

**CONSOLIDATED SCRUTINISER'S REPORT (E-VOTING & POLL)**

**REPORT OF SCRUTINIZERS APPOINTED BY THE BOARD OF DIRECTORS OF M/S ARYAMAN FINANCIAL SERVICES LIMITED AT THEIR 22<sup>ND</sup> ANNUAL GENERAL MEETING HELD ON 24.09.2016 AT 408, INDIAN SOCIAL INSTITUTE, 10, INSTITUTIONAL AREA, LODI ROAD, NEW DELHI 110 003.**

The 22<sup>ND</sup> Annual General Meeting of the Shareholders has been held on Saturday 24<sup>th</sup> day of September, 2016 at 12:00 PM. at 408, Indian Social Institute, 10, Institutional Area, Lodi Road, New Delhi- 110 003 for the purposes of considering and, if thought fit, approving, with or without modification(s), the resolutions embodied in the 22<sup>ND</sup> AGM Notice of M/s ARYAMAN FINANCIAL SERVICES LIMITED dated 11th August, 2016.

The undersigned **Ms. Rachna Bhasin, Practicing Company Secretary** was appointed as the scrutinizer, by the board of directors of M/S ARYAMAN FINANCIAL SERVICES LIMITED at their 22<sup>nd</sup> Annual general meeting held on 24.09.2016. The result of the poll & e-voting conducted for the Annual General Meeting is as under:-

**Resolution No. 1**

Nature of

Resolution            **Ordinary Resolution**

**Subject Matter: Adoption of Balance Sheet, Statement of Profit and Loss, and the reports of Board of Directors and the Auditor's Report thereon for the Financial Year ended on March 31, 2016.**

Details of Voting	Assent (For)		Dissent (Against)		Invalid poll No. of Votes
	No. Shares of Face Value 10/- each	Rs.	No. of votes	Ratio	
	No. of Shareholder s	Number of shares with %	No. Of Sharehol ders	Number of shares with %	
By Poll	35*	151 (0.001%)	3	12 (0.00%)	7
By E- Voting	16	7083059 (6.45%)	0	0	0
Consolidated Votes	51	7083210 (100.00%)	3	12	7

\*Total no of members are present 158, but voted 35.



Resolution No. 2

Nature of

Resolution Ordinary Resolution

Subject: Appointment of Director in place of Mr. Shripal Shah, who retires by rotation and being eligible, offers himself for re-appointment

Details of Voting	Assent (For)		Dissent (Against)		Invalid poll No. of Votes
	No. Shares of Face Value Rs. 10/- each	No. of votes	Ratio	No. of votes	
	No. of Shareholder s	Number of shares with %	No. Of Sharehol ders	Number of shares with %	
By Poll	35*	151 (0.001%)	3	12 (0.00%)	7
By E- Voting	16	7083059 (6.45%)	0	0	0
Consolidated Votes	51	7083210 (100.00%)	3	12	7

\*Total no of members are present 158, but voted 35.

Resolution No. 3

Nature of

Resolution Ordinary Resolution

Subject Matter: Ratification of appointment of Auditors of the Company

Details of Voting	Assent (For)		Dissent (Against)		Invalid poll No. of Votes
	No. Shares of Face Value Rs. 10/- each	No. of votes	Ratio	No. of votes	
	No. of Shareholder s	Number of shares with %	No. Of Sharehol ders	Number of shares with %	
By Poll	35*	151 (0.001%)	3	12 (0.00%)	7



By E- Voting	16	7083059 (6.45%)	0	0	0
Consolidated Votes	51	7083210 (100.00%)	3	12	7

\*Total no of members are present 158, but voted 35.

Resolution No. 4

Nature of

Resolution Ordinary Resolution

Subject Matter: Re-appointment of Mr. Shyeyas Shah, as Executive Director of the Company

Details of Voting	Assent (For)		Dissent (Against)		Invalid poll No. of Votes
	No. Shares of Face Value 10/- each	Rs.	No. of votes	Ratio	
	No. of Shareholder s	Number of shares with %	No. Of Sharehol ders	Number of shares with %	
By Poll	35*	151 (0.001%)	3	12 (0.00%)	7
By E- Voting	16	7083059 (6.45%)	0	0	0
Consolidated Votes	51	7083210 (100.00%)	3	12	7

\*Total no of members are present 158, but voted 35.

Based on the abovementioned details, the Resolution No. 1-4 was passed at Annual General Meeting of the company.

Thanking You,

Yours faithfully,

*Rachna*  
Rachna Bhasin  
Company Secretary  
Membership No.: 23539  
C.P. No.: 12952



Dated: 26/09/2016  
Place: New Delhi

**FORM No. MGT - 13**

**Report of Scrutinizer**

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

To,  
The Chairman,  
**M/s ARYAMAN FINANCIAL SERVICES LIMITED**  
**102, GANGA CHAMBERS,**  
**6A/1, W.E.A., KAROL BAGH**  
**NEW DELHI 110005**

**Subject:** For the 22<sup>nd</sup> Annual General Meeting of the Equity Shareholders of the Company, held on Saturday 24<sup>th</sup> day of September, 2016 at 12.00 PM at 408, Indian Social Institute, 10, Institutional Area, Lodi Road, New Delhi 110 003.

Dear Sir,

I, **Rachna Bhasin**, Practicing Company Secretary, appointed as Scrutinizer by the Board of Directors of **ARYAMAN FINANCIAL SERVICES LIMITED** for the purpose of scrutinizing the poll and ascertaining the requisite majority on poll as per provision of section 108 of the Companies Act 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments made thereunder for their 22<sup>nd</sup> Annual General Meeting.

