

ARUN DASH & ASSOCIATES COMPANY SECRETARIES

ARUN DASH
B.COM, L.L.B, M.B.A (FINANCE), ACS

MOBILE: 9820625497

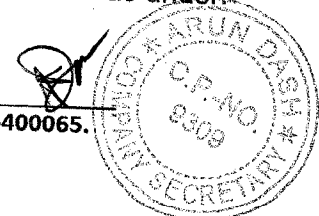
Scrutinizer's Report – Combined

To,
The Chairman
42nd Annual General Meeting of the members of Mirch Technologies (India) Limited (the Company) held on the 30th day of September, 2015 at Registered the office of the Company at B-701, 7th Floor, Aurus Chambers, S.S. Amrutwar Marg, Worli, Mumbai-400013.

Dear Sir,

1. I, Arun Dash, a Company Secretary in practice, have been appointed as a scrutinizer by
 - (i) The Board of Directors of Mirch Technologies (India) Limited (the Company) for the purpose of scrutinizing the e-voting process under the provision of section 108 of the Companies Act, 2013 (Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) and
 - (ii) the Chairman of the Annual General Meeting (AGM) on the poll under the provision of section 109 of the 2013 Act read with Rule 21 of Rules, on the resolutions contained in the notice to the 42nd Annual General Meeting (AGM) of the members of the Company, held on the 30th day of September, 2015 at the Registered office of the Company at B-701,7th Floor, Aurus Chambers, S.S. Amrutwar Marg, Worli, Mumbai-400013.
2. The Management of the Company is responsible to ensure the Compliance with the requirement of the Companies Act, 2013 and Rules relating to e- voting and poll on the resolutions contained in the Notice to the 42nd Annual General Meeting of the members of the company. My responsibility as a Scrutinizer for the e-voting process and for poll at the AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the report generated from the e-voting system provided by CDSL, the authorized agency engaged by the Company to provide e-voting facilities for e-voting and also at the time of poll (through electronic means) at AGM.
3. I have issued separate Scrutinizer's Report dated 1st October, 2015, on the e-voting and on the resolutions contained in the notice to the AGM. As required by management, I submit herewith my combined report on the results of e-voting together with that of Poll as under:-

402, Mastermind-I, Royal Palms, Aarey Colony, Goregaon (East), Mumbai-400065.
E-mail - csindelin@yahoo.com



**ARUN DASH & ASSOCIATES
COMPANY SECRETARIES**

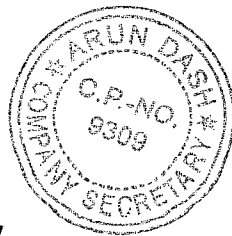
ARUN DASH
B.COM, L.L.B, M.B.A (FINANCE), ACS


MOBILE: 9820625497

Item no. of Notice	Votes in favour of the resolution		Vote against the resolution		Invalid votes Numbers
	Numbers	% of total number of valid vote cast (Favour and Against)	Numbers	% of total number of valid vote cast (Favour and Against)	
Item no. 1 of the Notice (As an Ordinary resolution)	557880	100%	NIL	NIL	NIL
Item no. 2 of the Notice (As an Ordinary resolution)	557880	100%	NIL	NIL	NIL
Item no. 3 of the Notice (As an Ordinary resolution)	557880	100%	NIL	NIL	NIL
Item no. 4 of the Notice (As an Special resolution)	557880	100%	NIL	NIL	NIL
Item no. 5 of the Notice (As an Special resolution)	557880	100%	NIL	NIL	NIL
Item no. 6 of the Notice (As an Special resolution)	557880	100%	NIL	NIL	NIL

Thanking you,
Yours faithfully,

M/s. Arun Dash & Associates
Company Secretaries




Arun Dash
(Proprietor)
Practicing Company Secretary
Membership No. 18701
Place: Mumbai
Date: 01/10/2015

402, Mastermind-I, Royal Palms, Aarey Colony, Goregaon (East), Mumbai-400065.
E-mail - csindelin@yahoo.com

**ARUN DASH & ASSOCIATES
COMPANY SECRETARIES**

ARUN DASH
B.COM, L.L.B, M.B.A (FINANCE), ACS

MOBILE: 9820625497

SCRUTINIZER'S REPORT

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

To

The Chairman

42nd Annual General Meeting of the members of Mirch Technologies (India) Limited (the Company) to be held on the 30th day of September, 2015 at 11.30 a.m. at the Registered office of the Company at B-701,7th Floor, Aurus Chambers, S.S. Amrutwar Marg, Worli, Mumbai-400013.

