

S. SUNANDINI & Co.,

Company Secretaries

'GOTHI TOWERS', Flat – F, Old No. 41, New No. 20, Sarangapani Street, T. Nagar, Chennai – 600017

Phone: +91-44-2834 2968; 4264 5662; Mobile: +91- 99401 19872

E-mail: ssunandini@gmail.com

Scrutinizers' Report

23rd September 2014

To

The Chairman of the 23rd Annual General Meeting of

M/s. Surana Corporation Limited

No.29, Second Floor, Whites Road,

Royapettah, Chennai – 600 014.

Dear Sir,

Sub: Scrutinizers' Report on Electronic Voting [e-voting] conducted pursuant to Section 108 of the Companies Act, 2013 (*"the Act"*), read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (*"Rules"*).

1. I, S. Sunandini of M/s. S.Sunandini & Co., Practising Company Secretaries, have been appointed as the Scrutinizer by the Board of Directors of SURANA CORPORATION LIMITED (*"the Company"*) for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.
2. The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules relating to e-voting on the Resolutions contained in the Notice to the 23rd Annual General Meeting (*"AGM"*) of the members of the Company. My responsibility as the Scrutinizer for the e-voting process is restricted to make a Scrutinizers' Report of the votes cast *"in favour"* or *"against"* the resolutions set-out in the AGM Notice, based on the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL), the authorized agency engaged by the Company to provide e-voting facilities.



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3. The voting period for the e-voting commenced on 20th September 2014 at 10.00 a.m. and ended on 22nd September 2014 at 06.00 p.m. At the end of the voting period, the e-voting platform was blocked by CDSL. Thereafter, votes cast under e-voting facility were unblocked by me in the presence of two witnesses who were not in the employment of the Company.
4. I hereby submit my report on the results of e-voting as under:

Particulars	Number of Shareholders/ Ballots	Number of Votes
Total number of Votes Cast	9	8481127
Total number of Invalid Votes	0	0
Total number of Valid Votes	9	8481127

Resolution No. 1: Adoption of Audited Balance Sheet and Profit and Loss Account for the year ended 31st March 2014 together with the Reports of the Directors and Auditors thereon

Type of Resolution: Ordinary Resolution

(i) Voted in Favour of the Resolution

Number of Shareholders/Ballots	Number of Votes Cast	Percentage of total Number of Valid Votes Cast (%)
9	8481127	100



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(ii) Voted Against the Resolution

Number of Shareholders/Ballots	Number of Votes Cast	Percentage of total Number of Valid Votes Cast (%)
0	0	0

(iii) Invalid Votes

Number of Shareholders whose votes were declared Invalid	Total Number of Votes Cast by them
0	0

Resolution No.2: Reappointment of retiring director Shri. Jagadish Gopal (DIN: 03577137)

