

RAHUL JAIN

Chartered Accountant

"MERCANTILE BUILDING"
9/12, Lal Bazar Street, "E" Block
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TO
THE CHAIRMAN
SANTOSH INDUSTRIES LIMITED
SUITE NO 3A, 3RD FLOOR, 3A, AUCKLAND PLACE
KOLKATA- 700017

Dear Sir,

Sub: Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting at the Annual General Meeting of SANTOSH INDUSTRIES LIMITED held on Thursday, September 22, 2016 at 2:00 P.M.

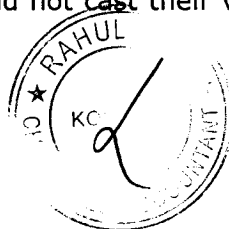
I, RAHUL JAIN, Practicing Chartered Accountant, Mercantile Building, 9/12, Lal Bazar Street, 'E' Block, 3rd Floor, Suite No. 2, Kolkata 700001, had been appointed as Scrutinizer by the Board of Directors of **SANTOSH INDUSTRIES LIMITED**, pursuant to Section 108 of the Companies Act, 2013("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 to conduct the remote e-voting process in respect of the below mentioned resolutions passed at the Annual General Meeting of SANTOSH INDUSTRIES LIMITED held on Thursday, September 22, 2016 at 2:00 P.M.

I was also appointed as Scrutinizer to scrutinize the voting process at the said Annual General Meeting held on September 22, 2016

The Notice dated May 20, 2016 along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company.

The Company had availed the e-voting facility offered by Central Depository Services (India) Ltd. (CDSL) for conducting remote e-voting by the Shareholders of the Company.

The Company had also provided voting facility to the shareholders present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.



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The shareholders of the company holding shares as on the "cut-off" date of September 15, 2016 were entitled to vote on the resolutions as contained in the Notice of the Annual General Meeting.

The voting period for remote e-voting commenced on Monday, September 19, 2016 at 09:00 a.m. (IST) and ended on Wednesday, September 21, 2016 at 05:00 p.m. (IST) and the CDSL e-voting platform was blocked thereafter.

At the Annual general meeting the members present at the meeting passed all resolution unanimously by show of hands the resolutions which was moved by the Chairman of the meeting . Accordingly there was no voting by the members who attended the annual general meeting of the Company.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Central Depository Services (India) Ltd. (CDSL) e-voting system.

I now submit my Report as under on the result of the remote e-voting at the meeting in respect of the said Resolutions.

Resolution 1: ORDINARY RESOLUTION

Adoption of:

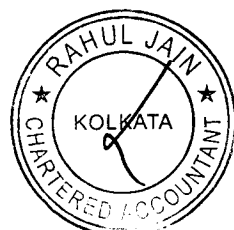
To receive, consider and adopt the audited Balance Sheet as at 31st March 2016 and the statement of Profit & Loss for the year ended as on that date together with the reports of the Directors and the Auditors thereon.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
38	3975720	100

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL



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(iii) **Invalid votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
NIL	NIL

* Percentage has been calculated on the basis of valid votes.

Resolution 2: ORDINARY RESOLUTION

To appoint a Director in place of Mrs. Sohani Devi Dugar (holding DIN 00331192), who retires by rotation and being eligible offers herself 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 votes cast
25	864445	100

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
13	3111275 @@

Note :

@@ Interested in the said resolution .

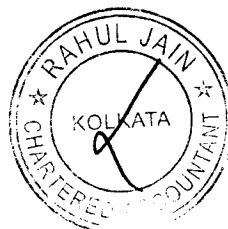
* Percentage has been calculated on the basis of valid votes.

Resolution 3: Ordinary Resolution

Ratification of appointment of M/S. Narendra Kochar & Co., Chartered Accountants , the Statutory Auditors of the company.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
38	3975720	100



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(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
NIL	NIL

* Percentage has been calculated on the basis of valid votes.

Resolution 4: ORDINARY RESOLUTION

To appoint Mr. Tulsi Kumar Dugar (DIN -00331114), as Director of the company, as an Additional Director by the Board of Directors.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
25	864445	100

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

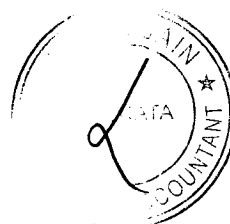
(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
25	3111275

Note :

@@ Interested in the said resolution .

*** Percentage has been calculated on the basis of valid votes.**



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Resolution 5: ORDINARY RESOLUTION

To appoint Mr. Kamal Kumar Dugar (DIN -01250976), as director of the company, as an Additional Director by the Board of Directors

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
25	864445	100

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
25	311275

* Percentage has been calculated on the basis of valid votes.

Note :

@@ Interested in the said resolution .

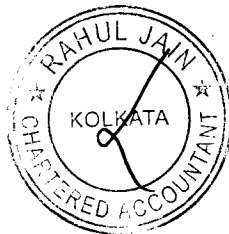
* Percentage has been calculated on the basis of valid votes.

Thanking you,
Yours faithfully,

Rahul Jain

RAHUL JAIN
Practicing Chartered Accountant
Membership No. 304099

Place: KOLKATA
Date: 23rd September, 2016



Witness!

① *Aakash*

(Aakash Agrawal)

② *Pooja Bathwa*
(Pooja Bathwa)