Annexure 2

BG & Associates

SCRUTINIZER'S REPORT

[Combined Report of E-voting & Poll]

To,
The Chairman of the Extra-Ordinary General Meeting
STRIDES SHASUN LIMITED
(formerly Strides Arcolab Limited)
201 Devavrata, Sector 17,
Vashi, New Mumbai - 400703
Maharashtra

Dear Sir,

Scrutinizer's Report for the Electronic Voting and Poll Conducted at the Extra-Ordinary General Meeting of Strides Shasun Limited Held on Saturday, December 12, 2015.

1. I, **BINOY CHACKO**, Partner of M/s. BG & Associates, Company Secretaries, Bangalore appointed as the Scrutinizer for conducting the scrutiny of the e-voting and Poll at the meeting pursuant to the provisions of the Companies Act, 2013 read with relevant Rules made there under, by the Board of Directors of **STRIDES SHASUN LIMITED** on **November 20, 2015.**

2. The Company has appointed Karvy Computershare Private Limited ("Karvy") as the Service provider, for extending the facility of Electronic Voting to the Members of the Company.

3. As required under Sections 101 and 108 of the Act, Notice dated November 20, 2015 along with the Explanatory Statements under Section 102 of the Companies Act, 2013 were sent to the Members, whose names appeared in the Register of Members as on November 19, 2015.

4. Members who have acquired shares during the period from Thursday, November 19, 2015 (cut-off date for the dispatch of EGM Notice) till Friday, December 4, 2015 (cut off for reckoning voting rights of Members) and continued to be Members as of the said cut-off date i.e., Friday, December 4, 2015 were eligible to exercise their voting rights through remote e-voting or through ballot voting at the venue.

5. E-voting commenced at **9.00 a.m. on Wednesday, December 9, 2015 and ended at 5.00 p.m. on Friday, December 11, 2015.**

CERTIFIED TRUE COPY

For Strides Shasun Limited

CFO & Company Secretary

BG & Associates
Company Secretaries
463, 13th Cross, 10th Main
Wilson Garden, Bangalore - 560 027
Tel./Fax : +91 80 4120 7989 / 4120 6932
Email : info@bgassociates.in

6. The votes were unblocked on December 12, 2015 around 10.46 A.M. in the presence of two witnesses. For further details kindly refer Scrutinizer's Report (for e-voting) dated 12.12.2015 attached herewith.

7. At the Extra-Ordinary General Meeting of the Company held on **December 12, 2015,** the Chairman of the Meeting, suo-moto called for a poll to facilitate the Members present in the Meeting who could not participate in the e-voting to record their votes through the poll process. The Chairman of the EGM had appointed me as the Scrutinizer for the same. For further details kindly refer Scrutinizer's Report (for the Poll) in Form MGT-13 dated 12.12.2015.

8. The result of the e-voting together with that of the Poll is as mentioned in the **Annexure,** enclosed to this report, in respect of the said Special Resolution.

The resolution stands 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 the Company.

Thanking you,

Yours faithfully,

For BG & Associates
Company Secretaries

Binoy Chacko
Partner
CP No. 4221

Place: Bangalore
Date: 12.12.2015

Annexure to Scrutinizer's Report *[Combined Report of E-voting & Poll]*

[Pursuant to provisions of the Companies Act, 2013 read with relevant Rules made there under]

Annexure:

For the Extra-Ordinary General Meeting of the members of **STRIDES SHASUN LIMITED** held on **Saturday, December 12, 2015** at 10.30 A.M. at The Chancery Pavilion, 135, Residency Road, Bangalore – 560025, Karnataka.

Resolution 1:

Approval to raise long term funds upto Rs. 1,500 Crores.

Resolution	Mode	Polled Records	Polled Shares	Favour Ballot	Favour Votes	% to Total	Against Ballot	Against Votes	% to Total	Invalid Ballot	Invalid Votes	% to Total	Abstain Ballot	Abstain Votes	% to Total	Less Voted Votes	% to Total
1	ELE	282	4,31,54,098	278	4,28,92,942	99.39	4	12	0.00	—	—	—	—	—	—	2,61,144	0.61
	POLL	46	28,93,851	43	28,93,781	99.99	—	—	—	3	70	0.01	—	—		—	—
	TOTAL	328	4,60,47,949	321	4,57,86,723		4	12		3	70					2,61,144	061

BG & Associates,
Company Secretaries