

# SCRUTINIZERS' REPORT

E-VOTING FOR 14TH ANNUAL GENERAL MEETING  
HELD ON 18<sup>TH</sup> JULY, 2014

BHARAT CHANDRA DAS  
COMPANY SECRETARIES  
PLOT ,NO-197,DISTRICT CENTRL,CHANDRASEKHARPUR  
BHUBANESWAR ,PIN-751016  
[E-mail-cs.bharat.das@gmail.com](mailto:E-mail-cs.bharat.das@gmail.com)

# BHARAT CHANDRA DAS

ADDRESS :- PLOT ,NO-197,DISTRICT CENTRE,CHANDRASEKHARPUR BHUBANESWAR ,PIN-751016  
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To,  
The Chairman

ARSS Infrastructure Projects Limited.

Dear Sir,

RE: SCRUTINIZERS' REPORT

I refer to my appointment as Scrutinizer made on June 25, 2014 pursuant to authority granted by the board of directors of **ARSS Infrastructure Projects Limited** to scrutinize the e-voting process in a fair and transparent manner as per the provisions of the Companies Act, 2013 and rules there under for the 14th Annual General Meeting of ARSS Infrastructure Projects Limited held on July 18, 2014 at Bhubaneswar.

I have carried out work as scrutinizer from the close of voting on 15 July, 2014 at 9 a.m..

In this connection I need to bring your attention the following aspects:-

1. The Company has appointed National Securities Depository Limited (NSDL) to provide e-voting facility.
2. The e-voting period commenced on 14 July, 2014 from 9.00 am and concluded on 15<sup>th</sup> July, 2014 at 9.00 am.
3. I enclose the Scrutinizers' Report along with relevant listings.



Bharat Chandra das  
A.C.S No25843  
Certificate of Practice No.9834  
Practicing company secretary  
Place: Bhubaneswar  
Date: 18.05.2014



# BHARAT CHANDRA DAS

ADDRESS :- PLOT ,NO-197,DISTRICT CENTRE,CHANDRASEKHARPUR BHUBANESWAR ,PIN-751016  
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## Report of Scrutinizer

Pursuant to Section 108 of the Companies Act,2013 and Rule 20 (xi) of the Companies  
(Management and Administration) Rule, 2014}

Dear Sir,

I Bharat Chandra Das Company Secretary , Bhubaneswar, appointed as Scrutinizer for the purpose of Scrutinizing the e-voting process of **ARSS Infrastructure Projects Limited** ("the Company) in a transparent manner, for the below mentioned resolution(s) as contained in Notice of the 14th Annual General Meeting of the company held on July 18,2014 submit our report as under.

1. The e-voting period commenced on 14<sup>th</sup> July, 2014 from 9.00 am and concluded on 15<sup>th</sup> July, 2014 am. The e-voting services were provided by National Securities Depository Limited (NSDL).
2. The shareholders holdings shares as on June 20,2014 were entitled to notice and the shareholders on the book closure date , i.e. on 17<sup>th</sup> July,2014 were entitled to vote on the proposed resolutions stated in the notice of the Company.
3. The votes were unblocked on 18<sup>th</sup> July,2014 around 4.00 pm in the presence of two witnesses Arun Kumar Meher , Residing at N-4/92, IRC Village, Nayapalli, Bhubaneswar -751 015 and Sukant Kumar Das, Residing at N-4/92, IRC Village, Nayapalli, Bhubaneswar -751 015 who are not in the employment of the company.
4. The results of e-voting along with the list of shareholders who voted "for" and "Against" the below resolutions were downloaded from the e-voting website of NSDL.



The result of the e-voting is as under:

**A. RESOLUTION NO.1 –ORDINARY RESOLUTION**

To receive, consider, and adopt the audited Profit and Loss Account for the financial year ended March 31,2014 and Balance Sheet at the date together with the Reports of the Directors and the Auditors.

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

Numbers of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
14	5333	100

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

Numbers of members voted electronically	Number of votes cast in against of the resolution	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes:

Total number of members whose votes were invalid	Total number of votes cast by them
0	0

**B. RESOLUTION NO.2 : ORDINARY RESOLUTION**

To appoint a Director in place of Mr. Rajesh Agarwal, (Managing Director) and Mr. Soumendra Keshari Pattanaik (Director, Finance) retires by rotation and being eligible, offer themselves for re-appointment.





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

Numbers of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
13	5323	92.85

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

Numbers of members voted electronically	Number of votes cast in against of the resolution	% of total number of valid votes cast
1	10	7.15

(iii) **Invalid** Votes:

Total number of members whose votes were invalid	Total number of votes cast by them
0	0

### **C. RESOLUTION NO.3: ORDINARY RESOLUTION**

#### **To appoint Auditors of the Company-**

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

Numbers of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
11	5011	78.57

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

Numbers of members voted electronically	Number of votes cast in against of the resolution	% of total number of valid votes cast
3	322	21.43



(iii) **Invalid Votes:**

Total number of members whose votes were invalid	Total number of votes cast by them
0	0

**A .RESOLUTION NO.1 –SPECIAL RESOLUTION**

**Appointment Of Bikram Kesari Mishra As Nominee Director:-**

(i) Voted in favour of the resolution

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
14	5333	100

(ii) Voted against the resolution.

Number of members voted electronically	Number of votes cast in against of the resolution	% of total number of valid votes cast
0	0	0

(iii) **Invalid Votes:**

Total number of members whose votes were invalid	Total number of votes cast by them
0	0

**B .RESOLUTION NO.2 –SPECIAL RESOLUTION**

**Further issue of shares to promoters on preferential basis**

(i) Voted in favour of the resolution

Numbers of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
11	4485	78.57



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

Numbers of members voted electronically	Number of votes cast in against of the resolution	% of total number of valid votes cast
3	848	21.43

(iii) **Invalid** Votes:

Total number of members whose votes were invalid	Total number of votes cast by them
0	0

### **B .RESOLUTION NO.3 –SPECIAL RESOLUTION**

#### **Related Party Transactions: -**

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

Numbers of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
14	5033	92.85

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

Numbers of members voted electronically	Number of votes cast in against of the resolution	% of total number of valid votes cast
13	300	7.15

(iii) **Invalid** Votes:

Total number of members whose votes were invalid	Total number of votes cast by them
0	0



The relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the 14<sup>th</sup> Annual General Meeting and the same shall thereafter be handed over to the Company Secretary of safe keeping.



Bharat Chandra das

A.C.S No25843

Certificate of Practice No.9834

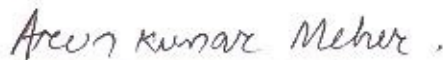
Practicing company secretary

Place: Bhubaneswar

Date: 18.05.2014



We the undersigned witnesseth that the votes were unblocked from the e-voting website of National Securities Depository Limited (<http://www.evoting.nsdl.com>) in our presence at 5 P.M. on-18<sup>th</sup> July, 2014 at the office of the Scrutinizer.



Mr. Arun Kumar Meher

N-4/92, IRC Village

Nayapalli, Bhubaneswar - 751015



Mr, Sukant Kumar Das

N-4/112, IRC Village

Nayapalli, Bhubaneswar - 751015