



"CONSOLIDATED SCRUTINIZER REPORT"
REMOTE E-VOTING AND VOTING THROUGH POLLING PAPER
*[Pursuant to Section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of the
Companies (Management and Administration) Rules, 2014]*

Date: - 29th September, 2017

To,
The Chairman,
33rd ANNUAL GENERAL MEETING
SIDH MANAGEMENT CORPORATE SERVICES LIMITED,
E - 253, Saraswati Kunj Apartments 25,
I.P. Extension, Patparganj, New Delhi-110092, India

Sub: -Consolidated Report of Scrutinizer on Voting through electronic means carried out during the period from 25th September, 2017 (09:00 AM) to 27th September, 2017 (05:00 PM) Compliance with Regulations 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and poll conducted at the 33rd Annual General Meeting of the Company held on Thursday, 28th September, 2017 which commenced at 11:00 A.M and concluded at 12.05 P.M. at E - 253, Saraswati Kunj Apartments 25, I.P. Extension, Patparganj, New Delhi-110092, India

Dear Sir,

I, Vishwas Jain (Prop .M/s Vishwas Jain & Co.,) Practicing Company Secretary, (Membership No. ACS 47859, CP No. 17558), appointed as Scrutinizer by the board of directors of SIDH MANAGEMENT CORPORATE SERVICES LIMITED in the Board Meeting held on 21st August, 2017:


- i. For the purpose of scrutinizing the e-voting and poll process in a fair and transparent manner as per the provisions of Section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014; and
- ii. For the purpose of scrutinizing the poll taken on the below mentioned resolution(s), at the 33rd Annual General Meeting of the Company held on Thursday, 28th September, 2017 at 11:00 A.M at E - 253, Saraswati Kunj Apartments 25, I.P. Extension, Patparganj, New Delhi-110092, India.



We submit our report as under:-


1. 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 and poll on the resolutions contained in the Notice to 33rd Annual General Meeting of the shareholders of the Company.
2. In terms of Regulations 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Pursuant to Section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 in connection with the resolution proposed in the 33rd Annual General Meeting, the company has appointed Central Depository Services Limited (CDSL) as the service provider, for extending the facility of Electronic voting to the shareholders of the company. **M/s Adroit Corporate Services Private Limited** the Registrar and the transfer agent of the company. The service provider has provided the system for recording the vote of the shareholders electronically on Item No 1 (Ordinary Business) & 2,3,4,5 (Special Business) and facility of the poll at the 33rd Annual General Meeting to the shareholders of the company who could not vote through Remote E- Voting facility provided by company.
3. The Remote e-voting period, to facilitate E-voting by equity shareholders of the company open from **25th September, 2017 09:00 AM, Monday** and ends on **27th September, 2017 05:00 PM, Wednesday**.
4. The Shareholders holding shares as on the "cut off" date i.e. **21st September, 2017** were entitled to vote on the proposed resolutions **Item no. 1 to 5** as set out in the Notice of 33rd Annual General Meeting of Sidh Management Corporate Services Limited.
5. The Chairman of the 33rd Annual General Meeting had announced that the facility to vote through Ballot papers was provided to those members who were present in the AGM and had not exercised the option of Remote E-voting.
6. After the time fixed for closing of the Poll by the Chairman, ballot box kept for polling were unlocked in the presence of witnesses with due identification marks placed by us.
7. The locked ballot boxes were subsequently opened in our presence along with two witnesses, **Mr. Tarun Thakur and Ms. Ruchika Chhabra**, who are not in the employment of the Company and poll papers were diligently scrutinized. The witnesses have signed below in confirmation of the Ballot Boxes being unlocked in their presence.



Signature:- 
Name:- MR. TARUN THAKUR
Add:- 39/B, Ganga Vihar,
New Delhi,-110094, India

Signature:- 
Name:- MS.RUCHIKA CHHABRA
Add:- B-116, 2nd Floor, Jhilmil Colony, East
Delhi-110095, India

8. The votes cast through remote e-voting were unblocked on 28th September, 2017, Thursday, around 04:09 P.M. in the presence of two witnesses Mr. Tarun Thakur and Ms. Ruchika Chhabra, who are not in the employment of the Company. They have signed below in confirmation of the remote e-votes being unblocked in presence.