Dear Sir,

1. I, Arun Dash, Company Secretary in practice, have been appointed by the Board of Directors of Mirch Technologies (India) Limited, ("the Company") as Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the notice to the 42nd Annual General Meeting of the members of the Company, to be held on the 30th day of September, 2015 at the Registered office of the Company at B-701,7th Floor, Aurus Chambers, S.S. Amrutwar Marg, Worli, Mumbai-400013.

2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means on the resolution contained in the notice to the 42nd Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company.

3. Further to the above, I submit my report as under

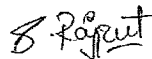
i. The e-voting period opened at 10:00 AM on 27th September, 2015 and closed at 5:00 PM on 29th September, 2015

ii. The members of the company as on the "cut off" date i.e. 23rd September, 2015 were entitled to vote on the resolutions (items no. 1 to 6) as set out in the notice convening the 42nd Annual General Meeting of the Company

iii. The votes cast were unblocked on September 30, 2015 in the presence of 2 witnesses, Mrs. Soni Singh and Ms. Suchita Rajput, who were not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Soni Singh



Name: Suchita Rajput

402, Mastermind-I, Royal Palms, Aarey Colony, Goregaon (East), Mumbai-400065.
E-mail - csindelin@yahoo.com



**ARUN DASH & ASSOCIATES
COMPANY SECRETARIES**

ARUN DASH
B.COM, L.L.B, M.B.A (FINANCE), ACS

MOBILE: 9820625497

iv. Thereafter the details containing inter alia, list of Equity Share Holders, who have voted "for", "against" each of the Resolutions that were put to vote, were generated from the e-voting website of Central Depository Services (India) Limited i.e. (<https://www.evotingindia.co.in/>) and based on such reports generated, the result of the e-voting is as under:

Item No. 1

Ordinary resolution to receive, consider and adopt the Audited Balance Sheet and the Profit & Loss Account for the year ended 31st March, 2015 and Reports of the Directors and Auditors thereon.

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

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
NIL	NIL	NIL

(ii) Voted **against** the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
NIL	NIL	NIL

(iii) **Invalid** votes

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

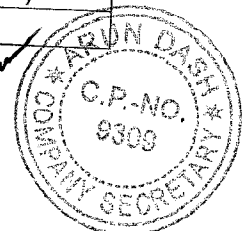
Item No. 2

Ordinary resolution to appoint a Director in place of Mr. Kumar Sambhaw Ladha (DIN.00478616), who retires by rotation at this Annual General Meeting and being eligible, has offered himself for re-appointment.

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

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
NIL	NIL	NIL

402, Mastermind-I, Royal Palms, Aarey Colony, Goregaon (East), Mumbai-400065.
E-mail - csindelin@yahoo.com



ARUN DASH & ASSOCIATES COMPANY SECRETARIES

ARUN DASH
B.COM, L.L.B, M.B.A (FINANCE), ACS

MOBILE: 9820625497

(ii) Voted **against** the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
NIL	NIL	NIL

(iii) **Invalid** votes

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

Item No. 3

Ordinary resolution to ratify appointment of M/s. U. S. Tanwar & Co., Chartered Accountants (FRN. 110810W) as the statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of the 48th Annual General Meeting of the Company to be held in the calendar year 2021 and to fix their remuneration.