1. After the time fixed for closing of the poll by the Chairman, ballot box was kept for polling and was locked in my 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 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 or if signature of any shareholder did not match with the records have been treated as invalid and were kept separately.



4. The result of the Poll is as under:

**(a) Resolution No. 1**

**Adoption of Balance Sheet, Statement of Profit and Loss, and the reports of Board of Directors and the Auditor's Report thereon for the Financial year ended on March 31, 2016.**

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

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
35*	151	100.00%

\*Total no of members are present 158, but voted 35.

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

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
3	12	Nil

(iii) **Invalid Votes**

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
7	7	Nil

**(b) Resolution No. 2**

**To appoint a Director Mr.Shripal Shah, who retires by rotation and being eligible, offers himself for re-appointment**



(i) Voted in favour of the resolution :

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
35*	151	100.00%

\*Total no of members are present 158, but voted 35.

(ii) Voted against the resolution :

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
3	12	Nil

(iii) Invalid Votes

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
7	7	Nil

**(c) Resolution No. 3**

**To ratify the appointment of Auditors**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
35*	151	100.00%

\*Total no of members are present 158, but voted 35.



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

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
3	12	Nil

(iii) Invalid Votes

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
7	7	Nil

**(d) Resolution No. 4**

**To Re-appoint Mr. Shreyas Shah, as Executive Director of the Company**

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

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
35*	151	100.00%

\*Total no of members are present 158, but voted 35.

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

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
3	12	Nil



(iii) Invalid Votes

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
7	7	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 are kept in the safe custody of the Scrutinizer till the Chairman signs the minutes of the Annual General Meeting.
7. The combined results of the votes (electronic and physical) are annexed as **Annexure-1** with this report.
8. All of the above mentioned resolutions have passed with requisite majority.

Thanking you,

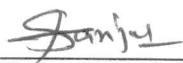
Yours faithfully,



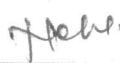
RACHNA BHASIN  
Scrutinizer  
Membership No.: 23539  
C P No 12952

Place: New Delhi  
Date: 26<sup>th</sup> September, 2016

Witness-1

:   
Sanjay Kumar

Witness-2

:   
(Neel Sharma)



**Report of Scrutinizer (E-Voting)**

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

To,

The Chairman of the 22<sup>nd</sup> Annual General Meeting of the Equity Shareholders of **M/s ARYAMAN FINANCIAL SERVICES LIMITED** (the Company) held on Saturday 24<sup>th</sup> day of September, 2016 at 12.00 PM at 408, Indian Social Institute, 10, Institutional Area, Lodi Road, New Delhi – 110 003.

Dear Sir,

I, **RACHNA BHASIN, Practicing Company Secretary**, appointed as Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting as per provision of section 108 of the Companies Act 2013 read with rule 20 of the Companies (Management and Administration) rules, 2014 for Annual General Meeting held on Saturday 24<sup>th</sup> day of September, 2016 at 12.00 PM at 408, Indian Social Institute, 10, Institutional Area, Lodi Road, New Delhi – 110 003.

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 resolutions contained in the Notice of 22<sup>ND</sup> Annual General Meeting 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 favor or against the resolution stated above, based on the report generated from the e-voting system provided by National Securities Depository Limited, for the e-voting process engaged by the Company.

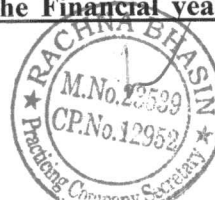
Further to the above, I submit my report as under:-

1. The e-voting period remained open from September 20, 2016 (9.00 am) to September 23, 2016 (5.00 pm). AGM is on 24<sup>th</sup> September 2016.
2. The Members of the Company as on the cut-off date i.e. September 16, 2016 were entitled to vote on the resolution (item No 1 to 4 set out in the notice of Annual General Meeting of the Company)
3. The Votes cast were unblocked on September 26, 2016.
4. Thereafter the details containing inter alia, list of Equity Shareholder(s), who voted "for" "against" each of the resolution that were put to vote, were generated from the e-voting website **National Securities Depository Limited (NSDL). i.e. www.evoting.nsdl.com**

**The result of the vote's casted electronically is as under:**

**Item No.1 of the notice Ordinary Business**

**Adoption of Balance Sheet, Statement of Profit and Loss, and the reports of Board of Directors and the Auditor's Report thereon for the Financial year ended on March 31, 2016.**



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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
16	7083059	100.00%

(ii) Voted **in against** of 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:

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

**Item No. 2 of the notice                      Ordinary Business**

**To appoint a Director in place of Mr. Shripal Shah who retires by rotation and being eligible, offers himself for re-appointment**

(i) Voted **in favor** of the resolution: \_

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
16	7083059	100.00%

(ii) Voted **in against** of 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:

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

**Item No. 3 of the notice                      Ordinary Business**

**To ratify appointment of Auditors**

Voted **in favor** of the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
16	7083059	100.00%



(ii) Voted in against of 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:

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

**Item No. 4 of the notice: Special Business**

**To reappoint Mr. Shreyas Shah (DIN: 01835575) as the Executive Director of the Company**

Voted in favor of the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
16	7083059	100.00%

(ii) Voted in against of 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:

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

Thanking You,

Yours faithfully

*Rachna*

**Rachna Bhasin**  
Scrutinizer  
Membership No.: 23539  
C P No 12952



**Place: New Delhi**  
**Date: 26<sup>th</sup> September, 2016**

Witness-1

: *Sanjay*  
Sanjay Kumar

Witness-2

: *Heho*  
(Heho Phansip)