

# CORPORATE MERCHANT BANKERS LIMITED

September 28, 2017

<b>Corporate Relationship Department</b> <b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001  Scrip Code: 540199	<b>Listing Department</b> <b>Metropolitan Stock Exchange of India Limited,</b> Vibgyor Towers, 4th floor, Plot No C 62, G - Block, Opp. Trident Hotel, Bandra Kurla Complex, Bandra (E), Mumbai - 400 098.
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Dear Sir / Ma'am,

**Sub: Scrutinizer's Report of 23<sup>rd</sup> Annual General Meeting (AGM) of Corporate Merchant Bankers Limited**

In continuation to our letter dated September 01, 2017 and September 02, 2017 and September 27, 2017 the 23<sup>rd</sup> Annual General Meeting ('AGM') of the Company held on September 27, 2017 and the business mentioned in the Notice dated August 30, 2017 were transacted.


In this regard, please find enclosed the Report of Scrutinizer, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) and (xvi) of the Companies (Management and Administration) Rules, 2014.


This is for your information and records.

Thanking You

Yours Truly,

**By order of the Board**  
**For Corporate Merchant Bankers Limited**

  
(CHINKI SINGHAL)  
Company Secretary and Compliance Officer  
ICSI Membership No. ACS 42272  
Encl: As Stated



**Form No. MGT-13**

**Report of Scrutinizer(s)**

(Pursuant to sections 108 and 109 of the Companies Act, 2013 and Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2015)

To,

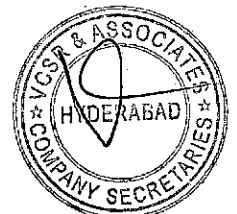
The Chairman  
Corporate Merchant Bankers Limited  
UG-24, Vishwadeep Tower, District Centre,  
JanakPuri New Delhi -110058

Dear Sir,

**Subject: Consolidated Scrutinizer's Report on E - voting and Poll conducted pursuant to the provisions of Section 108 and section 109 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

I, Ch. Veeranjanyulu, Partner of VCSR & Associates, Practicing Company Secretaries (M.N. FCS 6121 C P. No. 6392), a Firm having its registered office at #8-3-945, 3<sup>rd</sup> Floor, f.No. 305 A & B, Pancom Business Centre, Ameerpet, Hyderabad - 500 073 have been appointed as a Scrutinizer of Corporate Merchant Bankers Limited ("the Company") at its Board Meeting held on August 30, 2017 for the purpose of:

- i. Scrutinizing the remote e-voting process under the provisions of Section 108 of the companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("Rules") and;
- ii. Poll through polling papers under the provisions of section 109 of the Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014, as amended ("Rules"), on the resolutions contained in the notice of the AGM of the shareholders of the company held on Wednesday, September 27, 2017 at Aggarwal Bhawan, B-Block, Prashant Vihar, New Delhi-110085.



1. The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting by Poll at the AGM for the resolution contained in the notice of AGM of the members of the Company. My responsibility as a Scrutinizer for the e- voting and Poll conducted at the AGM is restricted to make a Consolidated Scrutinizer Report of the votes cast 'in favour' and 'in against' for the resolutions stated in the said Notice, based on the report generated from the e-voting system provided by CDSL, the agency engaged by the Company to provide remote e- voting facility for e- voting and poll conducted at the AGM.
2. The e-voting period remained open from 24<sup>th</sup> September, 2017 (09:00 Hrs) to 26<sup>th</sup> September, 2017 (17:00 Hrs).
3. The shareholders holding shares as on the "cut off" date i.e. 20<sup>th</sup> September, 2017 were entitled to vote on the proposed resolutions (item no.1 to 4) as set out in the Notice of 23<sup>rd</sup> Annual General Meeting (AGM) of Corporate Merchant Bankers Limited.
4. The votes cast through e-voting were unblocked after the conclusion of voting at the Annual General Meeting i.e. on 27<sup>th</sup> September, 2017 at 12:46 Hours in the presence of two witnesses, who are not in the employment of the Company Mr. J. Siva Prasad and Mr. SK. Nagulmeera  
They have signed below in Confirmation of the votes being unblocked in their presence.

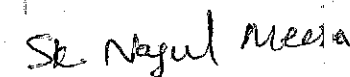
Signatures

Name: Mr. J. Siva Prasad

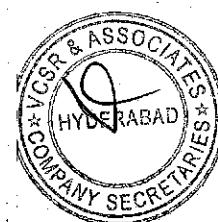


Signatures

Name SK. Nagulmeera



5. Thereafter, the details, containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of M/s Central Depository Services (India) Limited.
6. The total number of Ballots (Physical (Poll)) received were 09 ballots for 4,58,000 (Four Lacs Fifty Eight Thousand) votes. Two shareholders with total 64 votes voted through e-voting portal.



7. Mr. B. Karunakar Naidu authorized Representative of M/s VCSR & Associates, Company Secretaries was present at the Annual General Meeting and the process of Poll was conducted in her presence.

8. The results of the e-voting and poll are as under:

A) Resolution 1:- Adoption of the audited Financial Statements and the Reports of the Board of Directors and Auditors thereon for the financial period ended on March 31<sup>st</sup> 2017.(Ordinary Resolution)

(i) Voted in favour of the resolution:

	Number of Members voted	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	02	64	100%
Poll	09	4,58,000	100%
Total	11	4,58,064	100%

(ii) Voted against the resolution:

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0

(iii) Invalid Votes:

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



**B) Resolution 2:- Re-appointment of Mr. Venkateshwar Parne Reddy, DIN: 06446233, director who retires by rotation.**

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

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-voting	02	64	100%
Poll	09	4,58,000	100%
Total	11	4,58,064	100%

**(ii) Voted against the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0

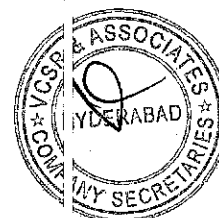
**(iii) Invalid Votes:**

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

**C) Resolution 3:-Ratification of Appointment of Mr. Mulraj D Gala, Chartered Accountants as Statutory auditors of the Company. (Ordinary Resolution)**

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

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-voting	02	64	100%
Poll	09	4,58,000	100%
Total	11	4,58,064	100%



(ii) Voted against the resolution:

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0

(iii) Invalid Votes:

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

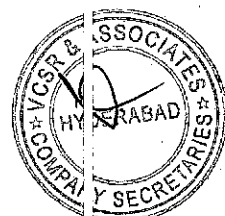
D) Resolution 4:-Appointment of Mr. Madhagiri Kumar Vijay (DIN:07353726) as Director of the Company. (Ordinary Resolution)

(i) Voted in favour of the resolution:

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-voting	02	64	100%
Poll	09	4,58,000	100%
Total	11	4,58,064	100%

(ii) Voted against the resolution:

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0



(iii) Invalid Votes:

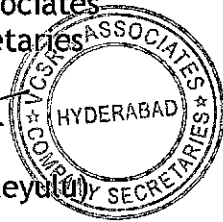
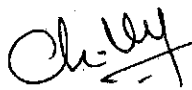
Total number of members whose votes were declared invalid	Total numbers of votes cast by them
	NIL

9. The register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking You,

Yours faithfully,

For VCSR & Associates  
Company Secretaries



(Ch. Veeranjanyulu)  
Partner

FCS No.: 6121, C.P. No.: 6392

Place: Hyderabad

Date: 28/09/2017