



DIVYA MATAH & ASSOCIATES
Practicing Company Secretaries

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REPORT OF SCRUTINIZER

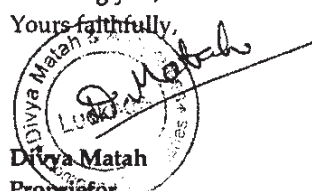
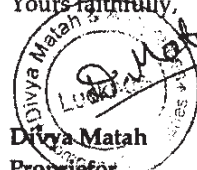
To,
The Chairman
30th Annual General Meeting of Equity Shareholders of
M/s Linaks Micro Electronics Limited
12.6 KM, Barabanki Road, Chinhat,
Lucknow, Uttar Pradesh-227105

Dear Sir,

At the outset, I would like to thank you for appointing me as scrutinizer for the remote e-voting and voting by your members, at the 30th Annual General Meeting of your Company held on Wednesday, 30th September at 11:00 A.M. at 12.6 KM, Barabanki Road, Chinhat, Lucknow, Uttar Pradesh-227105.

I am pleased to submit my Scrutinizer's Report which is comprehensive and self-explanatory in all respect.

Thanking you,
Yours faithfully,



Divya Matah
Proprietor
Divya Matah & Associates
Company Secretaries
M No. - 31186, C.P. - 11719
Date: 3rd October, 2015



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SCRUTINIZER'S REPORT

Name of the Company	LINAKS MICRO ELECTRONICS LIMITED
Meeting	30 th Annual General Meeting
Date and Time	Wednesday, 30 th September 2015 at 11:00 A.M.
Venue	12.6 KM, Barabanki Road, Chinhat, Lucknow, Uttar Pradesh-227105

1. Appointment as Scrutinizer

I was appointed as Scrutinizer for the remote e-voting as well as the voting to be conducted through physical ballots at 30th Annual General Meeting of LINAKS MICRO ELECTRONICS LIMITED (hereinafter referred as "the Company") held on Wednesday, 30th September, 2015 at 11:00 A.M. at 12.6 KM, Barabanki Road, Chinhat, Lucknow, Uttar Pradesh-227105.

2. Dispatch of Notice Convening the Meeting

The Company had informed that, on the basis of Register of Members and the list of Beneficiary Owners (cut off date September 23, 2015) made available to the depositories viz., National Securities Depositories Limited and Central Depositories Services (India) Limited for the purpose of voting, the Company completed dispatch of notice & 30th annual Report in the following manner:

By email	To 783 members who have registered their e-mail ids with Depository/ the RTA as on August 21, 2015
By permitted mode	To 4229 members in physical form as on August 21, 2015

3. Cut Off Date

The Voting rights were reckoned as on the September 23, 2015, being the Cut-off date for the purpose of deciding the entitlements of members for remote e voting and voting at the meeting.

4. Remote E-Voting

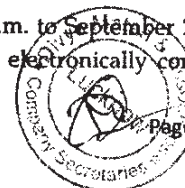
4.1. Agency

The Company had appointed National Securities Depositories Limited (NSDL) as the agency for providing e voting platform.

4.2. Remote E voting

Remote e voting was open from September 27, 2015 at 10:00 a.m. to September 29, 2015 at 05.00 p.m and Members were required to cast their votes electronically conveying

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their assent or dissent in respect of all the Ordinary and /or Special Resolutions, on e-voting platform provided by NSDL.

5. Voting at AGM

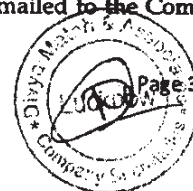
- 5.1. As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rule, 2015, for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again at the general meeting, after the closure of period of e-voting, the Scrutinizer was provided access to particulars of members such as - their names folio, number of shares held, but not the manner in which they have voted.
- 5.2. Accordingly NSDL, the e-voting agency provided us the name, DP ID/folio numbers and shareholding of the members who had cast their votes through remote e voting.
- 5.3. The Company has authorized M/s Beetal Financial & Computer Services Private Limited (RTA), Registrar and Transfer Agent of the Company to provide necessary support for remote e-voting as well as physical ballot at the meeting and RTA provided the same.

6. Counting Process

- 6.1. On completion of voting at the meeting, the Company provided me with the list of members who had cast their votes, with their holding details and details of vote on each of the resolution.
- 6.2. The votes were reconciled with the records maintained by the Company and RTA with respect to the authorized representatives/ proxies lodged with the Company.

