

PRASHANT DIWAN

B.COM. LL.B., F.C.S., A.I.C.W.A.
PRACTICING COMPANY SECRETARY

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015]

To
The Chairman
Tarmat Limited
Tank Road, Off Gen Valdy Marg,
Goregaon (East)
Mumbai - 400 063

Dear Sir

- 1) The Board of Directors of the M/s. Tarmat Limited (CIN: L45203MH1986PLC038535) (hereinafter referred as the "Company") at its meeting held on 8th August, 2015 has appointed me as the Scrutinizer pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the listing agreement for scrutinizing the Remote e-voting and Voting by physical Ballot Form at the venue of 30th Annual General Meeting (AGM) held on 18th September, 2015 in respect of resolutions as stated in the Notice of the 30th AGM of the Company.
- 2) I submit my report as under:
 - (a) The Company had completed on 24th August, 2015 the dispatch of Notice of AGM to its members whose name(s) appeared on the Register of Members / List of Beneficiaries as on 21st August, 2015.
 - (b) As per provisions of the Companies Act, 2013 the number of votes cast in respect of any resolution will be counted according to the number of shares held by the concerned members. One share held will be equal to one vote.
 - (c) The members holding shares as on the "Cut off date" i.e. 11th September, 2015 were entitled for Remote e-voting on the proposed resolutions stated in the Notice of the AGM of the Company. The Remote e-voting period was commenced on Tuesday, 15th September, 2015 from 9.00 a.m. IST and was concluded on Thursday, 17th September, 2015 at 5.00 p.m. IST, the Remote e-voting services were provided by Central Depository Services (India) Ltd (CDSL).
 - (d) The Company had also made arrangements for voting by Ballot Form at the venue of 30th Annual General Meeting for the Members who have not availed remote e-voting facility. The duly executed Ballot Forms were kept in safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such Ballot forms. The Ballot box was opened after conclusion of the Annual General Meeting at 1.30 p.m. IST.
 - (e) After counting of the votes cast at the Annual General Meeting as stated at point (d) above, the votes of Remote e-voting were unblocked on 18th September, 2015 at 3.31 p.m. IST in the presence of two witnesses CS Nikunj Kiri and CS Aashit Doshi who are not in the employment of the Company. The results of Remote e-voting alongwith the List of members



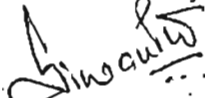
PRASHANT DIWAN

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PRACTICING COMPANY SECRETARY

who voted "For" and "Against" the resolution were downloaded from the e-voting website of CDSL.

- 3) The detailed report on Scrutinizing the Remote e-voting and Ballot Form are enclosed herewith as under:
- (a) Annexure 1 – Consolidated Summary of Ballot form and Remote e-voting
 - (b) Annexure 2 – Summary of Ballot form voting at the AGM
 - (c) Annexure 3 – Summary of Remote e-voting
 - (d) Annexure 4 – Consolidated Members Category Wise Voting Report (Resolution wise)
 - (e) Annexure 5 – Register of Ballot form (Resolution wise)
 - (f) Annexure 6 – Register of Remote e-Voting (Resolution wise)
- 4) I hereby handover the Ballot Forms and other papers/register and records for safe custody to Mr. Dilip Varghese, Whole-time Director of the Company and Chairman of the said AGM.
- 5) You may accordingly declare the results of the voting conducted by Remote e-voting and Ballot Form.

Thanking you
Yours faithfully



PRASHANT DIWAN
SCRUTINIZER

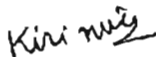


Place: Mumbai

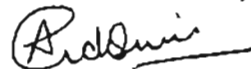
Date: 19th September, 2015

Encl: as above

We the undersigned witnessed that the votes were unblocked from the e-voting website of CDSL in our presence at 3.31 p.m. IST on 18th September, 2015.