Signature:- 
Name:- MR. TARUN THAKUR
Add:- 39/B, Ganga Vihar,
New Delhi,-110094, India

Signature:- 
Name:- MS.RUCHIKA CHHABRA
Add:- B-116, 2nd Floor, Jhilmil Colony, East
Delhi-110095, India

9. Thereafter, the details containing inter-alia, list of Equity Shareholders, who voted "for" or "against" each of the resolutions that were put to vote, were generated from the e-voting website M/s Central Depository Services Limited and the votes were also counted from Ballot Box used for Poll conducted at the 33rd Annual General Meeting.
10. The total paid up equity share capital of the Company as on "Cut-off" date 21st September, 2017 was Rs. 2, 11, 75,000/- divided into 2117500 equity shares of Rs.10/- each.

I now submit our brief analysis results of the voting through remote e-voting and poll as under:



ORDINARY BUSINESS

ITEM NO-1: ORDINARY RESOLUTION

To receive, consider and adopt the Audited Financial Statements of the Company containing the audited Balance Sheet as at March 31, 2017, together with the Reports of the Boards of Directors and Auditors thereon.

Particulars	Physical/ Poll		E- Voting		Total		% of total number of valid votes cast
	Number of members who voted	Number of Votes cast by them	Number of members who voted	Number of Votes cast by them	Number of members who voted	Number of Votes cast by them	
Assent	12	378517	16	798807	28	1177324	99.96%
Dissent	1	450	0	0	1	450	0.04%
Total	13	378967	16	798807	29	1177774	100.00%
Invalid votes	8	432483	0	0	8	432483	N.A.

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item No-1 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

"Therefore, the resolution No.1 has been approved with requisite majority."



SPECIAL BUSINESS

ITEM NO-2: ORDINARY RESOLUTION

To appoint M/s. Mohindra Arora & Co, Chartered Accountants, (FRN 006551N) as Statutory Auditors of the company to fill the casual vacancy caused by the resignation of M/s. S. R. Ghedia & Associates, Chartered Accountants, Mumbai.

Particulars	Physical/ Poll		E- Voting		Total		% of total number of valid votes cast
	Number of members who voted	Number of Votes cast by them	Number of members who voted	Number of Votes cast by them	Number of members who voted	Number of Votes cast by them	
Assent	12	378517	16	798807	28	1177324	99.96%
Dissent	1	450	0	0	1	450	0.04%
Total	13	378967	16	798807	29	1177774	100.00%
Invalid votes	8	432483	0	0	8	432483	N.A.

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item No-2 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

"Therefore, the resolution No.2 has been approved with requisite majority."



ITEM NO-3: ORDINARY RESOLUTION

To appoint M/s. Mohindra Arora & Co., Chartered Accountants (FRN 006551N), as the Statutory Auditor of the Company, to hold the office from the conclusion of 33rd Annual General Meeting till the conclusion of 38th Annual General Meeting of the Company, for a single tenure of 5 (five) years, subject to the ratifications by the members at every Annual General Meeting of the company.

Particulars	Physical/ Poll		E- Voting		Total		% of total number of valid votes cast
	Number of members who voted	Number of Votes cast by them	Number of members who voted	Number of Votes cast by them	Number of members who voted	Number of Votes cast by them	
Assent	12	378517	16	798807	28	1177324	99.96%
Dissent	1	450	0	0	1	450	0.04%
Total	13	378967	16	798807	29	1177774	100.00%
Invalid votes	8	432483	0	0	8	432483	N.A.

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item No-3 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

"Therefore, the resolution No.3 has been approved with requisite majority."



