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FORM NO. MGT-13

Scrutinizer's Report

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

To,

The Chairman Of Sulabh Engineers and Services Limited,

The **33rd Annual General Meeting** of the Shareholders of **Sulabh Engineers and Services Limited**, held on **Friday, 16th September, 2016 at 01:00 P.M.** at 206, 2ndFloor, Apollo Complex Premises Coop Society, RK Singh Marg, Parsi Panchyat Road, Andheri, Mumbai- 400069

Dear Sir,

I, Dr. S. K. Jain, Practicing Company Secretary, appointed as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44(3) of the SEBI (Listing Obligations Disclosures Requirements) Regulations, 2015 for the purpose of Scrutinizing the remote e-voting and voting by poll taken at the **33rd Annual General Meeting** of the Equity Shareholders of **Sulabh Engineers and Services Limited**, held on **Friday, 16th September, 2016 at 01:00 P.M.** at 206, 2ndFloor, Apollo Complex Premises Coop Society, RK Singh Marg, Parsi Panchyat Road, Andheri, Mumbai- 400069 submit my report as under:

A. Relating to E-Voting:

1. The Remote E-Voting period remained open from 9:00 A.M. on Tuesday, 13th September, 2016 up to 5.00 P.M. on Thursday, 15th September, 2016.
2. The Remote E-Voting was unblocked on 16th September, 2016 at 05:18 P.M. in presence of two witnesses who were not in the employment of the Company.


Name: Miss Uma Bohra


Name: Miss Geeta Vandur



B. Relating to voting by Poll:

1. Members present through Authorized Representatives	5
Members present in person	11
Members who cast vote through Poll	7
Members who had cast vote through Remote E-voting but present in meeting. However, he did not cast his vote through Poll	1

2. 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 mark placed by me.
3. 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.

C. Result of E-Voting and Poll:

1. The voting rights were reckoned as on 9th September, 2016, being cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the meeting.
2. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked. The ballot box was opened and polling papers were removed and examined.
3. Thereafter, the details of equity shareholders, who voted for or against was extracted from the polling papers and the list of equity shareholders who voted "For" or "Against" were downloaded from the E-Voting website of Central Depository Services Limited (CSDL) (<https://www.evotingindia.com>)
4. The combined result of remote E-voting and poll is as under



VOTING RESULTS

Date of the AGM/EGM	16 th September, 2016
Total number of shareholders on record date	737
No. of shareholders present in the meeting either in person or through proxy:	16
Promoters and Promoter Group:	1
Public:	15
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	0
Public:	0

Agenda-wise disclosure

Item No. 1 – To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended 31st March, 2016 and the Report of the Board of Directors and Auditors Report thereon:

Resolution Required:					Ordinary Resolution			
Whether promoter / promoter groups are interested in the agenda / resolution:					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	25683437	25683437	100	25683437	0	100	0
	Poll		0	0	0	0	0	0
	Total	25683437	25683437	100	25683437	0	100	0
Public – Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public - Non Institutions	E-Voting	74791563	12617838	16.8706	12617838	0	100	0
	Poll		4006	0.0053	4006	0	100	0
	Total	74791563	12621844	16.8760	12621844	0	100	0
Total		100475000	38305281	38.1242	38305281	0	100	0



Item No. 2 – To re-appoint Mrs. Seema Mittal (DIN- 06948908) Director, who retires by rotation and being eligible, offers herself for reappointment.

Resolution Required:					Ordinary Resolution			
Whether promoter / promoter groups are interested in the agenda / resolution:					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	25683437	25683437	100	25683437	0	100	0
	Poll		0	0	0	0	0	0
	Total	25683437	25683437	100	25683437	0	100	0
Public – Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public - Non Institutions	E-Voting	74791563	12617838	16.8706	12617838	0	100	0
	Poll		4006	0.0053	4006	0	100	0
	Total	74791563	12621844	16.8760	12621844	0	100	0
Total		100475000	38305281	38.1242	38305281	0	100	0



Item No. 3 - To ratify appointment of M/S Satish Soni Co., Chartered Accountants (M.N. 044391), as Statutory Auditors of the Company and to authorize the Board of Directors to fix their remuneration for the financial year ending 2017 as Ordinary Resolution:

Resolution Required:					Ordinary Resolution			
Whether promoter / promoter groups are interested in the agenda / resolution:					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} \times 100$	(7) = $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	E-Voting	25683437	25683437	100	25683437	0	100	0
	Poll		0	0	0	0	0	0
	Total	25683437	25683437	100	25683437	0	100	0
Public - Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public - Non Institutions	E-Voting	74791563	12617838	16.8706	12617838	0	100	0
	Poll		4006	0.0053	4006	0	100	0
	Total	74791563	12621844	16.8760	12621844	0	100	0
Total		100475000	38305281	38.1242	38305281	0	100	0



Item No. 4 - To regularize & appoint Mrs. Sudeepti Srivastava (DIN- 069799356) as the Director of the Company as Ordinary Resolution:

Resolution Required:					Ordinary Resolution			
Whether promoter / promoter groups are interested in the agenda / resolution:					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = $\frac{[(2)/(1)] \times 100}{100}$	(4)	(5)	(6) = $\frac{[(4)]}{[(2)]} \times 100$	(7) = $\frac{[(5)]}{[(2)]} \times 100$
Promoter and Promoter Group	E-Voting	25683437	25683437	100	25683437	0	100	0
	Poll		0	0	0	0	0	0
	Total	25683437	25683437	100	25683437	0	100	0
Public - Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public - Non Institutions	E-Voting	74791563	12617838	16.8706	12617838	0	100	0
	Poll		4006	0.0053	4006	0	100	0
	Total	74791563	12621844	16.8760	12621844	0	100	0
Total		100475000	38305281	38.1242	38305281	0	100	0



Item No. 5 - To consider and determine the fees for delivery of any document through a particular mode of delivery to a member as Ordinary Resolution:

Resolution Required:					Ordinary Resolution			
Whether promoter / promoter groups are interested in the agenda / resolution:					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	25683437	25683437	100	25683437	0	100	0
	Poll		0	0	0	0	0	0
	Total	25683437	25683437	100	25683437	0	100	0
Public - Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public - Non Institutions	E-Voting	74791563	12617838	16.8706	12617838	0	100	0
	Poll		4006	0.0053	4006	0	100	0
	Total	74791563	12621844	16.8760	12621844	0	100	0
Total		100475000	38305281	38.1242	38305281	0	100	0

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.

Yours Faithfully,



Name and Signature of the Scrutinizer

[Signature]

Dr. S. K. Jain
Practicing Company Secretary
COP No. - 3076

Place: Mumbai

Date: 16/09/2016