



# A.S.RAMKUMAR & ASSOCIATES

Company Secretaries

MGT-13

## SCRUTINIZER'S REPORT

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014]

Dated: 24<sup>th</sup> September 2014

To,  
The Chairman  
Allsoft Corporation Limited  
Secunderabad

**Sub :- Report of Scrutinizer, on e voting and Ballot at 23<sup>rd</sup> Annual General Meeting of the Members of ALLSOFT CORPORATON LIMITED, held on 23<sup>rd</sup> September 2014 at 11.00 AM at the 91, Bhuvana Towers, S D Road, Secunderabad.**

Dear Sir,

I, A.S. Ramkumar, company secretary in practise, representing A.S. Ramkumar & Associates, company secretaries having office at 1C, 1st Floor, Yeturu Towers, 6-2-47, Lane Adj to PTI Building, A C Guards, Hyderabad – 500 004, have been appointed as a Scrutinizer of Allsoft Corporation Limited (“the Company”) for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of the Companies Act,2013 and Rule 20 of the Companies (Management and Administration) Rules,2014 on the below mentioned resolutions, at the 23<sup>rd</sup> Annual General Meeting of the Members of Allsoft Corporation Limited, held on 23<sup>rd</sup> September 2014 at 11.00 AM at 91, Bhuvana Towers, S D Road, Secunderabad, I submit my report as under:

1. The e-voting period remained open from 20<sup>th</sup> September, 2014 (9.00A.M) to 22<sup>nd</sup> September, 2014 (6.00 P.M)
2. The shareholders holding shares as on the “cut off “ date i.e., 22<sup>nd</sup> August, 2014 were entitled to vote on the proposed resolutions (Item Nos. 1 to 9 as set out in the Notice of the 23<sup>rd</sup> AGM of Allsoft Corporation Limited).
3. The votes cast in e voting process were unblocked on 22<sup>nd</sup> September, 2014 around 06.30 PM, in the presence of two witnesses, who are not in the employment of the Company. They have signed below in confirmation of the voting being unblocked in their presence. Further, no shareholders have abstained from voting.

A.S. Ramkumar (Secretary)



4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of CDSL (www.evotingindia.com).

I now submit a Scrutinizer Report as per Rule 20 of the Companies (Management and Administration) Rules, containing the following results for every resolution under E-voting & Physical Voting as below:

Resolution No.	Type of Resolution	Resolution	Resolution Passed / Not Passed
1	Ordinary	To consider and adopt the Profit and Loss Account for the year ended 31 <sup>st</sup> March 2014, the Balance Sheet as at that date and the Reports of the Directors and Auditors	Passed with requisite majority
2	Ordinary	To appoint a Director in the place of Mr.Ajay Chauhan (DIN 00629472)	Passed with requisite majority
3	Ordinary	To Appoint M/s P.Murali & Co as Statutory Auditors to hold office till conclusion of Next AGM at a remuneration to be decided by Board of Directors	Passed with requisite majority
4	Ordinary	To Appoint Mrs.Ranganathan Vathsala (DIN00006028) as Independent Director	Passed with requisite majority
5	Ordinary	To Appoint Mr.Venkataraman Kannan (DIN00009693)as Independent Director	Passed with requisite majority
6	Ordinary	To Appoint Mr.C Jagan Mohan Reddy (DIN00607890) as Independent Director	Passed with requisite majority
7	Ordinary	To Appoint Mr.K B S Raja Reddy(DIN 01760909) as Independent Director	Passed with requisite majority
8	Ordinary	To Appoint Mr.M G G Naidu(DIN 01895766) as Independent Director	Passed with requisite majority
9	Special	To Appoint Mr. B Srinivas(DIN 06502672) as Managing Director	Passed with requisite majority

A Consolidated detailed voting is given as Annexure to this Report. I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically, in respect of the votes cast through e-voting by the Shareholders of the Company. The register and all other papers, records shall remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter return the same.

A. S. Ravi Kumar



You may accordingly declare the results of voting as all the resolutions passed with the requisite majority.

Thanking you

Yours faithfully

For A.S.RAMKUMAR & ASSOCIATES

*A.S. Ram Kumar*

A.S.RAMKUMAR

Partner

M.No.14578, C.P.No.9228

Place: Hyderabad

Date: 24.09.2014



witness

1. *S. Sarojini*

(S. SAROJINI)

2. *C.P. Birkshapatli*

*Bhii*



**RESOLUTION 1: ORDINARY RESOLUTION - ADOPTION OF ANNUAL ACCOUNTS, ETC**

S.No.	Particulars	Number of Members Voted			Number of votes case by them			% of Total No. of valid
		E-Voting	Physical	Total	E-Voting	Physical	Total	
i	Votes in favor of the Resolution	13	21	34	699,900	12,045	711,945	100%
ii	Votes in against the Resolution	-	-	-	-	-	-	-
	<b>Total</b>	<b>13</b>	<b>21</b>	<b>34</b>	<b>699,900</b>	<b>12,045</b>	<b>711,945</b>	<b>100%</b>
iii	Invalid Votes	-	-	-	-	-	-	-
	<b>RESULTS</b>	<b>PASSED WITH REQUISITE MAJORITY</b>						

**RESOLUTION 2: ORDINARY RESOLUTION - APPOINTMENT OF MR. AJAI CHAUHAN RETIRING BY ROTATION**

S.No.	Particulars	Number of Members Voted			Number of votes case by them			% of Total No. of
		E-Voting	Physical	Total	E-Voting	Physical	Total	
i	Votes in favor of the Resolution	13	21	34	699,900	12,045	711,945	100%
ii	Votes in against the Resolution	-	-	-	-	-	-	-
	<b>Total</b>	<b>13</b>	<b>21</b>	<b>34</b>	<b>699,900</b>	<b>12,045</b>	<b>711,945</b>	<b>100%</b>
iii	Invalid Votes	-	-	-	-	-	-	-
	<b>RESULTS</b>	<b>PASSED WITH REQUISITE MAJORITY</b>						