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

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
NIL	NIL	NIL

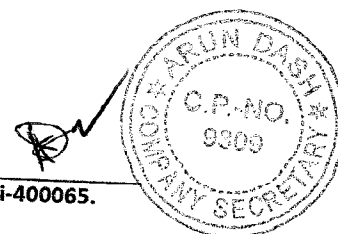
(ii) Voted **against** the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
NIL	NIL	NIL

(iii) **Invalid** votes

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

402, Mastermind-I, Royal Palms, Aarey Colony, Goregaon (East), Mumbai-400065.
E-mail - csindelin@yahoo.com



**ARUN DASH & ASSOCIATES
COMPANY SECRETARIES**

ARUN DASH
B.COM, L.L.B, M.B.A (FINANCE), ACS

MOBILE: 9820625497

Item No. 4

Special resolution to re-appoint Mr. Ravi Kothari (DIN: 06419729) as an Independent Director of the Company for One more term of One year up to 29th September, 2016.

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

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
NIL	NIL	NIL

(ii) Voted **against** the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
NIL	NIL	NIL

(iii) **Invalid** votes

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

Item No. 5

Special resolution to re-appoint Mr. Rajvirendra Singh (DIN: 06770931) as an Independent Director of the Company for One more term of One year up to 29th September, 2016.

i) Voted in **favour** of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
NIL	NIL	NIL

(ii) Voted **against** the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
NIL	NIL	NIL

402, Mastermind-I, Royal Palms, Aarey Colony, Goregaon (East), Mumbai-400065.
E-mail - csindelin@yahoo.com



**ARUN DASH & ASSOCIATES
COMPANY SECRETARIES**

ARUN DASH
B.COM, L.L.B, M.B.A (FINANCE), ACS

MOBILE: 9820625497

(iii) **Invalid votes**

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

Item No. 6

Special resolution to re-appoint Mr. Natwarlal Somani (DIN: 01588398) as an Independent Director of the Company for One more term of Five years up to 29th September, 2020.

i) Voted in **favour** of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
NIL	NIL	NIL

(ii) Voted **against** the resolution


Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
NIL	NIL	NIL

(iii) **Invalid votes**

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

Thanking you,
Yours faithfully,

M/s. Arun Dash & Associates
Company Secretaries


Arun Dash
(Proprietor)
Practicing Company Secretary
Membership No. 18701
Place: Mumbai
Date: 01/10/2015



**ARUN DASH & ASSOCIATES
COMPANY SECRETARIES**

ARUN DASH
B.COM, L.L.B, M.B.A (FINANCE), ACS

MOBILE: 9820625497

FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2)
of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Mirch Technologies (India) Limited

42nd Annual General Meeting of the Equity Shareholders of Mirch Technologies (India) Limited held on
30th September, 2015 at 11.30 a.m. at the Registered office of the Company at B-701,7th Floor, Aurus
Chambers, S.S. Amrutwar Marg, Worli, Mumbai-400013.

Dear Sir,

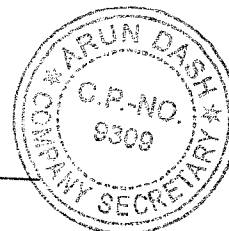
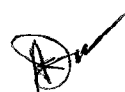
I, Arun Dash, proprietor of M/s. Arun Dash & Associates, Company Secretaries have been appointed
by the Board of Directors Mirch Technologies (India) Limited ("the Company"), as Scrutinizer for the
purpose of the poll taken on the below mentioned resolutions, at the 42nd Annual General Meeting of
the Equity Shareholders of Mirch Technologies (India) Limited, held on 30th September, 2015 at the
Registered office of the Company at B-701,7th Floor, Aurus Chambers, S.S. Amrutwar Marg, Worli,
Mumbai-400013, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling was
locked in my/our presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently
scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar
and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been
treated as invalid and kept separately.
4. The result of the poll is as under:

Item No. 1

Ordinary resolution to receive, consider and adopt the Audited Balance Sheet and the Profit & Loss
Account for the year ended 31st March, 2015 and the Reports of the Directors' and Auditors' thereon.