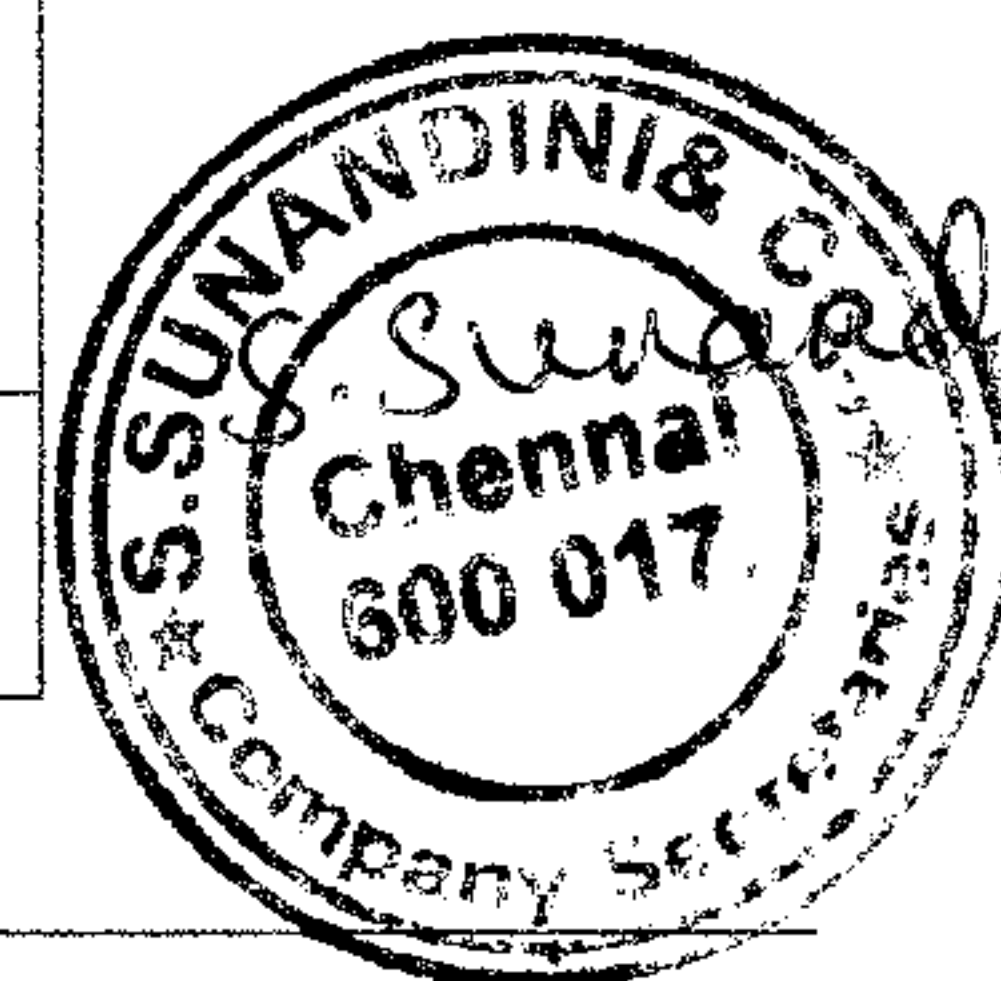
Type of Resolution: Ordinary

(i) Voted in Favour of the Resolution

Number of Shareholders/Ballots	Number of Votes Cast	Percentage of total Number of Valid Votes Cast (%)
9	8481127	100

(ii) Voted Against the Resolution

Number of Shareholders/Ballots	Number of Votes Cast	Percentage of total Number of Valid Votes Cast (%)
0	0	0



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(iii) Invalid Votes

Number of Shareholders whose votes were declared Invalid	Total Number of Votes Cast by them
0	0

Resolution No. 3: Reappointment of retiring Director Shri. S. Guruswamy (DIN: 02507376)

