

To,
Shri Chirayu Amin
Chairman
70th Annual General Meeting of the Equity Shareholders of Shreno Limited
Held on the 21st day of August, 2015 at 12:30 p.m.
At "Sanskriti", Alembic Corporate Conference Center,
Opp. Pragati Sahakari Bank Limited,
Alembic Colony,
Vadodara - 390 003.

Scrutinizer's Report on Poll including voting by Electronic Means in respect of passing of the resolutions contained in the Notice dated May 11, 2015.

Dear Sir,

I, S. Samdani, Partner, M/s Samdani Shah & Associates, Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of Shreno Limited (the Company), for the purpose of scrutinizing the poll taken on the below mentioned resolution(s), including the remote e-voting process, at the 70th Annual General Meeting of the Equity Shareholders of **Shreno Limited**, held on Friday, 21st August, 2015, at 12:30 p.m.

The Management of the company is responsible to ensure compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the Rules made there under relating to the Poll including remote e-voting. My responsibility as a Scrutinizer is restricted to give a consolidated report on the votes cast by the members for the resolutions contained in the Notice dated 11th May, 2015, based upon:

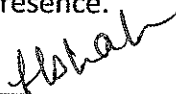
- a) the report generated from the e-voting platform provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the company to provide e-voting facilities for e-voting and;
- b) the scrutiny of the Physical Polling papers received at the 70th Annual General Meeting.

1. I, submit my report as under:

- 1.1 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.
- 1.2 The locked ballot box was subsequently opened by me in the presence of two witnesses namely Ms. Hiral Shah residing at 01, Shrinath Duplex, Near Nutan Vidhyalaya, Chankyapuri, New Sama Road, Vadodara-390 007 and Ms. Komal Tiwari, residing at Type-II,138, Sayajipura, Manibhai Park, Ajwa Road, Vadodara - 390 019 and the poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the

Company and the authorizations / proxies lodged with the Company. Then the votes cast through remote e-voting were unblocked on 21st August, 2015 around 01.00 p.m. in the presence of above mentioned witnesses who are not in the employment of the Company.

The witnesses have signed below in confirmation of the ballot box being unlocked in their presence and also in confirmation of the remote votes being unblocked in their presence.



 Ms. Hirali Shah



 Ms. Komal Tiwari

1.3 The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

2. The result of the scrutiny of the above Poll voting including voting by electronic means in respect of passing of resolutions contained in notice dated 11th May, 2015 is as under:

2.1 **Resolution No.1:**

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2015 including Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss and the Cash Flow Statement 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:

Particulars (Mode of Voting)	Number of Members who voted	Number of Votes cast by them	% of the total number of valid votes cast
Poll	01	15	00.0004
Remote e-voting	61	4262613	99.9996
Total	62	4262628	100

(II) Voted against the Resolution:

Particulars (Mode of Voting)	Number of Members who voted	Number of Votes cast by them	% of the total number of valid votes cast
Poll	0	0	0
Remote e-voting	0	0	0
Total	0	0	0



(III) Invalid Votes:

Particulars (Mode of Voting)	Total number of members whose votes were declared invalid	Total number of votes cast by them
Poll	04	0
Remote e-voting	0	0
Total	04	0

2.2 **Resolution No.2:**

To appoint a Director in place of Mr. Chirayu R. Amin (DIN: 00242549), who retires by rotation and being eligible, offers himself for re-appointment:

(I) Voted in Favour of the Resolution:

Particulars (Mode of Voting)	Number of Members who voted	Number of Votes cast by them	% of the total number of valid votes cast
Poll	01	15	00.0004
Remote e-voting	61	4262613	99.9996
Total	62	4262628	100

(II) Voted against the Resolution:

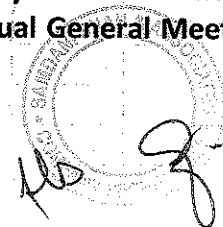
Particulars (Mode of Voting)	Number of Members who voted	Number of Votes cast by them	% of the total number of valid votes cast
Poll	0	0	0
Remote e-voting	0	0	0
Total	0	0	0

(III) Invalid Votes:

Particulars (Mode of Voting)	Total number of members whose votes were declared invalid	Total number of votes cast by them
Poll	04	0
Remote e-voting	0	0
Total	04	0

2.3. **Resolution No.3**

To ratify appointment of M/s. K. C. Mehta & Co., Chartered Accountants (FRN: 106237W) as Statutory Auditors of the Company in accordance with the resolution passed by the members at the 69th Annual General Meeting held on



11th August, 2014 and to authorize the Board of Directors to fix their remuneration:

(I) Voted in Favour of the Resolution:

Particulars (Mode of Voting)	Number of Members who voted	Number of Votes cast by them	% of the total number of valid votes cast
Poll	01	15	00.0004
Remote e-voting	61	4262613	99.9996
Total	62	4262628	100

(II) Voted against the Resolution:

Particulars (Mode of Voting)	Number of Members who voted	Number of Votes cast by them	% of the total number of valid votes cast
Poll	0	0	0
Remote e-voting	0	0	0
Total	0	0	0