ITEM NO-4: ORDINARY RESOLUTION

To appoint Mr. Dinesh Sharma (DIN: 07526355) as Whole-time Director of the company for a period of 5(Five) years i.e. starting from 15.12.2016 to 14.12.2021 on the terms and conditions including remuneration as set out in the Explanatory Statement annexed to the Notice convening this meeting.

Particulars	Physical/ Poll		E- Voting		Total		% of total number of valid votes cast
	Number of members who voted	Number of Votes cast by them	Number of members who voted	Number of Votes cast by them	Number of members who voted	Number of Votes cast by them	
Assent	12	378517	16	798807	28	1177324	99.96%
Dissent	1	450	0	0	1	450	0.04%
Total	13	378967	16	798807	29	1177774	100.00%
Invalid votes	8	432483	0	0	8	432483	N.A.

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item No-4 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

"Therefore, the resolution No.4 has been approved with requisite majority."



ITEM NO-5: ORDINARY RESOLUTION

To appoint Mr. Jyotiraaditya Singha (DIN: 02354678), who was appointed as an additional director of the Company 15.12.2016 and who holds office until the ensuing Annual General Meeting and now hereby appointed as an Independent Director of the Company with effect from 15.12.2016 to 14.12.2021, not liable to retire by rotation

Particulars	Physical/ Poll		E- Voting		Total		% of total number of valid votes cast
	Number of members who voted	Number of Votes cast by them	Number of members who voted	Number of Votes cast by them	Number of members who voted	Number of Votes cast by them	
Assent	12	378517	16	798807	28	1177324	99.96%
Dissent	1	450	0	0	1	450	0.04%
Total	13	378967	16	798807	29	1177774	100.00%
Invalid votes	8	432483	0	0	8	432483	N.A.

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item No-5 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

"Therefore, the resolution No.5 has been approved with requisite majority."

I now submit our Consolidated Report of the voting through remote e-voting and poll as under:-

DATE OF AGM/EGM	28.09.2017	
Total No. of Shareholders on Record Date	461	
No. of Shareholders present in the meeting either in person or through proxy	Promoter and Promoter Group	Public
	8	13
No. of Shareholders attended the meeting through video conferencing	Promoter and Promoter Group	Public
	NA	NA



ORDINARY BUSINESS**ITEM NO-1: ORDINARY RESOLUTION**

To receive, consider and adopt the Audited Financial Statements of the Company containing the audited Balance Sheet as at March 31, 2017, together with the Reports of the Boards of Directors and Auditors thereon.

Whether promoter or promoter group are interested in the Resolution			No					
Category	Mode of Voting	No. Shares held	No. of Votes Polled	% of Votes polled on Outstanding Shares	No. of Votes in favour	No. of Votes in against	% of votes in favour on votes polled	% of votes in against on votes polled
Promoter & Promoter Group	E- Voting	596500	401474	67.30%	401474	0	100%	0
	Poll		29017	4.86%	29017	0	100%	0
	Postal Ballot (If Applicable)		Nil	N.A.	Nil	N.A.	Nil	N.A.
	Total		430491	72.17%	430491	0	100%	0
Public Institutions	E- Voting	NIL	Nil	N.A.	Nil	N.A.	Nil	N.A.
	Poll		Nil	N.A.	Nil	N.A.	Nil	N.A.
	Postal Ballot (If Applicable)		Nil	N.A.	Nil	N.A.	Nil	N.A.
	Total		Nil	N.A.	Nil	N.A.	Nil	N.A.
Public Non-Institutions	E- Voting	1521000	397333	26.12%	397333	0	100%	0
	Poll		349950	23.01%	349500	450	99.87%	0.13%
	Postal Ballot (If Applicable)		Nil	N.A.	Nil	N.A.	Nil	N.A.
	Total		747283	49.13%	746833	450	99.94%	0.06%
Total		2117500	1177774		1177324	450		

RESULT OF REMOTE E-VOTING AND POLL

As the percentage of Votes casted in favour of the said resolution is 99.94%. I report that the Ordinary Resolution as set out in the Notice dated 21.08.2017 has been passed by the Shareholders with the requisite majority. The Resolution is deemed to be passed as on the date of the announcement of the results.