7. Result

- 7.1. I observed that
- 7.1.1.1. Nil Members had cast their votes through poll facility provided through physical ballots at meeting.
- 7.1.1.2. Nil Members had casted their votes through remote e-voting.
- 7.2. The result of remote e-voting and poll as well as consolidated result with respect to each item on the Agenda as set out in the notice of the 30th AGM dated 30th July, 2015 is enclosed as Annexure - 1, 2 and 3 respectively.
- 7.3. Based on the aforesaid result, all the Ordinary resolutions as contained in item no. 1, 2, 3, 4, 5 & 6 of the notice dated 30th July, 2015, have been passed through E-voting/Ballot Paper with members (Nil).
- 7.4. Based on the aforesaid result, the Special resolution as contained in item no. 7 & 8 of the notice dated 30th July, 2015, have been passed through E-voting/Ballot Paper with members (Nil).
- Soft copy of the List of Members, for both voting at AGM as well as remote e-voting containing the details of members who voted "FOR", who voted "AGAINST" & whose votes were declared "INVALID", for each resolution will be emailed to the Company,

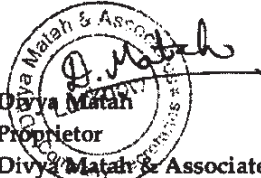


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after the announcement of the result by the Company.

7.5. The poll papers and all other relevant records shall also be duly handed over to the Company for keeping in safe records, after the announcement of the result by the Company.


Divya Matah
Proprietor
Divya Matah & Associates
Company Secretaries
M No. - 31186, C.P. - 11719
Date: 3rd October, 2015



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Annexure-1

**Results of remote E-Voting conducted at the 30th Annual General Meeting of
LINAKS MICRO ELECTRONICS LIMITED**

1. The result of remote e-voting is as under:

a) **Resolution 1 - To receive, consider and adopt the Audited Balance Sheet as at 31st March 2015, the Profit and Loss Account for the year ended on that date and the Reports of the Directors and Auditors thereon. (Ordinary Resolution)**

i. **Voted in favour of the resolution:**

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
0	0	0

ii. **Voted against the resolution:**

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
0	0	0

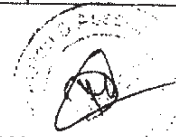
iii. **Invalid votes :**

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
0	0

b) **Resolution 2 -To appoint a director in place of Mr. Udayan Singh (DIN 00189219), who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution)**

i. **Voted in favour of the resolution:**

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
0	0	0



ii. Voted against the resolution:

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
0	0	0

iii. Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
0	0

c) Resolution 3 - To appoint a director in place of Mr. Udai Bhan Singh (DIN-06650869), who retires by rotation and being eligible offers himself for re-appointment as Independent Director.(Ordinary Resolution)

i. Voted in favour of the resolution:

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
0	0	0

ii. Voted against the resolution:

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
0	0	0

iii. Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
0	0





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- d) Resolution 4 - To ratify the appointment of M/s S.R. Gupta and Co., Chartered Accountants as statutory auditors of the Company and fix their remuneration. (Ordinary Resolution)

i. Voted in favour of the resolution:

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
0	0	0

ii. Voted against the resolution:

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
0	0	0

iii. Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
0	0

- e) Resolution 5 - To appoint Mrs. Meena Singh (DIN-02775239), as a Women Director. (Ordinary Resolution)

i. Voted in favour of the resolution:

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
0	0	0

ii. Voted against the resolution:

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
0	0	0





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iii. Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
0	0

f) Resolution 6 - To appoint Mr. Ram Chandra Gaur (DIN-02317264) as an Independent Director.(Ordinary Resolution)

i. Voted in favour of the resolution:

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
0	0	0

ii. Voted against the resolution:

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
0	0	0

iii. Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
0	0

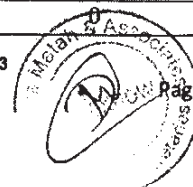
a) Resolution 7 - To appoint Mr. Anil Kumar Singh (DIN: 00225518) as a Managing Director. (Special Resolution)

i. Voted in favour of the resolution:

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
0	0	0

ii. Voted against the resolution:

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
0	0	0





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iii. Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
0	0

b) Resolution 8 - To appoint Mr. Udayan Singh (DIN: 00189219) as Whole Time Director. (Special Resolution)

i. Voted in favour of the resolution:

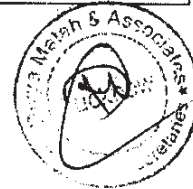
Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
0	0	0

ii. Voted against the resolution:

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
0	0	0

iii. Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
0	0





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Annexure-2

**Results of Voting through physical ballot conducted at the 30th Annual General Meeting of
LINAKS MICRO ELECTRONICS LIMITED**

1. The result of the poll conducted through ballot at meeting is as under:

a) **Resolution 1 - To receive, consider and adopt the Audited Balance Sheet as at 31st March 2015, the Profit and Loss Account for the year ended on that date and the Reports of the Directors and Auditors thereon. (Ordinary Resolution)**

i. **Voted in favour of the resolution:**

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
0	0	0

ii. **Voted against the resolution:**

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
0	0	0

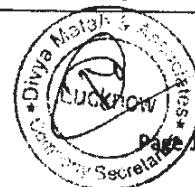
iii. **Invalid votes :**

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
0	0

b) **Resolution 2 -To appoint a director in place of Mr. Udayan Singh (DIN 00189219), who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution)**

i. **Voted in favour of the resolution:**

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
0	0	0





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ii. Voted against the resolution:

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
0	0	0

iii. Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
0	0

- c) Resolution 3 - To appoint a director in place of Mr. Udai Bhan Singh (DIN-06650869), who retires by rotation and being eligible offers himself for re-appointment as Independent Director.(Ordinary Resolution)

i. Voted in favour of the resolution:

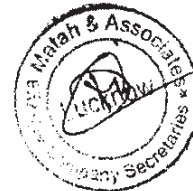
Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
0	0	0

ii. Voted against the resolution:

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
0	0	0

iii. Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
0	0



- d) **Resolution 4 - To ratify the appointment of M/s S.R. Gupta and Co., Chartered Accountants as statutory auditors of the Company and fix their remuneration. (Ordinary Resolution)**

i. **Voted in favour of the resolution:**

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
0	0	0

ii. **Voted against the resolution:**

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
0	0	0

iii. **Invalid votes :**

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
0	0

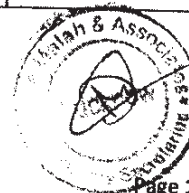
- e) **Resolution 5 - To appoint Mrs. Meena Singh (DIN-02775239), as a Women Director.(Ordinary Resolution)**

i. **Voted in favour of the resolution:**

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
0	0	0

ii. **Voted against the resolution:**

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
0	0	0



iii. Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
0	0

f) Resolution 6 - To appoint Mr. Ram Chandra Gaur (DIN-02317264) as an Independent Director.(Ordinary Resolution)

i. Voted in favour of the resolution:

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
0	0	0

ii. Voted against the resolution:

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
0	0	0

iii. Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
0	0

a) Resolution 7 - To appoint Mr. Anil Kumar Singh (DIN: 00225518) as a Managing Director. (Special Resolution)

i. Voted in favour of the resolution:

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
0	0	0

ii. Voted against the resolution:

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
0	0	0



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iii. Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
0	0

b) Resolution 8 - To appoint Mr. Udayan Singh (DIN: 00189219) as Whole Time Director. (Special Resolution)

i. Voted in favour of the resolution:

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
0	0	0

ii. Voted against the resolution:

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
0	0	0

iii. Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
0	0



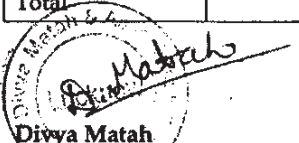
Consolidated Results of remote E-Voting & Voting conducted through physical ballot at the 30th Annual General Meeting of LINAKS MICRO ELECTRONICS LIMITED

Particulars	Number of Votes Contained in			Percentage
	Remote E votes	Poll through physical Ballots at AGM	TOTAL	
Item No. 1:				
To receive, consider and adopt the Audited Balance Sheet as at 31st March 2015, the Profit and Loss Account for the year ended on that date and the Reports of the Directors and Auditors thereon. (Ordinary Resolution)				
Assent	0	0	0	0
Dissent	0	0	0	0
Invalid	0	0	0	0
Total	0	0	0	0
Item No. 2:				
To appoint a director in place of Mr. Udayan Singh (DIN 00189219), who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution)				
Assent	0	0	0	0
Dissent	0	0	0	0
Invalid	0	0	0	0
Total	0	0	0	0
Item No. 3:				
To appoint a director in place of Mr. Udai Bhan Singh (DIN-06650869), who retires by rotation and being eligible offers himself for re-appointment as Independent Director.(Ordinary Resolution)				
Assent	0	0	0	0
Dissent	0	0	0	0
Invalid	0	0	0	0
Total	0	0	0	0
Item No. 4:				
To ratify the appointment of M/s S.R. Gupta and Co., Chartered Accountants as statutory auditors of the Company and fix their remuneration. (Ordinary Resolution)				
Assent	0	0	0	0
Dissent	0	0	0	0
Invalid	0	0	0	0
Total	0	0	0	0



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Item No. 5: To appoint Mrs. Meena Singh (DIN-02775239), as a Women Director, (Ordinary Resolution)				
Assent	0	0	0	0
Dissent	0	0	0	0
Invalid	0	0	0	0
Total	0	0	0	0
Item No. 6: To appoint Mr. Ram Chandra Gaur (DIN-02317264) as an Independent Director. (Ordinary Resolution)				
Assent	0	0	0	0
Dissent	0	0	0	0
Invalid	0	0	0	0
Total	0	0	0	0
Item No. 7: To appoint Mr. Anil Kumar Singh (DIN: 00225518) as a Managing Director. (Special Resolution)				
Assent	0	0	0	0
Dissent	0	0	0	0
Invalid	0	0	0	0
Total	0	0	0	0
Item No. 8: To appoint Mr. Udayan Singh (DIN: 00189219) as Whole Time Director. (Special Resolution)				
Assent	0	0	0	0
Dissent	0	0	0	0
Invalid	0	0	0	0
Total	0	0	0	0


Divya Matah
Proprietor
Divya Matah & Associates
Company Secretaries
M No. - 31186, C.P. - 11719
Date: 3rd October, 2015