

M.R.L. Narasimha BCom, FCS
PRACTISING COMPANY SECRETARY

**COMBINED SCRUTINIZER REPORT FOR E- VOTING AND POLL FOR
M/S PATSPIN INDIA LIMITED**

TO,

The Chairman

24th annual general meeting of the equity shareholders of M/s **PATSPIN INDIA LIMITED** held on Friday, 7th August 2015 at Bharat Hotel (BTH), Durbar Hall Road, Kochi-682016

Sub: passing of Resolution through Electronic Voting and poll conducted at the 24th Annual general meeting of the Equity shareholders of M/s Patspin India limited.

I MRL Narasimha, company secretary in practice, holding membership No. 2851 and Certificate of Practice number-799 has been appointed as Scrutinizer for the Electronic voting and for the purpose of the poll taken on the below mentioned resolution at the 24th Annual General Meeting of the Equity Shareholders of M/s Patspin India Limited (CIN: L18101KL1991PLC006194) held on Friday 7th August 2015, at Bharat Hotel (BTH), Durbar Hall Road, Kochi-682016.

The company had appointed Central Depository Service Limited (CDSL) as the service provider, for extending the facility for the electronic e-voting to the shareholders of the company from Tuesday, 4th August, 2015(9.00am) till Thursday 6th August, 2015(5.00 P.M). M/s Integrated Enterprises (India) Limited is the Registrar and Share Transfer Agent of the company.

At the Annual General meeting, the company facilitated the members present in the meeting who could not participate in the e voting to record their votes through poll process. For details kindly refer to my Scrutinizer report in MGT-13 dated 7th August, 2015 attached herewith.



The result of the E-voting together with that of the poll is as under:

| Res.NO | Subject matter of the Resolution | Particulars of Business | Votes in favor of the resolution | | Votes against the resolution | |
|---|--|-------------------------|----------------------------------|--------|------------------------------|-------|
| | | | No | % | No | % |
| ORDINARY RESOLUTION | | | | | | |
| 1 | Adoption of audited financial statements together with Directors Report and Audited Reports' for the financial Year 31.03.2015 | E voting and poll | 17720875 | 99.999 | 60 | 0.001 |
| 2. | Reappointment of Retiring Director, Shri.B.K Patodia | E voting and poll | 17601820 | 100 | 0 | 0 |
| 3. | Ratification of Appointment of Statutory Auditor, M/s M.S Jagannathan & Visvanathan, Chartered Accountants | E voting and poll | 17720501 | 99.998 | 210 | 0.002 |
| SPECIAL BUSINESS(ORDINARY RESOLUTION) | | | | | | |
| 4. | Appointment of Smt. Pamela Anna Mathew (Holding DIN 00742735) as an Independent Director | E voting and poll | 17720501 | 99.999 | 60 | 0.001 |

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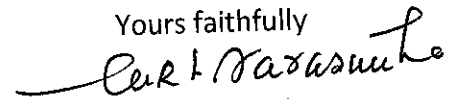
All the resolutions stand passed under e voting and poll as Ordinary Resolutions with requisite majority as specified under the Companies Act, 2013

I hereby conform that I am maintaining the Registers received from the Service Provider and Registrar and Share Transfer Agents electronically, in respect of the votes cast through remote e voting and poll by the shareholders of the company

Kochi:
7.8.2015

Thanking you

Yours faithfully


MRL Narasimha

P.S: IN THE CASE OF RESOLUTION NO.2 34550 VOTES OF THE RELATED PARTIES HAVE BEEN EXCLUDED FROM THE VOTES CAST THROUGH E VOTING AND IN THE CASE OF ALL RESOLUTIONS 600 VOTES CAST THROUGH POLL HAS BEEN EXCLUDED FOR WANT TO PARTICULARS.

M.R.L. NARASIMHA, B.Com., FCS
Practising Company Secretary
M No 2851. CP 799
34-C, IIIRD CROSS,
RAMALINGA NAGAR, K.K. PUDUR,
COIMBATORE-641 038.