1) CS Nikunj Kiri



2) CS Aashit Doshi

TARMAT LIMITED

CONSOLIDATED SUMMARY OF BALLOT FORM AND REMOTE e-VOTING

ITEM NO. AS PER AGM NOTICE	PARTICULARS OF RESOLUTIONS	TOTAL NO. OF FOLIOS VOTED / BALLOT FORM RECEIVED (1)	TOTAL NUMBER OF VOTES (2)	INVALID VOTES / NOT VOTED (3)	TOTAL VALID VOTES (4) 4=(2-3)	TOTAL ASSENT VOTES (5)	% OF ASSENT VOTES (6)	TOTAL DISSENT VOTES (7)	% OF DISSENT VOTES (8)
1	Adoption of the audited Balance sheet as on 31st March 2015, the Statement of Profit and Loss Account for the year ended 31 st March 2015 together with the Schedules and Notes attached thereto, along with Auditors Report and Director's report thereon.	48	6911472	20	6911452	6911402	100	50	0
2	Appointment of a Director in place of Mrs. Saramma Varghese who retires by rotation and being eligible, offers herself for reappointment.	48	6911472	1051181	5860291	5860241	100	50	0
3	Re-appointment of M/s. Hegde and Associates, Chartered Accountants (Firms Registration no.103610W) as an Auditor of the Company to hold office from the conclusion of this Annual General Meeting(AGM) till the conclusion of the Next Annual General Meeting	48	6911472	20	6911452	6911402	100	50	0
4	Appointment of Mr. Pratul Dube as a Director of the company	48	6911472	20	6911452	6911402	100	50	0
5	Appointment of Mr. Pratul Dube as an Independent Director of the company for five consecutive years	48	6911472	20	6911452	6911402	100	50	0
6	Ratification of Payment of remuneration to Mr. Satish R Shah, Cost Auditor for the Company for the Financial Year 2015-16	48	6911472	20	6911452	6911402	100	50	0



TARMAT LIMITED

SUMMARY OF BALLOT FORM VOTING AT THE ANNUAL GENERAL MEETING

ITEM NO. AS PER AGM NOTICE	PARTICULARS OF RESOLUTIONS	TOTAL NO. OF BALLOT FORM RECEIVED (1)	TOTAL NUMBER OF VOTES (2)	INVALID VOTES / NOT VOTED (3)	TOTAL VALID VOTES (4) 4=(2-3)	TOTAL ASSENT VOTES (5)	% OF ASSENT VOTES (6)	TOTAL DISSENT VOTES (7)	% OF DISSENT VOTES (8)
1	Adoption of the audited Balance sheet as on 31st March 2015, the Statement of Profit and Loss Account for the year ended 31 st March 2015 together with the Schedules and Notes attached thereto, along with Auditors Report and Director's report thereon.	37	16930	20	16910	16910	100	0	0
2	Appointment of a Director in place of Mrs. Saramma Varghese who retires by rotation and being eligible, offers herself for reappointment.	37	16930	20	16910	16910	100	0	0
3	Re-appointment of M/s. Hegde and Associates, Chartered Accountants (Firms Registration no.103610W) as an Auditor of the Company to hold office from the conclusion of this Annual General Meeting(AGM) till the conclusion of the Next Annual General Meeting	37	16930	20	16910	16910	100	0	0
4	Appointment of Mr. Pratul Dube as a Director of the company	37	16930	20	16910	16910	100	0	0
5	Appointment of Mr. Pratul Dube as an Independent Director of the company for five consecutive years	37	16930	20	16910	16910	100	0	0
6	Ratification of Payment of remuneration to Mr. Satish R Shah, Cost Auditor for the Company for the Financial Year 2015-16	37	16930	20	16910	16910	100	0	0