402, Mastermind-I, Royal Palms, Aarey Colony, Goregaon (East), Mumbai-400065.
E-mail - csindelin@yahoo.com



**ARUN DASH & ASSOCIATES
COMPANY SECRETARIES**

ARUN DASH
B.COM, L.L.B, M.B.A (FINANCE), ACS

MOBILE: 9820625497

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

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
11	557880	100

(ii) Voted **against** the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
NIL	NIL	NIL

(iii) **Invalid** votes

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

Item No. 2

Ordinary resolution to appoint a Director in place of Mr. Kumar Sambhaw Ladha (DIN.00478616), who retires by rotation at this Annual General Meeting and being eligible, has offered himself for re-appointment.

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

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
11	557880	100

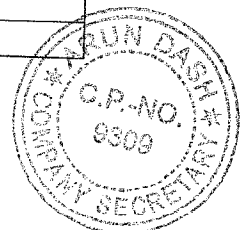
(ii) Voted **against** the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
NIL	NIL	NIL

(iii) **Invalid** votes

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

402, Mastermind-I, Royal Palms, Aarey Colony, Goregaon (East), Mumbai-400065.
E-mail - csindelin@yahoo.com



**ARUN DASH & ASSOCIATES
COMPANY SECRETARIES**

ARUN DASH
B.COM, L.L.B, M.B.A (FINANCE), ACS

MOBILE: 9820625497

Item No. 3

Ordinary resolution to ratify appointment of M/s. U. S. Tanwar & Co., Chartered Accountants (FRN. 110810W) as the statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of the 48th Annual General Meeting of the Company to be held in the calendar year 2021 and to fix their remuneration.

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

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
11	557880	100

(ii) Voted **against** the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
NIL	NIL	NIL

(iii) **Invalid** votes

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

Item No. 4

Special resolution to re-appoint Mr. Ravi Kothari (DIN. 06419729) as an Independent Director of the Company for One more term of One year up to 29th September, 2016.

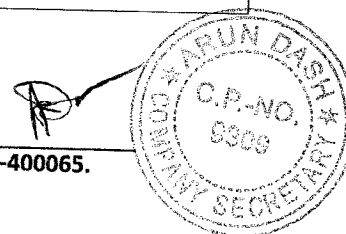
i) Voted in **favour** of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
11	557880	100

(ii) Voted **against** the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
NIL	NIL	NIL

402, Mastermind-I, Royal Palms, Aarey Colony, Goregaon (East), Mumbai-400065.
E-mail - csindelin@yahoo.com



**ARUN DASH & ASSOCIATES
COMPANY SECRETARIES**

ARUN DASH
B.COM, L.L.B, M.B.A (FINANCE), ACS

MOBILE: 9820625497

(iii) **Invalid** votes

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

Item No. 5

Special resolution to re-appoint Mr. Rajvirendra Singh (DIN: 06770931) as an Independent Director of the Company for One more term of One year up to 29th September, 2016.

i) Voted in **favour** of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
11	557880	100

(ii) Voted **against** the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
NIL	NIL	NIL

(iii) **Invalid** votes

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

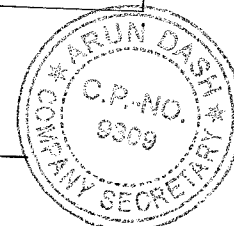
Item No. 6

Special resolution to re-appoint Mr. Natwarlal Somani (DIN: 01588398) as an Independent Director of the Company for One more term of Five years up to 29th September, 2020.

i) Voted in **favour** of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
11	557880	100

402, Mastermind-I, Royal Palms, Aarey Colony, Goregaon (East), Mumbai-400065.
E-mail - csindelin@yahoo.com



**ARUN DASH & ASSOCIATES
COMPANY SECRETARIES**

ARUN DASH
B.COM, L.L.B, M.B.A (FINANCE), ACS

MOBILE: 9820625497

(ii) Voted **against** the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
NIL	NIL	NIL

(iii) **Invalid** votes

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

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Directors/Company Secretary for safe keeping.

Thanking you,

Yours Faithfully,

M/s. Arun Dash & Associates
Company Secretaries



Arun Dash
(Proprietor)
Practicing Company Secretary
Membership No. 18701
Place: Mumbai
Date: 01/10/2015