**RESOLUTION 3: ORDINARY RESOLUTION - RE-APPOINTMENT OF AUDITORS AND FIXATION OF REMUNERATION**

S.No.	Particulars	Number of Members Voted			Number of votes case by them			% of Total No. of
		E-Voting	Physical	Total	E-Voting	Physical	Total	
i	Votes in favor of the Resolution	13	21	34	699,900	12,045	711,945	100%
ii	Votes in against the Resolution	-	-	-	-	-	-	-
	<b>Total</b>	<b>13</b>	<b>21</b>	<b>34</b>	<b>699,900</b>	<b>12,045</b>	<b>711,945</b>	<b>100%</b>
iii	Invalid Votes	-	-	-	-	-	-	-
	<b>RESULTS</b>	<b>PASSED WITH REQUISITE MAJORITY</b>						

**SPECIAL BUSINESS**

**RESOLUTION 4: ORDINARY RESOLUTION - APPOINTMENT OF MR. C. JAGAN MOHAN REDDY AS INDEPENDENT DIRECTOR**

S.No.	Particulars	Number of Members Voted			Number of votes case by them			% of Total No. of
		E-Voting	Physical	Total	E-Voting	Physical	Total	
i	Votes in favor of the Resolution	13	21	34	699,900	12,045	711,945	100%
ii	Votes in against the Resolution	-	-	-	-	-	-	-
	<b>Total</b>	<b>13</b>	<b>21</b>	<b>34</b>	<b>699,900</b>	<b>12,045</b>	<b>711,945</b>	<b>100%</b>
iii	Invalid Votes	-	-	-	-	-	-	-
	<b>RESULTS</b>	<b>PASSED WITH REQUISITE MAJORITY</b>						


  
 S. Mahumar & Associates Chartered Accountants

*A. B. Ray*

**RESOLUTION 5: ORDINARY RESOLUTION - APPOINTMENT OF MR.K.B.S. RAJA REDDY AS INDEPENDENT DIRECTOR**

S.No.	Particulars	Number of Members Voted			Number of votes case by them			% of Total No. of
		E-Voting	Physical	Total	E-Voting	Physical	Total	
i	Votes in favor of the Resolution	13	21	34	699,900	12,045	711,945	100%
ii	Votes in against the Resolution	-	-	-	-	-	-	-
	<b>Total</b>	<b>13</b>	<b>21</b>	<b>34</b>	<b>699,900</b>	<b>12,045</b>	<b>711,945</b>	<b>100%</b>
iii	Invalid Votes	-	-	-	-	-	-	-
	<b>RESULTS</b>	<b>PASSED WITH REQUISITE MAJORITY</b>						

**RESOLUTION 6: ORDINARY RESOLUTION - APPOINTMENT OF MRS.RANGANATHAN VATHSALA AS INDEPENDENT DIRECTOR**

S.No.	Particulars	Number of Members Voted			Number of votes case by them			% of Total No. of
		E-Voting	Physical	Total	E-Voting	Physical	Total	
i	Votes in favor of the Resolution	13	21	34	699,900	12,045	711,945	100%
ii	Votes in against the Resolution	-	-	-	-	-	-	-
	<b>Total</b>	<b>13</b>	<b>21</b>	<b>34</b>	<b>699,900</b>	<b>12,045</b>	<b>711,945</b>	<b>100%</b>
iii	Invalid Votes	-	-	-	-	-	-	-
	<b>RESULTS</b>	<b>PASSED WITH REQUISITE MAJORITY</b>						

**RESOLUTION 7: ORDINARY RESOLUTION - APPOINTMENT OF MR.VENKATARAMAN KANNAN AS INDEPENDENT DIRECTOR**

S.No.	Particulars	Number of Members Voted			Number of votes case by them			% of Total No. of
		E-Voting	Physical	Total	E-Voting	Physical	Total	
i	Votes in favor of the Resolution	13	21	34	699,900	12,045	711,945	100%
ii	Votes in against the Resolution	-	-	-	-	-	-	-
	<b>Total</b>	<b>13</b>	<b>21</b>	<b>34</b>	<b>699,900</b>	<b>12,045</b>	<b>711,945</b>	<b>100%</b>
iii	Invalid Votes	-	-	-	-	-	-	-
	<b>RESULTS</b>	<b>PASSED WITH REQUISITE MAJORITY</b>						

**RESOLUTION 8: ORDINARY RESOLUTION - APPOINTMENT OF MR.M.G.G.NAIDU AS INDEPENDENT DIRECTOR**

S.No.	Particulars	Number of Members Voted			Number of votes case by them			% of Total No. of
		E-Voting	Physical	Total	E-Voting	Physical	Total	
i	Votes in favor of the Resolution	13	21	34	699,900	12,045	711,945	100%
ii	Votes in against the Resolution	-	-	-	-	-	-	-
	<b>Total</b>	<b>13</b>	<b>21</b>	<b>34</b>	<b>699,900</b>	<b>12,045</b>	<b>711,945</b>	<b>100%</b>
iii	Invalid Votes	-	-	-	-	-	-	-
	<b>RESULTS</b>	<b>PASSED WITH REQUISITE MAJORITY</b>						

witness:

1. S. Suresh

A. J. Ravi Kumar