ANNEXURE 3

TARMAT LIMITED

SUMMARY OF REMOTE e- VOTING

ITEM NO. AS PER AGM NOTICE	PARTICULARS OF RESOLUTIONS	TOTAL NO. OF FOLIOS VOTED (1)	TOTAL NUMBER OF VOTES (2)	INVALID VOTES/ NOT VOTED (3)	TOTAL VALID VOTES (4) 4=(2-3)	TOTAL ASSENT VOTES (5)	% OF ASSENT VOTES (6)	TOTAL DISSENT VOTES (7)	% OF DISSENT VOTES (8)
1	Adoption of the audited Balance sheet as on 31st March 2015, the Statement of Profit and Loss Account for the year ended 31 st March 2015 together with the Schedules and Notes attached thereto, along with Auditors Report and Director's report thereon.	11	6894542	0	6894542	6894492	100	50	0
2	Appointment of a Director in place of Mrs. Saramma Varghese who retires by rotation and being eligible, offers herself for reappointment.	11	6894542	1051161	5843381	5843331	100	50	0
3	Re-appointment of M/s. Hegde and Associates, Chartered Accountants (Firms Registration no.103610W) as an Auditor of the Company to hold office from the conclusion of this Annual General Meeting(AGM) till the conclusion of the Next Annual General Meeting	11	6894542	0	6894542	6894492	100	50	0
4	Appointment of Mr. Pratul Dube as a Director of the company	11	6894542	0	6894542	6894492	100	50	0
5	Appointment of Mr. Pratul Dube as an Independent Director of the company for five consecutive years	11	6894542	0	6894542	6894492	100	50	0
6	Ratification of Payment of remuneration to Mr. Satish R Shah, Cost Auditor for the Company for the Financial Year 2015-16	11	6894542	0	6894542	6894492	100	50	0



TARMAT LIMITED

MEMBERS CATEGORY WISE BALLOT FORM & REMOTE e-VOTING**Ordinary Resolution No 1**

Adoption of the audited Balance sheet as on 31st March 2015, the Statement of Profit and Loss Account for the year ended 31st March 2015 together with the Schedules and Notes attached thereto, along with Auditors Report and Director's report thereon.

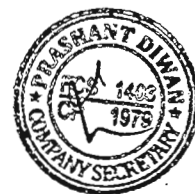
Promoter /Public	No of Shares held	No of Votes Polled	% of Votes polled on Outstanding shares	No of Votes Polled Invalid / Not Voted	No of Votes Polled valid	No of Votes - in Favour	No of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5) = [(2)-(4)]	(6)	(7)	(8)= [(6)/(5)]*100	(9)= [(7)/(5)]*100
Promoter and Promoter Group	6927918	6894490	99.52	0	6894490	6894490	0	100	0
Public Institutional Holders	0	0	0	0	0	0	0	0	0
Public-Others	4032789	16982	0.42	20	16962	16912	50	99.71	0.29
Total	10960707	6911472	63.06	20	6911452	6911402	50	100	0



TARMAT LIMITED

MEMBERS CATEGORY WISE BALLOT FORM & REMOTE e-VOTING

Ordinary Resolution No 2 Appointment of a Director in place of Mrs. Saramma Varghese who retires by rotation and being eligible, offers herself for reappointment.									
Promoter /Public	No of Shares held	No of Votes Polled	% of Votes polled on Outstanding shares	No of Votes Polled Invalid / Not Voted	No of Votes Polled valid	No of Votes - in Favour	No of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5) = [(2)-(4)]	(6)	(7)	(8)= [(6)/ (5)]*100	(9)= [(7)/ (5)]*100
Promoter and Promoter Group	6927918	6894490	99.52	1051161	5843329	5843329	0	100	0
Public Institutional Holders	0	0	0	0	0	0	0	0	0
Public-Others	4032789	16982	0.42	20	16962	16912	50	99.71	0.29
Total	10960707	6911472	63.06	1051181	5860291	5860241	50	100	0

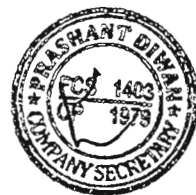


TARMAT LIMITED

MEMBERS CATEGORY WISE BALLOT FORM & REMOTE e-VOTING**Ordinary Resolution No 3**

Re-appointment of M/s. Hegde and Associates, Chartered Accountants (Firms Registration no.103610W) as an Auditor of the Company to hold office from the conclusion of this Annual General Meeting(AGM) till the conclusion of the Next Annual General Meeting