SPECIAL BUSINESS**ITEM NO-2: ORDINARY RESOLUTION**

To Appoint M/s. Mohindra Arora & Co, Chartered Accountants, (FRN 006551N) as Statutory Auditors of the company to fill the casual vacancy caused by the resignation of M/s. S. R. Ghedia & Associates, Chartered Accountants, Mumbai.

Whether promoter or promoter group are interested in the Resolution			No					
Category	Mode of Voting	No. Shares held	No. of Votes Polled	% of Votes polled on Outstanding Shares	No. of Votes in favour	No. of Votes in against	% of votes in favour on votes polled	% of votes in against on votes polled
Promoter & Promoter Group	E- Voting	596500	401474	67.30%	401474	0	100%	0
	Poll		29017	4.86%	29017	0	100%	0
	Postal Ballot (If Applicable)		Nil	N.A.	Nil	N.A.	Nil	N.A.
	Total		430491	72.17%	430491	0	100%	0
Public Institutions	E- Voting	NIL	Nil	N.A.	Nil	N.A.	Nil	N.A.
	Poll		Nil	N.A.	Nil	N.A.	Nil	N.A.
	Postal Ballot (If Applicable)		Nil	N.A.	Nil	N.A.	Nil	N.A.
	Total		Nil	N.A.	Nil	N.A.	Nil	N.A.
Public Non-Institutions	E- Voting	1521000	397333	26.12%	397333	0	100%	0
	Poll		349950	23.01%	349500	450	99.87%	0.13%
	Postal Ballot (If Applicable)		Nil	N.A.	Nil	N.A.	Nil	N.A.
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Whether promoter or promoter group are interested in the Resolution			No					
Category	Mode of Voting	No. Shares held	No. of Votes Polled	% of Votes polled on Outstanding Shares	No. of Votes in favour	No. of Votes in against	% of votes in favour on votes polled	% of votes in against on votes polled
Promoter & Promoter Group	E- Voting	596500	401474	67.30%	401474	0	100%	0
	Poll		29017	4.86%	29017	0	100%	0
	Postal Ballot (If Applicable)		Nil	N.A.	Nil	N.A.	Nil	N.A.
	Total		430491	72.17%	430491	0	100%	0
Public Institutions	E- Voting	NIL	Nil	N.A.	Nil	N.A.	Nil	N.A.
	Poll		Nil	N.A.	Nil	N.A.	Nil	N.A.
	Postal Ballot (If Applicable)		Nil	N.A.	Nil	N.A.	Nil	N.A.
	Total		Nil	N.A.	Nil	N.A.	Nil	N.A.
Public Non-Institutions	E- Voting	1521000	397333	26.12%	397333	0	100%	0
	Poll		349950	23.01%	349500	450	99.87%	0.13%
	Postal Ballot (If Applicable)		Nil	N.A.	Nil	N.A.	Nil	N.A.
	Total		747283	49.13%	746833	450	99.94%	0.06%
Total		2117500	1177774		1177324	450		

RESULT OF REMOTE E-VOTING AND POLL

As the percentage of Votes casted in favour of the said resolution is 99.94%. I report that the Ordinary Resolution as set out in the Notice dated 21.08.2017 has been passed by the Shareholders with the requisite majority. The Resolution is deemed to be passed as on the date of the announcement of the results.



ITEM NO-4: ORDINARY RESOLUTION

To appoint Mr. Dinesh Sharma (DIN: 07526355) as Whole-time Director of the company for a period of 5(Five) years i.e. starting from 15.12.2016 to 14.12.2021 on the terms and conditions including remuneration as set out in the Explanatory Statement annexed to the Notice convening this meeting.

