

**NARESH VERMA & ASSOCIATES
COMPANY SECRETARIES**

Consolidate Report of Scrutinizer on remote e-voting and voting through polling paper

Pursuant to section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015

To

The Chairman
22nd Annual General Meeting of the
Equity Shareholders of
ETT Limited
held on 30th Day of September, 2015 at 4:00 P.M at
Jahanpanah Club, Mandakini Housing Scheme
Alaknanda, New Delhi - 110019

Sir,

I, Naresh Verma, proprietor of Naresh Verma & Associates, Company Secretaries, Delhi having its office at 160 J-Extension, Street No. 5, Laxmi Nagar, Delhi 110092, has been appointed by the Board of Directors of ETT Limited ("The Company"), as Scrutinizer for the purpose of scrutinizing the remote e - voting and process and voting through polling paper at the Annual General Meeting (AGM) of the members of the Company, in a fair and transparent manner and ascertaining the requisite majority on remote e- voting and voting through polling paper carried out, as per the provisions of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015, on the resolutions set out in the Notice dated August 28, 2015 of the AGM of the members of ETT Limited, held on 30th day of September, 2015 at 4:00 P.M. at Jahanpanah Club, Mandakini Housing Scheme Alaknanda, New Delhi - 110019. Accordingly, I submit the report, on completion of remote e- voting process and voting through polling paper, as under:-

1. The Company has engaged the services of CDSL as the Authorised Agency to provide secured system for remote e- voting process.
2. The remote e-voting period remained open from Sunday, September 27, 2015 (10:00 AM) to Tuesday, September 29, 2015 (5:00 PM).
3. The cut- off date for the purpose of determining the entitlement for voting, by remote e- voting or voting through polling paper, on the proposed resolutions was September 24, 2015
4. After the close of period for remote e- voting, the details of members, such as their names, folio numbers, numbers of shares held, who had casted votes through remote e- voting, were downloaded from the e-voting website of www.evotingindia.co, for the purpose of ensuring that members who have casted their votes through remote e- voting do not vote again at the AGM.
5. At the AGM, after the declaration of poll by the Chairman, One ballot box kept for polling was locked in my presence with due identification marks placed by me.
6. The locked ballot box was subsequently opened in my presence along with two witnesses (1) Ms Isha 2) Mr Yashank Taneja who are not in the employment of the



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Company and poll papers were diligently scrutinized. The witnesses have signed below in confirmation of the Ballot Boxes being unblocked in their presence. The Poll papers were reconciled with the records maintained by the Company / registrar & Transfer Agents of the Company – M/s Beetal Financial & Computer Services (P) Ltd and the authorization/ proxies lodged with the company.

Isha.

Isha

Yashank Taneja
Yashank Taneja

7. The polling papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
8. After counting the votes casted by the members and proxy holders present at the AGM, through polling paper, the votes casted through remote e-voting were unblocked on 1st October, 2015, around 2.00 PM, in the presence of two witnesses, Ms. Isha and Mr. Yashank Taneja, who are not in the employment of the Company. They have signed below in confirmation of the remote e-votes being unblocked in their presence.

Isha.

Isha

Yashank Taneja
Yashank Taneja

9. Thereafter, the detail containing, inter alia, the information about equity shareholders voting 'For' and 'Against' the resolutions, were generated from the e-voting website of CDSL.
10. Based on report generated from the e-voting website of CDSL and voting through polling paper at the AGM, the consolidate report on the result of voting on each resolution is given hereunder:

Resolution No. 1: To receive, consider and adopt the audited standalone financial statements and audited consolidated financial statements of the company for the financial year ended 31st March, 2015 together with the Reports of Board of Directors and Auditors thereon (Ordinary Resolution)

- (i) Voted 'FOR' the resolution:

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-Voting	4	29	100.00
Voting through polling paper (in person or by proxy)	30	6587479	100.00
Total	34	6587508	100.00



(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-Voting	0	0	0.00
Voting through polling paper (in person or by proxy)	0	0	0.00
Total	0	0	0.00

(iii) Details of 'INVALID' Votes:

Mode of Voting	Total Numbers of Members whose Votes were declared "Invalid"	Total number of votes cast by them declared "Invalid"
Remote e-Voting	0	0
Voting through polling paper (in person or by proxy)	0	0
Total	0	0

Resolution No. 2: To appoint a Director in place of Mr. Gurupreet Sangla (DIN 00036988), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)

