



## **SCRUTINIZER'S REPORT**

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

**The Chairman**  
**Square Four Projects India Limited**  
**238A, A. J. C. Bose Road**  
**Suite No. 2B**  
**Kolkata - 700 020**

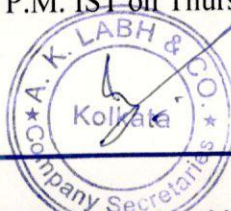
*Dear Sir,*

I, Atul Kumar Labh, Practicing Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with 24<sup>th</sup> Annual General Meeting of the members of “**Square Four Projects India Limited**” (“*Company*”) held on Friday, 23<sup>rd</sup> September, 2016 at Bharatiya Bhasha Parishad, 36A, Shakespeare Sarani, Kolkata-700017 at 11.30 A.M. for the purpose of scrutinizing the remote e-voting and voting through physical ballot process in a fair and transparent manner and ascertaining the requisite majority for the said votings as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, *as amended*, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting through physical ballot process on the resolutions contained in the Notice of the Annual General Meeting dated the 19<sup>th</sup> July, 2016. My responsibility as a scrutinizer for the remote voting process through electronic means and voting through physical ballots is restricted to make a Scrutinizer's Report of the votes cast “in favour” or “against” the resolutions, based on the reports generated from the e-voting system of Central Depository Services (India) Limited (CDSL) and of voting through physical ballots as provided by Niche Technologies, the agencies engaged by the Company to provide remote e-voting / physical ballot facilities.

I submit my report as under:

1. The remote e-voting period remained open from 9.00 A.M. IST on Tuesday, the 20<sup>th</sup> September, 2016 up to 5.00 P.M. IST on Thursday, the 22<sup>nd</sup> September, 2016.







2. The Shareholders holding shares as on the "cut off" date, i.e. 16<sup>th</sup> September, 2016 were entitled to vote on the proposed 5 (Five) resolutions as mentioned in the notice dated 19<sup>th</sup> July, 2016 of the Annual General Meeting of the Company.
3. The Company has also distributed the physical ballot forms at the venue of the Annual General Meeting to enable the shareholders to cast the votes physically in case the same has not been casted by them through remote e-voting.
4. The votes were unblocked on Friday, the 23<sup>rd</sup> September, 2016 around 2.00 PM after the completion of the Annual General Meeting in the presence of two witnesses, namely, Mr. Raju Chowdhury, residing at The C.A.B. Dr. B. C. Roy Club House, Eden Gardens, Kolkata - 700 021 and Mr. Biswarup Ganguly, residing at 27/2, Suren Tagore Road, Kolkata - 700019 who are not in employment of the Company.
5. The ballots which were incomplete and/or which were otherwise found defective have been treated as invalid.
6. The combined result of the remote e-voting [EVSN : 160813003] and votes casted through physical ballot papers distributed at the AGM venue are as under:

**<A> ORDINARY BUSINESS:****a) Resolution 1**

***Adoption of Audited Financial Statements and Audited Consolidated Financial Statements of the Company for the Financial year ended 31<sup>st</sup> March, 2016 and the Report of Directors and Auditors' thereon***

***(i) Voted in favour of the Resolution:***

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote e-voting	4	7320385	
Voting by ballot	47	74239	
<b>Total</b>	<b>51</b>	<b>7394624</b>	<b>99.99%</b>



**(ii) Voted against the Resolution:**

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote e-voting	1	200	
Voting by ballot	0	0	
<b>Total</b>	<b>1</b>	<b>200</b>	<b>0.01%</b>

**(iii) Invalid Votes:**

<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
0	0

**b) Resolution 2**

**Appointment of Director in place of Mr. Ganesh Kumar Singhania (DIN : 01248747) who retires by rotation and, being eligible, seeks re-appointment**

**(i) Voted in favour of the Resolution:**

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote e-voting	4	7320385	
Voting by ballot	47	74239	
<b>Total</b>	<b>51</b>	<b>7394624</b>	<b>99.99%</b>





# A. K. LABH

M.Com., MBA, FCS, ACMA (ICAI), ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
*Practicing Company Secretary*



# A. K. LABH & Co.

**Company Secretaries**

40, Weston Street, 3rd Floor, Kolkata - 700 013  
☎ (033) 2221-9381, 4063-0236, Fax : (033) 2221-9381  
Mobile : 98300-55689 / 98300-57689  
e-mail : aklabh@aklabh.com / aklabhcs@gmail.com  
Website : [www.aklabh.com](http://www.aklabh.com)

(ii) Voted **against** the Resolution:

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote e-voting	1	200	
Voting by ballot	0	0	
<b>Total</b>	<b>1</b>	<b>200</b>	<b>0.01%</b>

(iii) **Invalid Votes:**

<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
0	0

## c) **Resolution 3 - Ordinary Resolution**

**Appointment of Auditors and fixation of their remuneration**

(i) Voted **in favour** of the Resolution:

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote e-voting	4	7320385	
Voting by ballot	47	74239	
<b>Total</b>	<b>51</b>	<b>7394624</b>	<b>99.99%</b>



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(ii) Voted **against** the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1	200	
Voting by ballot	0	0	
<b>Total</b>	<b>1</b>	<b>200</b>	<b>0.01%</b>

(iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

<B> **SPECIAL BUSINESS:**

## d) **Resolution 4 - Ordinary Resolution**

**Confirmation of re-appointment of Mr. Ganesh Kumar Singhania (DIN : 01248747) as Managing Director**

(i) Voted in **favour** of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	7320385	
Voting by ballot	47	74239	
<b>Total</b>	<b>51</b>	<b>7394624</b>	<b>99.99%</b>





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e-mail : aklabh@aklabh.com / aklabhcs@gmail.com  
Website : www.aklabh.com

(ii) Voted **against** the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1	200	
Voting by ballot	0	0	
<b>Total</b>	<b>1</b>	<b>200</b>	<b>0.01%</b>

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

## e) Resolution 5 - Special Resolution

**Adoption of new set of Articles of Association of the Company**

(i) Voted **in favour** of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	7320385	
Voting by ballot	47	74239	
<b>Total</b>	<b>51</b>	<b>7394624</b>	<b>99.99%</b>



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Website : [www.aklabh.com](http://www.aklabh.com)

## (ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1	200	
Voting by ballot	0	0	
<b>Total</b>	<b>1</b>	<b>200</b>	<b>0.01%</b>

## (iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

- All the resolutions proposed hereinabove have been passed with requisite majority.
- The physical ballot forms, remote e-voting register and other related papers / registers and records shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to Company Secretary as authorised by the Board of Directors for safe keeping.

Thanking You,

Yours truly  
For A. K. LABH & Co.  
Company Secretaries

(CS A. K. LABH)  
Practicing Company Secretary  
FCS - 4848 / CP No. - 3238



Place: Kolkata  
Dated:





# A. K. LABH

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Practicing Company Secretary



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*Witness :*

1. *Raju chowdhury*

(Raju Chowdhury)

The C.A.B. Dr. B. C. Roy Club House,  
Eden Gardens, Kolkata - 700 021

2. *Biswarup Ganguly.*

(Biswarup Ganguly)

27/2, Suren Tagore Road  
Kolkata - 700 019

**Received the Report of the Scrutinizer**  
**For Square Four Projects India Limited**  
**SQUARE FOUR PROJECTS INDIA LTD.**

*(Aditya Tiwari)*  
**Company Secretary**  
**Company Secretary**