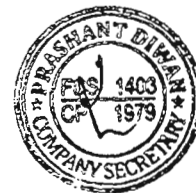
Promoter /Public	No of Shares held	No of Votes Polled	% of Votes polled on Outstanding shares	No of Votes Polled Invalid / Not Voted	No of Votes Polled valid	No of Votes - in Favour	No of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5) = [(2)-(4)]	(6)	(7)	(8)= [(6)/ (5)]*100	(9)= [(7)/ (5)]*100
Promoter and Promoter Group	6927918	6894490	99.52	0	6894490	6894490	0	100	0
Public Institutional Holders	0	0	0	0	0	0	0	0	0
Public-Others	4032789	16982	0.42	20	16962	16912	50	99.71	0.29
Total	10960707	6911472	63.06	20	6911452	6911402	50	100	0



TARMAT LIMITED

MEMBERS CATEGORY WISE BALLOT FORM & REMOTE e-VOTING

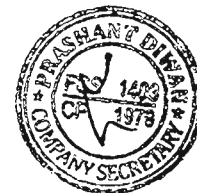
Ordinary Resolution No 4 Appointment of Mr. Pratul Dube as a Director of the company									
Promoter /Public	No of Shares held	No of Votes Polled	% of Votes polled on Outstanding shares	No of Votes Polled Invalid / Not Voted	No of Votes Polled valid	No of Votes - in Favour	No of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5) = [(2)-(4)]	(6)	(7)	(8)= [(6)/ (5)]*100	(9)= [(7)/ (5)]*100
Promoter and Promoter Group	6927918	6894490	99.52	0	6894490	6894490	0	100	0
Public Institutional Holders	0	0	0	0	0	0	0	0	0
Public-Others	4032789	16982	0.42	20	16962	16912	50	99.71	0.29
Total	10960707	6911472	63.06	20	6911452	6911402	50	100	0



TARMAT LIMITED

MEMBERS CATEGORY WISE BALLOT FORM & REMOTE e-VOTING

Ordinary Resolution No 5 Appointment of Mr. Pratul Dube as an Independent Director of the company for five consecutive years									
Promoter /Public	No of Shares held	No of Votes Polled	% of Votes polled on Outstanding shares	No of Votes Polled Invalid / Not Voted	No of Votes Polled valid	No of Votes - in Favour	No of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5) = [(2)-(4)]	(6)	(7)	(8)= [(6)/(5)]*100	(9)= [(7)/(5)]*100
Promoter and Promoter Group	6927918	6894490	99.52	0	6894490	6894490	0	100	0
Public Institutional Holders	0	0	0	0	0	0	0	0	0
Public-Others	4032789	16982	0.42	20	16962	16912	50	99.71	0.29
Total	10960707	6911472	63.06	20	6911452	6911402	50	100	0



TARMAT LIMITED

MEMBERS CATEGORY WISE BALLOT FORM & REMOTE e-VOTING

Ordinary Resolution No 6 Ratification of Payment of remuneration to Mr. Satish R Shah, Cost Auditor for the Company for the Financial Year 2015-16									
Promoter /Public	No of Shares held	No of Votes Polled	% of Votes polled on Outstanding shares	No of Votes Polled Invalid / Not Voted	No of Votes Polled valid	No of Votes - in Favour	No of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5) = [(2)-(4)]	(6)	(7)	(8)= [(6)/(5)]*100	(9)= [(7)/(5)]*100
Promoter and Promoter Group	6927918	6894490	99.52	0	6894490	6894490	0	100	0
Public Institutional Holders	0	0	0	0	0	0	0	0	0
Public-Others	4032789	16982	0.42	20	16962	16912	50	99.71	0.29
Total	10960707	6911472	63.06	20	6911452	6911402	50	100	0

