



## **D. M. JAIN & CO.**

CHARTERED ACCOUNTANTS

C-6/004, Shanti Nagar, Sector No - 8,

Mira Road (E), Thane - 401107.

Tel: 28121740, Mobile: 9821429516,

Email: - [dineshcaicwa@gmail.com](mailto:dineshcaicwa@gmail.com)

### **Scrutinizer's Report**

**[Pursuant to section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014]**

To  
The Wholetime Director,  
Sat Industries Limited  
41, B-Wing, Mittal Tower,  
Nariman Point,  
Mumbai - 400 021

Dear Sir,

1. I, Dinesh M. Jain, a Chartered Accountant in practice, have been appointed as a scrutinizer by the Board of Directors of Sat Industries Limited (The Company) for the purpose of scrutinizing the Postal Ballot process and ascertaining requisite majority on voting carried out as per the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the notice (hereinafter referred to as "the resolutions") of Postal Ballot dated 19th August, 2014.
2. The Notice dated 19th August, 2014 for conducting Postal Ballot along with statement setting out material facts under 102 of the Companies Act, 2013 and other relevant papers was sent to the shareholders in respect of the resolutions to be passed through Postal Ballot.
3. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to Postal Ballot and e-voting on the resolutions contained in the Notice of Postal Ballot. My responsibility as a scrutinizer for Postal Ballot process is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above, based on Postal Ballot Forms received and the reports generated from the e-voting system provided by Central Depository Services (India) Limited ("CDSL"), the authorized agency engaged by the Company to provide e-voting facilities for e-voting for Postal Ballot.







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4. Further to the above, I submit my report on Postal Ballot as under:

- (i) The voting period remained open from 30th August, 2014, 9.00 A.M. to 29th September, 2014 5.00 P.M.
- (ii) The members of the Company as on the "cut off" date i.e. Friday, 22nd August, 2014 were entitled to vote on the resolutions as set out in the notice of the Postal Ballot.
- (iii) The votes cast were unblocked on Monday, 29th September, 2014 in the presence of 2 witnesses, Mr. Kamal Singh, residing at 3/C-Wing, B.N.- 3, Highland CHS, Narendra Park, Mira Road (E) and Mr. Dharmendra Pathak, residing at B-104, C-2, Ami Park CHS Ltd, Near Galaxy Hotel, Nallasopara (W), Thane - 401203 who are not in the employment of the Company.

They have signed below in confirmation of the e-votes being unblocked in the presence.

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Kamal Singh

()  
Dharmendra Pathak

- (iv) Thereafter, the details containing inter alia, list of Equity Shareholders, who voted "in favour", "against" and "invalid" each of the resolutions that were put to vote, were generated from e-voting website of Central Depository Services Limited ("CDSL") i.e. <https://www.evotingindia.com> and based on such reports generated and Postal Ballot forms physically received by us, the result of the voting is annexed.

**FOR D. M. JAIN & CO.**  
CHARTERED ACCOUNTANTS  
F.R.N. : 116723W





**DINESH M. JAIN**  
(Proprietor)

Membership No. : 102108

Place : Mumbai

Date : 30<sup>th</sup> September, 2014



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Annexure to the Scrutinizer's Report:

Item no. of Notice	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.	% of total number of valid votes cast (Favour and Against)	
Item No. 1 of the Notice (As Special Resolution)	20763648	99.9999	215	0.00001	0
Item No. 2 of the Notice (As Special Resolution)	20762948	99.9999	915	0.00001	0
Item No. 3 of the Notice (As an Ordinary Resolution)	20762963	99.9999	900	0.00001	0
Item No. 4 of the Notice (As an Ordinary Resolution)	20762963	99.9999	900	0.00001	0
Item No. 5 of the Notice (As an Ordinary Resolution)	20763663	99.9999	200	0.00001	0
Item No. 6 of the Notice (As Special Resolution)	20763663	99.9999	200	0.00001	0
Item No. 7 of the Notice (As Special Resolution)	20762963	99.9999	900	0.00001	0

