



V. PADMAPRIYA
Practising Company Secretary

A2, Happy Home Apts,
#9, United India Colony,
4th Main Road, Kodambakkam,
Chennai - 600 024.

E-mail bchandrac@gmail.com
H/P : 9840276313, 9840375053
Ph : 044 - 43587356

Report of the Scrutinizer(s)

**[Pursuant to rule section 110 of the Companies Act, 2013 and rule 22(9) of the
Companies (Management and Administration) Rules, 2014]**

Dated 22nd August 2014

To

*The Managing Director,
Arihant Foundations & Housing Limited,
"Ankur Arcade" No.271 Old No.182,
Poonamallee High Road, Off McNichols Road,
Kilpauk,
Chennai - 600 010*

Subject:

1. Special Resolution under Section 186 of the Companies Act 2013 - Passing of resolution by means of Postal Ballot in terms of Section 110 read with Section 2(65) and all other applicable provisions of the Companies Act 2013 and Rules framed there under.
2. Special Resolution under Section 180(1)(a) of the Companies Act 2013 - Passing of resolution by means of Postal Ballot in terms of Section 110 read with Section 2(65) and all other applicable provisions of the Companies Act 2013 and Rules framed there under.
3. Special Resolution under Section 180(1)(c) of the Companies Act 2013 - Passing of resolution by means of Postal Ballot in terms of Section 110 read with Section 2(65) and all other applicable provisions of the Companies Act 2013 and Rules framed there under.
4. Special Resolution under Section 188 of the Companies Act 2013 - Passing of resolution by means of Postal Ballot in terms of Section 110 read with Section 2(65) and all other applicable provisions of the Companies Act 2013 and Rules framed there under.
5. Special Resolution under Section 71 read with 42 of the Companies Act 2013 - Passing of resolution by means of Postal Ballot in terms of Section 110 read with Section 2(65) and all other applicable provisions of the Companies Act 2013 and Rules framed there under.

Respected Sir,

Please refer to your letter dated 18th July 2014 appointing me as the Scrutinizer for the purpose of ascertaining the result of the above said resolution(s) passed by means of Postal Ballot process.

As per the information furnished to me by the Company and after carrying out the scrutiny of the Postal Ballot Forms (both by physical mode & e voting) received from the members of the Company, I hereby submit my report as under:

1.1	The Company, on 22 nd July 2014 completed the dispatch of Postal Ballot Forms along with self-addressed postage prepaid envelope to its Members whose e mail ids are not registered with the Company but whose name(s) appeared on the Register of Members/list of beneficiaries as on 11 th July 2014. In respect of those members whose e mail id is registered with the Company, the Postal ballot forms along with the notice and the Statement were sent by e mail on the same date through the Registrar & Transfer Agent M/s Cameo Corporate Services Limited. Members were also given the option to vote electronically on e-voting platform, provided by the Central Depository Services (India) Limited (CDSL), as an alternate, for its Members to enable them to cast their votes electronically instead of dispatching Postal Ballot Form
1.2	The Public Advertisement with respect to dispatch of postal ballot was published on 23 rd July 2014 in "News Daily" & 24 th July 2014 in "Maalai Chudar".
1.3	In terms of the Public Notice, the last date and time fixed to receive the Postal Ballot Forms from the members was not later than close of working hours(i.e. before 5.00 PM on Thursday, 21 st August 2014. In case of E voting, members were requested to cast their votes electronically before 5.00 P.M., Thursday, 21 st August 2014.
1.4	Particulars of all the postal ballot forms received from the Members physically and votes cast electronically have been entered in a register separately maintained for the purpose.
1.5	The postal ballot forms were kept under the safe custody in a sealed and tamper proof ballot box.
1.6	The ballot box was opened on 21 st August 2014 at 6.00 P.M. in my presence.
1.7	The postal ballot forms were duly opened in my presence and scrutinized and the shareholding was matched/confirmed with the Register of Members of the company/list of beneficiaries as on 11 th July 2014 as maintained by the Company. Votes cast by e voting were matched with the Register of Members of the company/ list of beneficiaries and checked for duplication viz, voting by both physical and electronic mode. The votes downloaded from the e-Voting system were collated on 22 nd August 2014 at 10.00 A.M. No duplicate votes were however could be detected.
1.8	All postal ballot forms received and votes cast through e-voting upto 5.00 PM on 21 st August 2014, the last date and time fixed by the Company for receipt of the

	forms, were considered for my scrutiny.
1.9	Envelopes containing postal ballot forms received after 5.00 PM on 21st August 2014 were not considered for my scrutiny.
1.10	294 envelopes containing postal ballot form were returned undelivered.
1.11	I did not find any defaced or mutilated ballot papers.

2. A summary of the postal ballot forms process is given below:

The resolutions for which this Postal Ballot is being held and the option of voting by electronic means is provided as follows:

S.NO	RESOLUTION	ORDINARY / SPECIAL
1	To make loans or investments and to give guarantees or to provide security in connection with a loan made under Section 186 of the Companies Act, 2013	Special Resolution
2	Creation of Security in respect of borrowings made under Section 180 (1) (a) of Companies Act, 2013.	Special Resolution
3	To authorize the Board of Directors to borrow upto Rs. 500 Crores under section 180(1) C of Companies Act, 2013.	Special Resolution
4	Transactions with Related Parties under section 188 of the Companies Act, 2013.	Special Resolution
5	Issue of Non-Convertible Debentures on a Private Placement basis	Special Resolution

The results of the postal Ballot & voting by electronic means are as follows:

The details of the number of members voted by postal Ballot and the valid / invalid votes in respect of each of the resolutions are given below.

Resolution S.No	Number of members who cast their votes by e-voting		Number of valid Votes	Number of invalid votes
	FOR	AGAINST		
1	116	4	120	0
2	116	4	120	0
3	115	5	120	0
4	103	4	107	13
5	117	3	120	0

The summary of the results in terms of the Number of votes cast for and against out of the total valid votes is given below.

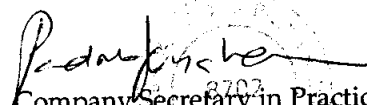
Resolution S.No	Number of shares held by the members who cast their votes through electronic means & Postal Ballot				Total valid Votes	Passed/Not Passed
	FOR		AGAINST			
	Number	%	Number	%		
1	5198488	99.9972	145	0.0028	5198633	Passed as Special Resolution
2	5198488	99.9972	145	0.0028	5198633	Passed as Special Resolution
3	5198450	99.9965	183	0.0035	5198633	Passed as Special Resolution
4	2974988	99.9951	145	0.0049	2975133	Passed as Special Resolution
5	5198493	99.9973	140	0.0027	5198633	Passed as Special Resolution

Note: With respect to Item No.4 of the Postal Ballot Notice dated 18th July, 2014, Based on the List of related parties identified by the Company falling within Section 2(76) of the Companies Act, 2013 the votes cast if any were omitted in ascertaining the net valid votes cast as required under the provisions of sec.188 of the Companies Act, 2013.

3. I have handed over the Postal Ballot Forms, the data sheet relating to e-voting and other related papers/registers, records for the safe custody to Ms.Meenakshi, Company Secretary of the Company, authorized by the Board to supervise the postal ballot process.
4. You may accordingly declare the result of the voting by Postal Ballot.

Thanking you,

Yours faithfully,


Company Secretary in Practice
CP No. 8702

Enclosures: Register of the Scrutinizer
Total Postal Ballot Forms 39 in numbers
Data sheet relating to e-voting