted against the resolution:

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	0	0	0



Total	0	0	0
-------	---	---	---

(iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total numbers of votes cast by them
0	0

5. The register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking You,

Yours faithfully,

For SGS Associates



(D P Gupta) FCS
Proprietor

Place: New Delhi
Date: 26th September, 2014