(i) Voted 'FOR' the resolution:

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-Voting	4	29	100.00
Voting through polling paper (in person or by proxy)	30	6587479	100.00
Total	34	6587508	100.00

(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-Voting	0	0	0.00
Voting through polling paper (in person or by proxy)	0	0	0.00
Total	0	0	0.00

(iii) Details of 'INVALID' Votes:

Mode of Voting	Total Numbers of Members whose Votes were declared "Invalid"	Total number of votes cast by them declared "Invalid"
Remote e-Voting	0	0
Voting through	0	0



polling paper (in person or by proxy)		
Total	0	0

Resolution No. 3: To appoint M/s L.D. Saraogi & Co., Chartered Accountants (Firm Regn. No. 005524N), and M/s VSD & Associates, Chartered Accountants (Firm Regn. No. 008726N), as Joint Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting upto the conclusion of the next Annual General Meeting and to authorize Mr. Sandeep Sethi, Managing Director of the Company, and Mr. Gurupreet Sangla, Jt. Managing Director of the Company, jointly, to fix their remuneration in discussion with them. (Ordinary Resolution)

(i) Voted 'FOR' the resolution:

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-Voting	4	29	100.00
Voting through polling paper (in person or by proxy)	30	6587479	100.00
Total	34	6587508	100.00

(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-Voting	0	0	0.00
Voting through polling paper (in person or by proxy)	0	0	0.00
Total	0	0	0.00

(iii) Details of 'INVALID' Votes:

Mode of Voting	Total Numbers of Members whose Votes were declared "Invalid"	Total number of votes cast by them declared "Invalid"
Remote e-Voting	0	0
Voting through polling paper (in person or by proxy)	0	0
Total	0	0



Resolution No. 4: To Appoint Ms. Roopal Sharma (DIN 01091414) as an Independent Director (Ordinary Resolution)

(i) Voted 'FOR' the resolution:

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-Voting	4	29	100.00
Voting through polling paper (in person or by proxy)	30	6587479	100.00
Total	34	6587508	100.00

(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-Voting	0	0	0.00
Voting through polling paper (in person or by proxy)	0	0	0.00
Total	0	0	0.00

(iii) Details of 'INVALID' Votes:

Mode of Voting	Total Numbers of Members whose Votes were declared "Invalid"	Total number of votes cast by them declared "Invalid"
Remote e-Voting	0	0
Voting through polling paper (in person or by proxy)	0	0
Total	0	0

Resolution No. 5: To approve appointment of Mr. Sandeep Sethi as Managing Director for a period of 5 years (Ordinary Resolution)

(i) Voted 'FOR' the resolution:

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-Voting	4	29	100.00
Voting through polling paper (in person or by proxy)	30	6587479	100.00
Total	34	6587508	100.00



(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-Voting	0	0	0.00
Voting through polling paper (in person or by proxy)	0	0	0.00
Total	0	0	0.00

(iii) Details of 'INVALID' Votes:

Mode of Voting	Total Numbers of Members whose Votes were declared "Invalid"	Total number of votes cast by them declared "Invalid"
Remote e-Voting	0	0
Voting through polling paper (in person or by proxy)	0	0
Total	0	0

Resolution No.6: To approve appointment of Mr. Gurupreet Sangla as Joint Managing Director for a period of 5 years (Ordinary Resolution)

(i) Voted 'FOR' the resolution:

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-Voting	4	29	100.00
Voting through polling paper (in person or by proxy)	30	6587479	100.00
Total	34	6587508	100.00

(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-Voting	0	0	0.00
Voting through polling paper (in person or by proxy)	0	0	0.00
Total	0	0	0.00

(iii) Details of 'INVALID' Votes:

Mode of Voting	Total Numbers of Members whose Votes were declared "Invalid"	Total number of votes cast by them declared "Invalid"
Remote e-Voting	0	0
Voting through	0	0



polling paper (in person or proxy)	by	
Total		0

Based on above, all the resolutions as stated above have been passed with requisite majority.

11. The Register, all other papers and relevant records relating to remote e-voting and voting by polling paper at the AGM shall remain in my safe custody until the chairman considers, approves and signs the minutes of the aforesaid AGM and thereafter the same will be handed over to the Company Secretary for safe keeping.

Thanking You

For **Naresh Verma & Associates**
Company Secretaries

Naresh Verma



Naresh Verma
FCS-5403; CP-4424

Place: New Delhi
Date: October 1, 2015