Whether promoter or promoter group are interested in the Resolution			No					
Category	Mode of Voting	No. Shares held	No. of Votes Polled	% of Votes polled on Outstanding Shares	No. of Votes in favour	No. of Votes in against	% of votes in favour on votes polled	% of votes in against on votes polled
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Public Institutions	E- Voting	NIL	Nil	N.A.	Nil	N.A.	Nil	N.A.
	Poll		Nil	N.A.	Nil	N.A.	Nil	N.A.
	Postal Ballot (If Applicable)		Nil	N.A.	Nil	N.A.	Nil	N.A.
	Total		Nil	N.A.	Nil	N.A.	Nil	N.A.
Public Non-Institutions	E- Voting	1521000	397333	26.12%	397333	0	100%	0
	Poll		349950	23.01%	349500	450	99.87%	0.13%
	Postal Ballot (If Applicable)		Nil	N.A.	Nil	N.A.	Nil	N.A.
	Total		747283	49.13%	746833	450	99.94%	0.06%
Total		2117500	1177774		1177324	450		

RESULT OF REMOTE E-VOTING AND POLL

As the percentage of Votes casted in favour of the said resolution is 99.94%. I report that the Ordinary Resolution as set out in the Notice dated 21.08.2017 has been passed by the Shareholders with the requisite majority. The Resolution is deemed to be passed as on the date of the announcement of the results.



ITEM NO-5: ORDINARY RESOLUTION

To appoint Mr. Jyotiraaditya Singha (DIN: 02354678), who was appointed as an additional director of the Company 15.12.2016 and who holds office until the ensuing Annual General Meeting and now hereby appointed as an Independent Director of the Company with effect from 15.12.2016 to 14.12.2021, not liable to retire by rotation.

Whether promoter or promoter group are interested in the Resolution			No					
Category	Mode of Voting	No. Shares held	No. of Votes Polled	% of Votes polled on Outstanding Shares	No. of Votes in favour	No. of Votes in against	% of votes in favour on votes polled	% of votes in against on votes polled
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	Poll		29017	4.86%	29017	0	100%	0
	Postal Ballot (If Applicable)		Nil	N.A.	Nil	N.A.	Nil	N.A.
	Total		430491	72.17%	430491	0	100%	0
Public Institutions	E- Voting	NIL	Nil	N.A.	Nil	N.A.	Nil	N.A.
	Poll		Nil	N.A.	Nil	N.A.	Nil	N.A.
	Postal Ballot (If Applicable)		Nil	N.A.	Nil	N.A.	Nil	N.A.
	Total		Nil	N.A.	Nil	N.A.	Nil	N.A.
Public Non-Institutions	E- Voting	1521000	397333	26.12%	397333	0	100%	0
	Poll		349950	23.01%	349500	450	99.87%	0.13%
	Postal Ballot (If Applicable)		Nil	N.A.	Nil	N.A.	Nil	N.A.
	Total		747283	49.13%	746833	450	99.94%	0.06%
Total		2117500	1177774		1177324	450		

RESULT OF REMOTE E-VOTING AND POL

As the percentage of Votes casted in favour of the said resolution is 99.94%. I report that the Ordinary Resolution as set out in the Notice dated 21.08.2017 has been passed by the Shareholders with the requisite majority. The Resolution is deemed to be passed as on the date of the announcement of the results.




I further report that as per the Notice dated 21st August, 2017 and the Board Resolution dated 21st August, 2017, the chairman will declare and confirm the above results of remote e-voting and poll in respect of the resolutions referred herein. The results of the e-voting and poll together with the Scrutinizer's Report will be displayed on company's website within 48 hours of the passing of the resolution at the AGM and shall send the same to the stock exchange, if required.

The results of the remote e-voting, poll process and all other relevant records such as Authorizations and proxy papers were sealed and handed over to the Company Secretary of the Company for keeping it in safe custody after the chairman approves and signs the minutes of the meeting.

I thank you for the opportunity given to act as a scrutinizer for the above Remote e-voting and poll.

Thanking you,
Yours Faithfully,

FOR VISHWAS JAIN & CO.
Practising Company Secretary


CS VISHWAS JAIN
Proprietor
M. No. - A4/859
COP No. 17558
Place: New Delhi

