

CS Sunil M. Dedhia
B. Com., A.C.A., F.C.S.

Sunil M. Dedhia & Co.
Company Secretaries
402, KamlaDevi Apartment,
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SCRUTINIZER'S REPORT (E-Voting)

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20 (3)(xi) of the Companies (Management and Administration) Rules, 2014]

September 26, 2014

To: The Chairman of 41st Annual General Meeting
of the members of **SHANTIVIJAY JEWELS LIMITED** (the Company)

Dear Sir,

1. I, CS Sunil M. Dedhia of Sunil M. Dedhia & Co., Company Secretaries, having office at 402, Kamladevi Apartment, N. M. Kale Marg, Agar Bazar, Dadar(West), Mumbai - 400028, was appointed as a Scrutinizer, inter alia, for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the agenda items including resolutions thereof contained in the notice convening 41st Annual General Meeting of Shantivijay Jewels Limited ("the Company") to be held on the 29th day of September, 2014 at 03:00 p.m. at Conference Hall, All India Institute of Local Self-Government, Sthanikraj Bhavan, C.D. Barfiwala Marg, Juhu Gali, Andheri (West), Mumbai 400 058 (AGM).
1. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice for the AGM of the members of the Company. My responsibility as a scrutinizer for the evoting process 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 National Securities Depository Limited, the authorized agency to provide e-voting facilities, engaged by the Company.
2. In this regard, I submit my report as under:-
 - a. The e-voting period remained open from 22nd September, 2014 (9:00 a.m.) to 24th September, 2014 (6:00 p.m.).

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- b. The shareholders holding shares as on the "cut off" date i.e. 22nd August, 2014 were entitled to vote on the proposed resolutions for Item Nos. 1 to 10 as set out in the Notice of the 41st AGM of SHANTIVIJAY JEWELS LIMITED.
- c. The votes were unblocked on 25th September, 2014, in the presence CS Manisha Gaikwad and Ms. Megha Shah at Mumbai, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

MP Gaikwad

CS Manisha P. Gaikwad

Megha

Ms. Megha Shah

4. Thereafter, the details containing *inter alia*, list of Equity Share Holders, who voted "for", or "against" each of the resolutions that were put to vote, were downloaded from the e-voting website of NSDL (www.evoting.nsdl.com) and based on such reports generated, the result of the e-voting is as under:

Resolution 1: Ordinary resolution for adoption of Financial Statements of the Company for the year ended 31st March, 2014 including audited Balance Sheet as at 31st March, 2014, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors' and Auditors' thereon

(i) Voted in favour of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
18	1369844	99.9996

(ii) Voted against the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
1	5	0.0004

(iii) Invalid Votes: (see note at the end)

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A.	1305367

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