

RAKESH BISHT & COMPANY
Company Secretaries

Block No. 44, H. No. S-1,
Kalyan Vas, Delhi-110091
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Report of Scrutinizer

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

To,

The Chairperson

Court Convened Meeting of Shareholders
Aashee Infotech Limited
A-48/40, DLF Phase-I,
Gurgaon, Haryana-122002.

Dear Sir,

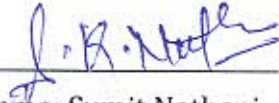
1. We, **Rakesh Bisht & Co. Company Secretaries**, appointed by the Board of Directors of **Aashee Infotech Limited** as Scrutinizer for the purpose of the scrutinizing the e-voting process in a fair and transparent manner and also for ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the notice of the **Scheme of Amalgamation/Arrangement** between Jatalia Global Ventures Limited, Lusa Private Limited, Jatalia Industrial Park Private Limited, Surya Soft-Tech Limited and Aashee Infotech Limited and their respective Shareholders for which meeting to be held on **5th September, 2014** at **HUDA Gymkhana Club, Sector-4, Gurgaon, Haryana-122001.**
2. 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 of the Scheme of Amalgamation/Arrangement of Shareholders of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favor" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by **Central Depository Services**



(India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company.

3. Further for the above, I submit my report as under:

- a. In accordance with the Notice of Scheme of Amalgamation/Arrangement of Shareholders of the Company sent on 9th August, 2014, the e-voting period commenced on **Saturday, 30th August, 2014 at 10.00 a.m. to Monday, 1st September, 2014 at 5.00 p.m.**
- b. The shareholders of the Company as on the "cut-off date" i.e. **7th August, 2014** were entitled to vote on the resolutions (item no. 1 to 2 as set out in the notice of the Scheme of Amalgamation/Arrangement of the Company).
- c. The votes cast were unblocked on 2nd September, 2014 in the presence of 2 witnesses Mr. Sumit Nathani and Mr. Ajay kumar, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Sumit Nathani



Name: Ajay kumar

- d. Thereafter, the details containing *inter-alia*, list of Shareholders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of **Central Depository Services (India) Limited** i.e. www.evotingindia.co.in and based on such report generated, the result of the e-voting is as under:

Item No. 1

(i) Voted **in favor** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favor/Against)
4	5,62,970	15.19

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid votes:**



Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

Item No. 2

(i) Voted **in favor** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favor/Against)
4	5,62,970	15.19

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

The relevant records relating to electronic voting shall remain in our safe custody until the Chairperson considers, approves and signs the minutes of the Court Convened Meeting of the Shareholders of the Company and the same shall thereafter be handed over to the Company Secretary for safe keeping.

Thanking you.

Yours faithfully,

For **Rakesh Bisht & Co.,**
Company Secretaries

Rakesh Bisht

Rakesh Bisht
Membership No. 31834
C.P. No. 12236
Date: 04.09.2014
Place: Delhi



RAKESH BISHT & COMPANY
Company Secretaries

Block No. 44, H. No. S-1,
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FORM No. MGT-13

Report of Scrutinizer(s)

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

To,
The Chairperson
Court Convened Meeting of Shareholders
Aashee Infotech Limited
A-48/40, DLF Phase-I,
Gurgaon, Haryana-122002.

Dear Sir,

We, **Rakesh Bisht & Co., Company Secretaries**, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s) at the Court Convened Meeting of the Scheme of the Shareholders of Aashee Infotech Limited, held on 5th September, 2014 at 11:00 a.m., submit our report as under:

1. After the time fixed for closing of the poll by the Chairperson, a ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were 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:

(a) Resolution No. 1- approval of Scheme of Amalgamation/Arrangement

(i) Voted in favour of the Resolution:

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
6	201338	5.43%

(ii) Voted against of the Resolution:

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

(iii) Invalid Votes:

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
12	313920	8.47%

(b) Resolution No. 2- approval of reduction of Share Capital

(i) Voted in favour of the Resolution:

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
6	201338	5.43%

(ii) Voted against of the Resolution:

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



(iii) **Invalid Votes:**

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
12	313920	8.47%

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 authorized by the Board for safe Keeping.

Thanking You.

Yours faithfully,

**For Rakesh Bisht & Co.,
Company Secretaries**

Rakesh Bisht

**Rakesh Bisht
Memb No. 31834
COP No. 12236**

Place: Gurgaon
Date: 05/09/2014

