

COMPANY SECRETARIES

201-206, SHIV SMRITI, 2ND FLOOR, 49/A, DR ANNIE BESANT ROAD, ABOVE CORPORATION BANK, WORLI, MUMBAI-400 018
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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 Times Guaranty Limited

26th Annual General Meeting of the Members of Times Guaranty Limited held on Thursday, September 29, 2016 at Babasaheb Dahanukar Hall, Maharashtra Chamber of Commerce, Industry & Agriculture, 'Oricon House', 6th Floor, 12, K. Dubash Marg, Fort, Mumbai 400 001

Dear Sir,

I, Anshul Kumar Jain, Partner, M/s. Mehta & Mehta, Company Secretaries, appointed by the Board of Directors of Times Guaranty Limited ("the Company") to act as the Scrutinizer in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the process of remote e-voting and voting through ballot paper at the 26th Annual General Meeting (AGM) of the Company in respect of the Resolutions as set out in the Notice convening the AGM, do hereby submit my report as follows:

- The Resolutions were transacted through remote e-voting and voting at the AGM through ballot paper. For the purpose of remote e-voting, the Company engaged the services of Central Depository Services (India) Limited ("CDSL")
- Voting rights were reckoned on the paid-up value of shares registered in the name of the Members as on Thursday, September 22, 2016.
- The period for remote e-voting commenced on Monday, September 26, 2016 at 9.00 A.M. and ended on Wednesday, September 28, 2016 at 5.00 P.M. Remote e-voting was blocked by CDSL at 5.00 P.M. on September 22, 2016.
- 4. The facilities for voting through ballot papers were made available at the AGM venue for the members attending the meeting and who had not cast their vote through remote evoting. The ballot box kept at the AGM for this purpose was locked in my presence.
- After the conclusion of voting at the AGM venue, the locked ballot box was opened and the ballot papers were diligently scrutinized.
- The ballot papers were thereafter reconciled with the records maintained by the Company and the authorisations/ proxies lodged with the Company. The ballot papers which were





incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.

- 7. Further, the votes cast through remote e-voting were unblocked in the presence of two witnesses' Mr. Yash Goswami and Ms. Urmi Upadhyay, neither of whom are in the employment of the Company. The report on votes cast through remote e-voting was generated from CDSL's e-voting website www.evotingindia.com
- The consolidated results of remote e-voting and voting through ballot paper at the AGM are enclosed as Annexure to this report.

Thanking you, Yours' faithfully,

Kumar Jain Scrutinker

FCS No

: 5547

CP No

: 13181

: Mumbai

: September 30, 2016

Enclosed: Annexure

We the undersigned have witnessed that the votes cast through remote e-voting were unblocked from CDSL's e-voting website www.evotingindia.com in our presence on Thursday, September 29, 2016.

: Yash Goswami

Address: 16, Amrut Nagar CHS, M. B.

Estate, Agashi Road, Virar (W) -

Name

Urmi Upadhyay

Address

Sec-2, B-9, 302, Shanti Nagar,

Mira Road (East), PIN-401107

Countersigned by

Sivakumar Sundaram

Times Guaranty Limited

Item No. 1 Ordinary Kesolution

Board of Directors and Auditors thereon. Audited Balance sheet as at March31, 2016, the Statement of Profit and Loss for the year ended on that date and the reports of the To consider and adopt the Audited Financial Statementsof the Company for the financial year ended March 31,2016 including the

	Remot	Remote e-voting	Voting throug	Voting through polling paper at the AGM	Consol	Consolidated voting results	sults
Particulars	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Shares for voted which votes	Total number of Shares for which votes	Total number Percentage of of Shares for votes to total which votes number of valid
Voted in favour of the resolution	18	6,737,459	00	2,704	26	6,740,163	99,9985%
Votes against the resolution		100			1	100	0.0015%
Invalid votes/Abstain		,			,		

Item No. 2: Ordinary Resolution

appointment. To appoint a Director in place of Ms. Aashu Madhan (DIN: 07058431) who retires by rotation and being eligible, offers herself for re-

	Remot	Remote e-voting	Voting thr	Voting through polling paper at the AGM	Consol	Consolidated voting results	sults
Particulars	Number of Members who voted	Number of Number of Shares Members who for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	18	6,737,459	00	2,704	26	6,740,163	99.9985%
Votes against the resolution	1	100	,		1	100	0.0015%
Invalid votes/Abstain			6				2 12
				100	UARAN		えんま



Item No. 3: Ordinary Resolution

their remuneration. To ratify the appointment of the V. B. Goel & Co., Mumbai (Firm Registration No. 115906W), as the Statutory Auditors and to fix

Inva	Vot	Vote	Part	
Invalid votes/Abstain	Votes against the resolution	Voted in favour of the resolution	Particulars	
	1	18	Number of Members who voted	Remot
	100	6,737,459	Number of Number of Shares embers who for which votes cast	Remote e-voting
		8	Number of Members who voted	Voting thr
		2,704	Number of Shares for which votes cast	Voting through polling paper at the AGM
,	1	26	Total number of Members who voted	Conso
	100	6,740,163	Total number of Shares for which votes cast	Consolidated voting results
	0,0015%	99.9985%	otal number Percentage of of Shares for votes to total which votes number of valid cast votes cast	sults

Item No. 4: Ordinary Resolution

Company Regularization and Appointment of Ms. Mitu Samar Nath (DIN: 07244627), as a Non-executive Independent Director of the

Pa	Particulars	Remote Number of	Remote e-voting ther of Number of Shares	Me	Voting through polling paper at the AGM Number of Number of Shares for	Total nun	Consolidated voting results ther of of Shares for swho	sults Percentage of votes to total
		Number of Members who voted	nber of Number of Shares rs who for which votes cast	Me	Number of Shares for which votes cast		the second named in column 2 is not a se	mu
nes Vo	Voted in favour of the resolution	75	6,737,459	co	2,704	26	6,740,163	99.9985%
72 50	Votes against the resolution	1	100	1		1	100	0.0015%
5	Invalid votes/Abstain	,						-

Item No. 5: OrdinaryResolution

Revision in the remuneration of Ms. Anita Malusare, Manager categorized as Key Managerial Personnel (KMP) of the Company

	Remot	Remote e-voting	Voting thro	Voting through polling paper	Consol	Consolidated voting results	sults
Particulars	Number of Members who	nber of Number of Shares rs who for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	18	6,737,459	00	2,704	26	6,740,163	99.9985%
Votes against the resolution	1	100		,	1	100	0.0015%
Invalid votes/ Apsiain							