Countersigned by

For PATSPIN INDIA LIMITED


UMANG PATODIA
Managing Director
(DIN: 00003588)

FORM NO. MGT-13

Report of Scrutinizer

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

To,

The Chairman

24th Annual General Meeting of the equity shareholders of M/s **PATSPIN INDIA LIMITED** held on Friday, 7th August 2015 at Bharat Hotel (BTH), Durbar Hall Road, Kochi-682016

I MRL Narasimha, Company Secretary in Practice, holding Membership No. 2851 and Certificate of Practice number-799 has been appointed as Scrutinizer for the Electronic Voting and for the purpose of the poll taken on the below mentioned resolution(s) at the 24th Annual General Meeting of the Equity Shareholders of M/s Patspin India Limited held on Friday, 7th August 2015 at Bharat Hotel (BTH), Durbar Hall Road, Kochi-682016 submit my report as under:

1. After the time fixed for closing of the poll by the chairman, 1(one) ballot box kept for polling 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 Company/ Registrar and Transfer Agent of the authorization/ proxies lodged with the company.
3. The poll papers, which were incomplete and /or which were otherwise found defective have been treated as invalid and kept separately.



4. The result of the poll is as under:

A. Resolution 1

Adoption of financial statements of the company for the year ended 31.03.2015, Reports of Board of Directors and Auditors thereon.

(i) Voted in favour of resolution:

| Number of members present and voting(in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 28 | 87357 | 100 |

(ii) Votes against the resolution:

| Number of members present and voting(in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 0 | 0 | 0 |

(iii) Invalid votes

| Number of members present and voting(in person or by proxy) whose votes were declared invalid | Total Number of votes cast by them |
|--|------------------------------------|
| 2 | 600 |

(b) Resolution 2

Re- appointment of Shri. B.K Patodia (holding DIN: 00003516) as Director of the company

(i) Votes in favour of the resolution:

| Number of members present and voting(in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 22 | 2792 | 100 |

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(ii) Votes against the resolution:

| Number of members present and voting(in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 0 | 0 | 0 |

(iii) Invalid votes

| Number of members present and voting(in person or by proxy) whose votes were declared invalid | Total Number of votes cast by them |
|--|------------------------------------|
| 2 | 600 |

(c) Resolution No 3.

Ratification of appointment M/s M.S. Jagannathan & Visvanathan, Chartered Accountants as Statutory Auditors of the company

(i) Voted in favour of the resolution:

| Number of members present and voting(in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 26 | 86983 | 99.82 |

(ii) Votes against the resolution:

| Number of members present and voting(in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 1 | 150 | 0.18 |

(iii) Invalid votes

| Number of members present and voting(in person or by proxy) whose votes were declared invalid | Total Number of votes cast by them |
|--|------------------------------------|
| 2 | 600 |

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(d) Resolution no.4 (Special Business)

Appointment of Smt. Pamela Anna Mathew (holding DIN: 00742735) as an independent Director for a period of five years.

(i) Voted in favour of the resolution:

| Number of members present and voting(in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 28 | 86983 | 100 |

(ii) Votes against the resolution:

| Number of members present and voting(in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 0 | 0 | 0.00 |

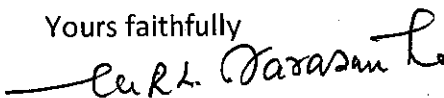
(iii) Invalid votes

| Number of members present and voting(in person or by proxy) whose votes were declared invalid | Total Number of votes cast by them |
|--|------------------------------------|
| 2 | 600 |

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR" "AGAINST" and those votes which were declared invalid for each resolution is enclosed.
6. The poll paper and all other relevant records were sealed and handed over to the Company Secretary/ Director authorized by the board for safe keeping.

Thanking you

Yours faithfully



M.R.L. Narasimha

FCS: 2851 C.P: 799

KOCHI

7/8/2015

M.R.L. NARASIMHA, B.Com., FCS
Practising Company Secretary
M No 2851, C P 799
34 - C, IIIRD CROSS,
RAMALINGA NAGAR, K.K. PUDUR,
COIMBATORE - 641 038.