**S. JAYARAMAN**
*B.Com., F.C.S., F.I.I.I.*
*Company Secretary in Practice*

*No. F-1 'Marva', 20, II Street*
*Balaji Nagar*
*Nanganallur, Chennai – 600 061*
*: +91-9445264142*
*: jayaramansarma@yahoo.co.in*

# REPORT OF SCRUTINIZER

Date: 4th September 2017

To,
The Chairman
International Constructions Limited
THE ICON, NO. 8, 5th Floor, 80 Feet Main Road Indiranagar,
HAL III Stage Bangalore 560075

Dear Sir,

*REF:* Annual General Meeting of the members of M/s International Constructions Limitedheld on 04-09-2017 at the Registered Office of the Company at *THE ICON, NO. 8, 5th Floor, 80 Feet Main Road Indiranagar, HAL III Stage Bangalore 560075*

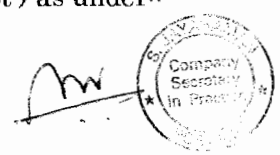
I, Seetharama Jayaraman, Practising Company Secretary has been appointed as Scrutinizer by:

- The Board of Directors of M/s International Constructions Limited vide resolution dated 17-7-2017pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process held between 01-09-2017 .9.00 A.M. to 03-09-2017 05.00 P.M.

- The Chairman of the Annual General Meeting (AGM) issued ballot papers under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 on the Resolutions contained in the Notice of the 34th AGM of the members of the Company, held on *on 04-09-2017 at the Registered Office of the Company at* THE ICON, NO. 8, 5th Floor, 80 Feet Main Road Indiranagar, HAL III Stage Bangalore 560075

The Company has issued Ballot papers to the shareholders who could not vote through e-voting to vote at the AGM Venue. Two members used facility of voting through ballot papers at the AGM.

Based on voting done by using ballot papers at he AGM Venue and based on the data downloaded from the Official website of the Central Depository Services Limited for the E-Voting process, I now submit combined report (E-Voting and Ballot ) as under::



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ResolutionNo:-1To receive, consider, approve and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2017, together with the reports of the Board of Directors and the Auditors thereon.

| | Ordinary resolution | | | |
|---|---|---|---|---|
| | Number of Valid Votes | | | |
| Particulars | Ballot paper | E-voting | Total | Percentage |
| Assent | 1838100 | 1729400 | 3567500 | 98.17 |
| Dissent | 0 | 0 | 0 | 0 |
| Invalid | 0 | 0 | 0 | 0 |
| **Total** | **1838100** | **1729400** | **3567500** | **98.17** |

RESULT
As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Resolution No:-2To appoint Mr. Subhash Kumar Jain, Director of the Company who retires by rotation at the ensuing Annual General Meeting as per provisions of the Companies Act, 2013, and being eligible offers himself for re-appointment.

| | Ordinary resolution | | | |
|---|---|---|---|---|
| | Number of Valid Votes | | | |
| Particulars | Ballot paper | E-voting | Total | Percentage |
| Assent | 1838100 | 1729400 | 3567500 | 98.17 |
| Dissent | 0 | 0 | 0 | 0 |
| Invalid | 0 | 0 | 0 | 0 |
| **Total** | **1838100** | **1729400** | **3567500** | **98.17** |

RESULT
As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Resolution No:-3: To Appoint of M/s Maheshwari& Associates, Chartered Accountants Bangalore as auditors of the company in place of M/s Vijay Kumar Agarwal and Co, Chartered Accountants, Kolkata as Auditors for five years from 2017-18 and fix their remuneration

S. JAYARAMAN Company Secretary in Practice PCS-6857

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| | Ordinary resolution | | | |
|---|---|---|---|---|
| | Number of Valid Votes | | | |
| Particulars | Ballot paper | E-voting | Total | Percentage |
| Assent | 1838100 | 1729400 | 3567500 | 98.17 |
| Dissent | 0 | 0 | 0 | 0 |
| Invalid | 00 | 0 | 0 | 0 |
| **Total.** | **1838100** | **1729400** | **3567500** | **98.17** |

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

All the relevant records pertaining to e-voting and use of ballot papers will be handed over to the Company Secretary/Director safe keeping by the Company.after the Chairman considers, approves and signs the minutes of the 34th Annual General Meeting.

Thanking you,

S. JAYARAMAN Company Secretary in Practice PCS-6857

SEETHARAMA JAYARAMAN
Practising Company Secretary
CP No: 6857
FCS No.: 8738