

Form No. MGT- 13**Scrutinizers' Report**

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

The Chairman

69th Annual General Meeting of the Equity Shareholders of
Shreno Limited,

held on 11th day of August, 2014 at 4.00 p.m.

At "Sanskruti", Alembic Corporate Conference Centre,

Opp. Pragati Sahakari Bank Limited, Alembic Colony,

Vadodara - 390003

Dear Sir,

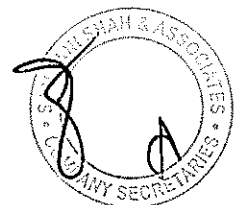
I, S. Samdani, Partner of M/s Samdani Shah & Associates, Company Secretaries, having office at 103 Tanishq Complex, Opp. SBI Urmi Branch, Productivity Road, Vadodara-390020, appointed as a Scrutinizer of Shreno Limited ("the Company") for the purpose of poll taken on the below mentioned resolution(s), at the 69th Annual General Meeting of the Equity Shareholders of Shreno Limited, held on 11th day of August, 2014 at 4.00 p.m., at "Sanskruti", Alembic Corporate Conference Centre, Opp. Pragati Sahakari Bank Limited, Alembic Colony, Vadodara – 390003. I submit the report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the poll is as under:

1. Adoption of Financial Statements for the year ended on 31st March, 2014

(i) Voted in favour of the resolution:

Number	of	members	Number of votes cast	% of total number of
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present and voting (in person or by proxy)	by them	valid votes cast
2	300	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
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(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	0

2. Re-appointment of Ms. Yera Amin, who retires by rotation

(i) Voted in favour of the resolution:

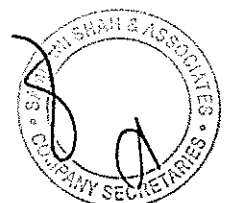
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	300	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
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(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	0



3. Appointment of M/s. K.C. Mehta & Co., Chartered Accountants, as Independent Auditors and fixing their remuneration

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	300	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
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(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	0

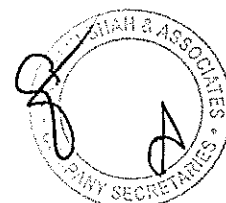
4. Appointment of Mr. C.R. Mukherjee as an Independent Director for a term of 5 years

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	300	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
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(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	0

5. Appointment of Mr. Mayur Jadeja as an Independent Director for a term of 5 years

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	300	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
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(iii) Invalid Votes:

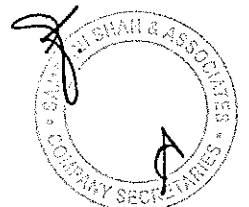
Total number of members whose votes were declared invalid	Total number of votes cast by them
1	0

6. To enhance borrowing powers of Board of Directors from Rs 150 Crores to Rs 750 Crores

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	300	100%

(ii) Voted against the resolution:



Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
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(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	0

7. To approve creation of charge/security over the assets/undertaking of the company, both present and future, in respect of borrowings.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	300	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
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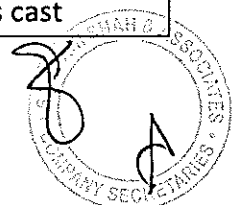
(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	0

8. To approve alteration of Articles of Association

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast



person or by proxy)		
2	300	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
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(iii) Invalid Votes:

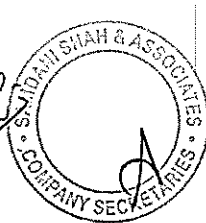
Total number of members whose votes were declared invalid	Total number of votes cast by them
1	0

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking You,

S. Samdani
Partner

Samdani Shah & Asso.
Company Secretaries
COP# 2863
Membership # 3677



Place : Vadodara

Dated: 11/08/2014