(III) Invalid Votes:

Particulars (Mode of Voting)	Total number of members whose votes were declared invalid	Total number of votes cast by them
Poll	04	0
Remote e-voting	0	0
Total	04	0

2.4. **Resolution No.4:**

Ratification of Remuneration payable to Mr. H. R. Kapadia, Cost Accountant for the F.Y 2014-15

(I) Voted in Favour of the Resolution:

Particulars (Mode of Voting)	Number of Members who voted	Number of Votes cast by them	% of the total number of valid votes cast
Poll	01	15	00.0004
Remote e-voting	61	4262613	99.9996
Total	62	4262628	100



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

Particulars (Mode of Voting)	Number of Members who voted	Number of Votes cast by them	% of the total number of valid votes cast
Poll	0	0	0
Remote e-voting	0	0	0
Total	0	0	0

(III) **Invalid** Votes:

Particulars (Mode of Voting)	Total number of members whose votes were declared invalid	Total number of votes cast by them
Poll	04	0
Remote e-voting	0	0
Total	04	0

2.5. **Resolution No.5:**

To Ratify Remuneration Payable to M/s Santosh Jejurkar & Associates, Cost Accountant, appointed as Cost Auditor for the F.Y. 2015-16:

(I) Voted **in Favour** of the Resolution:

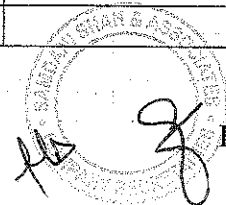
Particulars (Mode of Voting)	Number of Members who voted	Number of Votes cast by them	% of the total number of valid votes cast
Poll	01	15	00.0004
Remote e-voting	61	4262613	99.9996
Total	62	4262628	100

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

Particulars (Mode of Voting)	Number of Members who voted	Number of Votes cast by them	% of the total number of valid votes cast
Poll	0	0	0
Remote e-voting	0	0	0
Total	0	0	0

(III) **Invalid** Votes:

Particulars (Mode of Voting)	Total number of members whose votes were declared invalid	Total number of votes cast by them
Poll	04	0
Remote e-voting	0	0
Total	04	0



2.6. **Resolution No.6:**

Approval of Remuneration to Mr. Nitin Bhave whole time director of the Company for the year 2014-15 and for the remaining tenure of his Appointment:

(I) Voted in Favour of the Resolution:

Particulars (Mode of Voting)	Number Members voted	of who	Number of Votes cast by them	% of the total number of valid votes cast
Poll		01	15	00.0004
Remote e-voting		61	4262613	99.9996
Total		62	4262628	100

(II) Voted against the Resolution:

Particulars (Mode of Voting)	Number Members voted	of who	Number of Votes cast by them	% of the total number of valid votes cast
Poll		0	0	0
Remote e-voting		0	0	0
Total		0	0	0

(III) Invalid Votes:

Particulars (Mode of Voting)	Total number of members whose votes were declared invalid	Total number of votes cast by them
Poll	04	0
Remote e-voting	0	0
Total	04	0

2.7. **Resolution No.7:**

Re-appointment of Mr. Nitin Bhave as Whole Time Director of the Company

(I) Voted in Favour of the Resolution:

Particulars (Mode)	Number Members voted	of who	Number of Votes cast by them	% of the total number of valid votes cast
Poll		01	15	00.0004
Remote e-voting		61	4262613	99.9996
Total		62	4262628	100

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

Particulars (Mode)	Number of Members who voted	Number of Votes cast by them	% of the total number of valid votes cast
Poll	0	0	0
Remote e-voting	0	0	0
Total	0	0	0

(III) **Invalid** Votes:

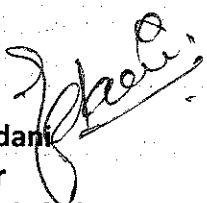
Particulars (Mode)	Total number of members whose votes were declared invalid	Total number of votes cast by them
Poll	04	0
Remote e-voting	0	0
Total	04	0

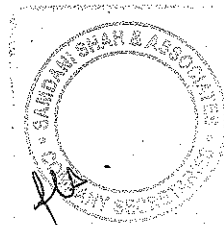
Note: Figures in percentage have been rounded off to 4 decimal points.

3. The resolutions are passed with requisite majority.
4. The electronic data along with the poll papers and all the other relevant records relating to e-voting and the Poll papers received are under my safe custody and will be handed over to the Company Secretary / Chairman duly authorized by the Board for preserving safely after the Chairman signs the minutes.
5. All the four invalid Ballot papers received were blank without any details mentioned.

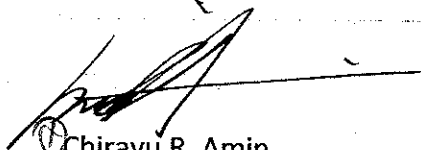
Thanking you,

Yours Faithfully,


S. Samdani
Partner
Samdani Shah & Asso.
Company Secretaries
CP # 2863



Countersigned By:
For Shreno Limited


Chirayu R. Amin
Chairman

Date: August 21, 2015
Place: Vadodara