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**DEVESH VIMAL & CO**  
PRACTISING COMPANY SECRETARIES

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SAYAJIGUNJ, VADODARA-390 020  
REGD. TRADEMARK AGENT

To  
Chairman,  
**WELTERMAN INTERNATIONAL LIMITED**  
**PLOT NO 1135 AT & POST-MANJUSAR,**  
**LAMDAPURA ROAD,**  
**TA-SAVLI, VADODARA,**  
**GUJARAT- 391775**

Dear Sir,

1. I, Devesh A. Pathak, Practising Company secretary in Practice, have been appointed as scrutinizer by
  - (i) the Board of Directors of **WELTERMAN INTERNATIONAL LIMITED** at its meeting held on 14<sup>th</sup> August, 2015 for the purpose of conducting the e-voting process in respect of all shareholders' resolutions to be passed at the 23<sup>rd</sup> Annual General Meeting (AGM) pursuant to Clause 35-B of the Listing Agreement read with the provisions of Section 108 of the Companies Act, 2013 ('the Act') and Rule 20 of the Companies (Management and Administration) Rules, 2014 ('the Rules') and
  - (ii) the Chairman of the 23<sup>rd</sup> Annual General meeting held on 24<sup>th</sup> September, 2015 to conduct a poll under the provisions of Section 109 and other applicable provisions, if any, of the Act read with Rule 21 of the Rules, in respect of the resolutions to be passed at the AGM of the members of the Company, held at the Regd. Office of the Company at PLOT NO 1135 AT & POST-MANJUSAR LAMDAPURA ROAD, TA-SAVLI, VADODARA, GUJARAT- 391775.
2. The management of the Company is responsible to ensure the compliance with the requirements of Clause 35- B of the Listing Agreement read with the Act and Rules relating to e-voting and poll in respect of the aforesaid resolutions. My responsibility as a scrutinizer for the e-voting process and for poll at AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on 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 and also at the time of poll at the AGM.

3. I have issued separate Scrutinizer's Report dated 27<sup>th</sup> September, 2015 on the e-voting (including ballots) separate report on the poll dtd. 27<sup>th</sup> September, 2015 on the poll on the aforesaid resolutions. I submit combined report for e-voting (including ballots) and poll pursuant to Rule 20 of the Rules in respect of aforesaid resolutions as follows:

Sr. No.	Particulars Ballots/E-Votes	Resolution-1 (Ordinary Resolution)						
		No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Votes	Total	Physical	Electronic	Total	
1	BALLOTS RECEIVED	20	0	20	33400	0	33400	100
2	LESS: INVALID BALLOTS	0	0	0	0	0	0	0
3	VALID BALLOTS	20	0	20	33400	0	33400	100
4	BALLOTS IN FAVOUR	20	0	20	33400	0	33400	100
5	BALLOTS AGAINST	0	0	0	0	0	0	0
	<b>TOTAL VALID BALLOTS</b>	20	0	20	<b>33400</b>	0	<b>33400</b>	<b>100</b>

Sr. No.	Particulars Ballots/E-Votes	Resolution-2 (Ordinary Resolution)						
		No. of Ballots in poll/Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Votes	Total	Physical	Electronic	Total	
1	BALLOTS RECEIVED	20	0	20	33400	0	33400	100
2	LESS: INVALID BALLOTS	0	0	0	0	0	0	0
3	VALID BALLOTS	20	0	20	33400	0	33400	100
4	BALLOTS IN FAVOUR	20	0	20	33400	0	33400	100
5	BALLOTS AGAINST	0	0	0	0	0	0	0
	<b>TOTAL VALID BALLOTS</b>	20	0	20	<b>33400</b>	0	<b>33400</b>	<b>100</b>



Sr. No.	Particulars Ballots/E-Votes	Resolution-3 (Ordinary Resolution)						
		No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Votes	Total	Physical	Electronic	Total	
1	BALLOTS RECEIVED	20	0	20	33400	0	33400	100
2	LESS: INVALID BALLOTS	0	0	0	0	0	0	0
3	VALID BALLOTS	20	0	20	33400	0	33400	100
4	BALLOTS IN FAVOUR	20	0	20	33400	0	33400	100
5	BALLOTS AGAINST	0	0	0	0	0	0	0
	<b>TOTAL VALID BALLOTS</b>	20	0	20	33400	0	33400	100

Sr. No.	Particulars Ballots/E-Votes	Resolution-4 (Ordinary Resolution)						
		No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Votes	Total	Physical	Electronic	Total	
1	BALLOTS RECEIVED	20	0	20	33400	0	33400	100
2	LESS: INVALID BALLOTS	0	0	0	0	0	0	0
3	VALID BALLOTS	20	0	20	33400	0	33400	100
4	BALLOTS IN FAVOUR	20	0	20	33400	0	33400	100
5	BALLOTS AGAINST	0	0	0	0	0	0	0
	<b>TOTAL VALID BALLOTS</b>	20	0	20	33400	0	33400	100



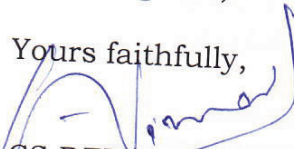
Sr. No.	Particulars	Resolution-5 (Ordinary Resolution)						
		No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Votes	Total	Physical	Electronic	Total	
1	BALLOTS RECEIVED	20	0	20	33400	0	33400	100
2	LESS: INVALID BALLOTS	0	0	0	0	0	0	0
3	VALID BALLOTS	20	0	20	33400	0	33400	100
4	BALLOTS IN FAVOUR	20	0	20	33400	0	33400	100
5	BALLOTS AGAINST	0	0	0	0	0	0	0
	<b>TOTAL VALID BALLOTS</b>	20	0	20	33400	0	33400	100

(4) I have handed over related papers/ registers and records for safe custody to Mr. Narendra Patel, Compliance Officer of the Company authorized by the Board to supervise the process.

(5) You may accordingly declare the result of voting.

Thanking You,

Yours faithfully,

  
CS DEVESH A. PATHAK  
Practising Company Secretary  
Membership no. 4559



Place: Vadodara  
Date: 27<sup>th</sup> September, 2015