Type of Resolution: Ordinary

(i) Voted in Favour of the Resolution

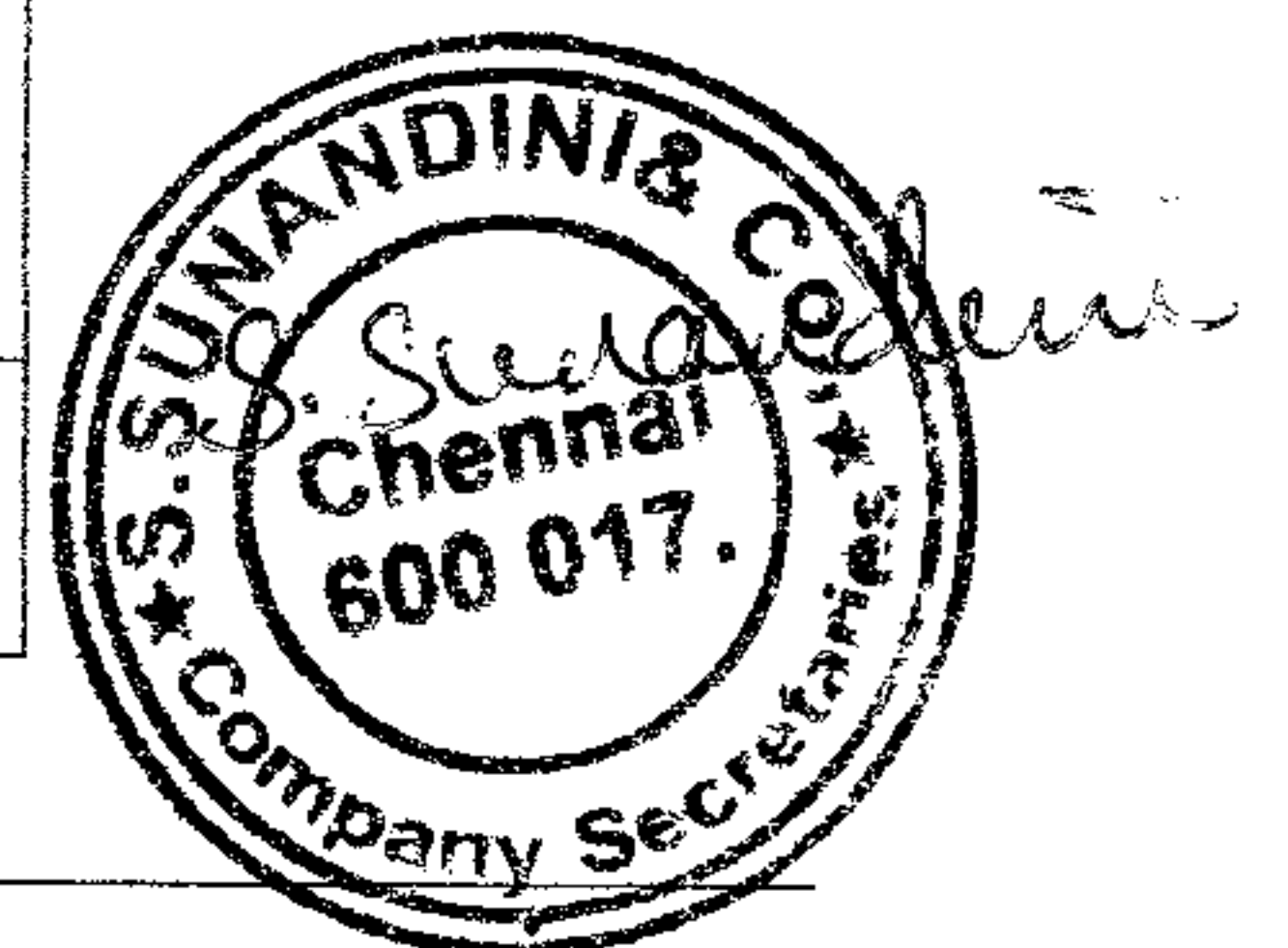
Number of Shareholders/Ballots	Number of Votes Cast	Percentage of total Number of Valid Votes Cast (%)
9	8481127	100

(ii) Voted Against the Resolution

Number of Shareholders/Ballots	Number of Votes Cast	Percentage of total Number of Valid Votes Cast (%)
0	0	0

(iii) Invalid Votes

Number of Shareholders whose votes were declared Invalid	Total Number of Votes Cast by them
0	0



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Resolution No. 4: Appointment of M/s. C.S.P. Jain & Company, Chartered Accountants (Firm No. 001227S) as Statutory Auditors

Type of Resolution: Ordinary

(i) Voted in Favour of the Resolution

Number of Shareholders/Ballots	Number of Votes Cast	Percentage of total Number of Valid Votes Cast (%)
9	8481127	100

(ii) Voted Against the Resolution

Number of Shareholders/Ballots	Number of Votes Cast	Percentage of total Number of Valid Votes Cast (%)
0	0	0

(iii) Invalid Votes

Number of Shareholders whose votes were declared Invalid	Total Number of Votes Cast by them
0	0



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Resolution No.5: Borrowing Powers of the Company under section 180 (1) (c) of the Companies Act, 2013

