

DROLIA & COMPANY

(Company Secretaries)

9, Crooked Lane, Kolkata 700069

Mobile: 9831196869; Email – droliapravin@yahoo.co.in

Report of Scrutinizer

To,
The Chairman
39th Annual General Meeting of the Shareholders of
M/S The Scottish Assam (India) Limited held on
22nd July 2016 at 11.30 A.M. at Gyan Manch, 11, Pretoria Street,
Kolkata-700 071

Dear Sir,

Sub: Consolidated scrutinizers report on 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 at the Annual General Meeting of THE SCOTTISH ASSAM (INDIA) LIMITED held on Friday July 22, 2016 at 11:30 A.M.

I, Pravin Kumar Drolia (M/N: F 2366 & CP 1362) proprietor of M/s Drolia & Company, (Company Secretaries) Kolkata had been appointed as the Scrutinizer by the Board of Directors of The Scottish Assam (India) Limited pursuant to Section 108 of the Companies Act 2013 (“the act”) read with rule 20 of the Companies (Management and Administration rules) 2014 as amended to conduct the e-voting process in respect of the below mentioned resolutions passed at the 39th Annual General Meeting (AGM) of The Scottish Assam (India) Limited held on Friday, July 22, 2016 at 11:30 A.M.

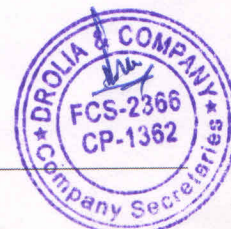
I was also appointed as Scrutinizer to scrutinize the voting process at the said AGM held on July 22, 2016.

The notice dated May 14, 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 AGM of the Company.

The Company had availed the e-voting facilities offered by Central Depository Services Limited (CDSL) for conducting e- voting by the shareholders of the Company.

The Company has also provided voting facility to the shareholders present at the AGM and who had not cast their vote earlier through the e-voting facility. The shareholders of the Company holding shares as on the “cut-off” date of July 15th, 2016 were entitled to vote on the resolutions as contained in the notice of the AGM.

The voting period for e-voting commenced on Tuesday July 19, 2016 at 9:00 am (IST) and ended on Thursday July 21, 2016 at 5.00 pm (IST) and the CDSL e voting platform was blocked thereafter.



After the closure of the voting at the AGM, the report on voting done at the meeting was generated in my presence and the same were diligently scrutinized.

The votes cast under e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the company and after the conclusion of the voting at the AGM the votes cast there under were counted.

I have scrutinized and reviewed the e-voting and votes tendered therein based on the data downloaded from the Central Depository Securities Limited (CDSL) e-voting system and voted through ballot paper at the AGM

I now submit my consolidated report as under on the result of the e-voting and voting through ballot paper and the AGM in respect of the said Resolutions.

A. RESOLUTION NO. 1-ORDINARY RESOLUTION

To receive, consider and adopt the audited financial statements for the financial year ended March 31, 2016 and Reports of the Directors and the Auditors.

i. Voted in favour of the resolution:

Number of Members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
35	389438	100

ii. Voted against the resolution

Number of Members voted	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NOT APPLICABLE	NOT APPLICABLE

iii. Invalid votes:

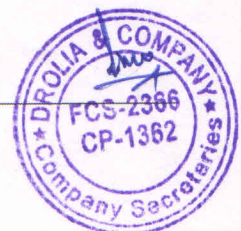
Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NOT APPLICABLE

B. RESOLUTION NO.2 – ORDINARY RESOLUTION

To declare dividend on Equity Shares for the year 2015-16

i. Voted in favour of the resolution:

Number of Members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
35	389438	100



ii Voted **against** the resolution

Number of Members voted	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NOT APPLICABLE	NOT APPLICABLE

iii Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NOT APPLICABLE

C. RESOLUTION NO.3 – ORDINARY RESOLUTION

To appoint a Director in place of Mrs. Divya Jalan (DIN: 00016102), 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 in favour of the resolution	% of total number of valid votes cast
35	389438	100

ii. Voted **against** the resolution

Number of Members voted	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NOT APPLICABLE	NOT APPLICABLE

iii. **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NOT APPLICABLE

D. RESOLUTION NO.4 – ORDINARY RESOLUTION

Appointment of Messers. Singhi & Co., Chartered Accountants (Firm Registration No. 302049E), as auditors of the Company from the conclusion of this meeting till the conclusion of the next Annual General Meeting.



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

Number of Members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
35	389438	100

(ii) Voted **against** the resolution

Number of Members voted	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NOT APPLICABLE	NOT APPLICABLE

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NOT APPLICABLE

E. RESOLUTION NO.5 – ORDINARY RESOLUTION

To regularize the appointment of Mr. Sandeep Kumar Jalan (DIN: 00015836) as a Director pursuant to section 160 & 161 of Companies Act, 2013, who was appointed as additional director.

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

Number of Members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
35	389438	100

(ii) Voted **against** the resolution

Number of Members voted	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NOT APPLICABLE	NOT APPLICABLE

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NOT APPLICABLE



F. RESOLUTION NO.6 –ORDINARYRESOLUTION

To regularize the appointment Mr. Alok Krishna Agarwal (DIN: 00127273) as a Director pursuant to section 160 & 161 of Companies Act, 2013, who was appointed as additional independent director.

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

Number of Members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
35	389438	100

(ii) Voted **against** the resolution

Number of Members voted	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NOT APPLICABLE	NOT APPLICABLE

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NOT APPLICABLE

G. RESOLUTION NO.7 – ORDINARY RESOLUTION

Re-appointment of Mr. Shankar Kumar Basu Sarbadhikary as Whole Time Director of the Company not liable to retire by rotation designated as Director Finance for a further period of 1 year with effect from 01.04.2016 pursuant to section 196, 197, 198 and other applicable provisions of Companies Act, 2013.

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

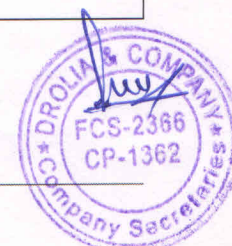
Number of Members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
35	389438	100

(ii) Voted **against** the resolution

Number of Members voted	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NOT APPLICABLE	NOT APPLICABLE

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NOT APPLICABLE



A compilation of data containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

The relevant records of remote e-voting and poll papers at the AGM were sealed and handed over to the Director authorized by the Board for safe keeping.

Thanking You

FOR DROLIA & COMPANY

(Company Secretaries)

(Pravin Kumar Drolia)

Proprietor

F.C.S No.2366,

Certificate of Practice No.1362

Place: Kolkata

Date: 22-07-2016



We the undersigned witnessed that the votes were unblocked from the e-voting website of CDSL (<http://www.evotingindia.com>) in our presence at 12.10 P.M. on 22nd July'2016.

Subhajit Dutta

i>Mr. Subhajit Dutta

Dharapara, Chandernagore, Hooghly

Pin-712136

Gopal Agarwal

ii>Gopal Agarwal

3rd floor, R N 19

9, Crooked Lane

Kolkata -700069