Type of Resolution: Special Resolution

(i) Voted in Favour of the Resolution

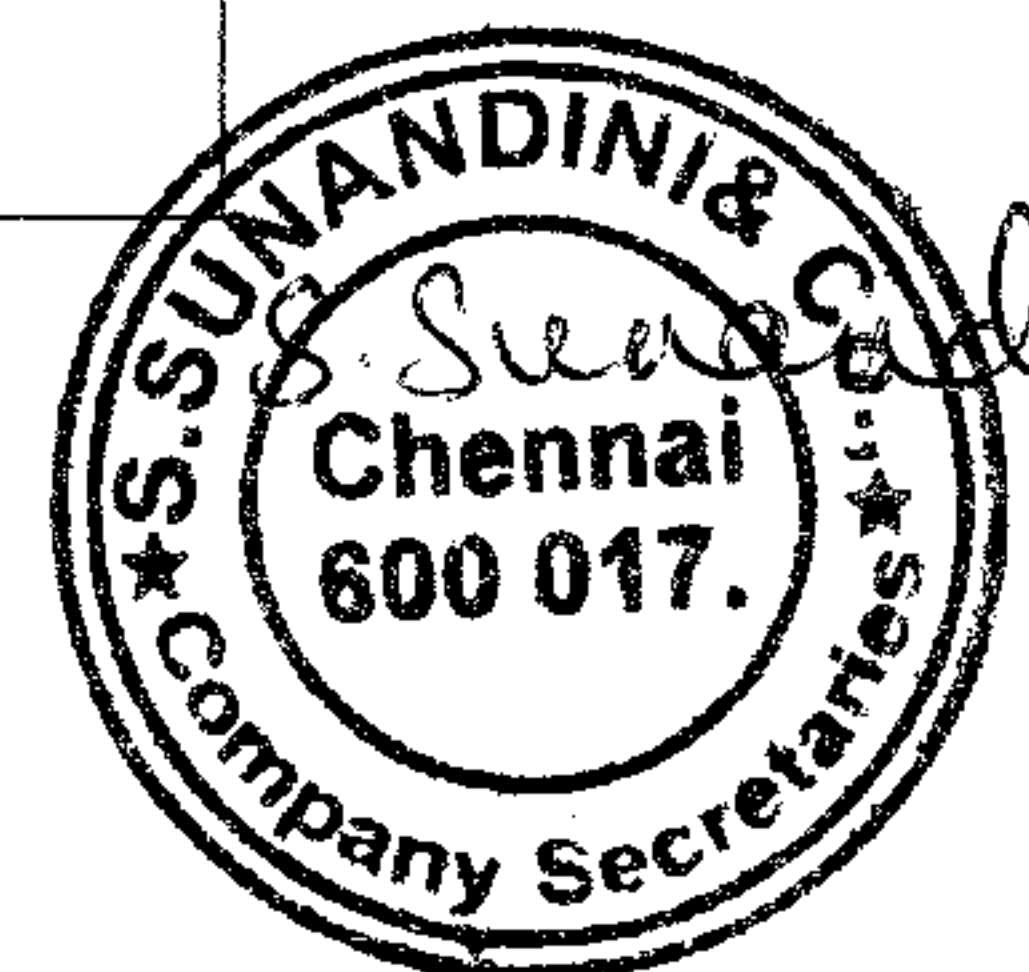
Number of Shareholders/Ballots	Number of Votes Cast	Percentage of total Number of Valid Votes Cast (%)
9	8481127	100

(ii) Voted Against the Resolution

Number of Shareholders/Ballots	Number of Votes Cast	Percentage of total Number of Valid Votes Cast (%)
0	0	0

(iii) Invalid Votes

Number of Shareholders whose votes were declared Invalid	Total Number of Votes Cast by them
0	0



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5. All the Five Resolutions set-out in the AGM Notice are deemed to be duly passed on the date of the AGM [i.e. 26th September 2014]
6. The Results of e-voting may be declared accordingly.

Thanking you,

Yours faithfully,

S. Sunandini

S.SUNANDINI
SCRUTINIZER
M.No. ACS- 28088
C P No. 10776

Place: Chennai

Date: 23rd September 2014

