

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 and Companies (Management and Administration) Amendments Rules, 2016]

To,
The Chairman
of 35th Annual General Meeting of
Spotlight Vanijya Limited,
2, Red Cross Place
Kolkata- 700 001

35th Annual General Meeting (AGM) of Equity Shareholders of Spotlight Vanijya Limited held on Saturday, September 29, 2018 at 11.00 a.m. at 2 Red Cross Place, Kolkata- 700001

Dear Sir,

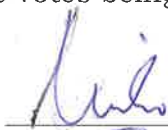
I, Tapan Kumar Banerjee., Practicing Company Secretary, appointed as a Scrutinizer by the Board of Directors of Spotlight Vanijya Limited. ("the company") for the purpose of scrutinizing the remote e-voting and voting through ballot papers in a fair and transparent manner and ascertaining the requisite majority of e-voting and voting through ballot papers, carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Amended Rules, 2016 on the below mentioned resolution(s), at the 35th Annual General Meeting of the Equity Shareholders of Spotlight Vanijya Limited, held on Saturday, September 29, 2018 at 11.00 a.m. at 2 Red Cross Place, Kolkata- 700001.

The Management of the Company is responsible to ensure the Compliance of the requirement of the Companies Act, 2013 and the rules relating to voting through electronic means (by remote e-voting) and ballot paper on the resolutions contained in the notice of the 34th Annual General Meeting of the Company. My responsibility as a scrutinizer is to ensure that the voting process both through electronic means and by use of ballots by poll at the meeting are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast "**in favour**" or "**against**" in the resolutions stated in the notice to the Chairman, based on the report generated from the e-voting system provided by The National Securities depository Ltd.(NSDL).



Further to the above, I submit my report as under:

1. The Company has availed the services of NSDL for the purpose of remote e- voting.
2. The e-voting period remained open from 25.09.2018 (9.00 am) to 28.09.2018 (5.00 pm). Remote e-voting was blocked by NSDL at 5.00 p.m. on 28th September, 2018.
3. The shareholders holding shares as on the "cut off" date i.e. 22.09.2018 were entitled to vote on the proposed resolutions (item no. 1 to 3) as set out in the notice of the 35th Annual General Meeting of Equity Shareholders of Spotlight Vanijya Limited.
4. The votes were unblocked on 29.09.2018 around 12:20 p.m. in the presence of two witnesses, Mr. Kalidasu Kothari and Mr. Champak Kumar Bose not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Kalidasu Kothari



Name: Champak Kumar Bose

5. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "FOR" or "AGAINST" as set out in the notice of the 35th AGM of the Company that were put to vote, were generated from the e-voting website of The NSDL.(<https://evoting.nsdl.com>) and based on such reports generated, the results of the e-voting are given hereunder in the report.
6. After the time fixed for closing of the voting through ballot by the Chairman of the meeting, empty ballot box kept for polling was locked in my presence with due identification mark placed by me.
7. I have observed that none of the members have cast their votes through ballot papers provided at the meeting.
8. The Company had received 4 proxy forms who had attended the meeting.
9. The results of the e-voting are as under:



1. Ordinary Resolution:

To receive, consider and adopt the Audited Standalone as well as Consolidated Financial Statements of the Company for the financial year ended March 31, 2018 together with reports of the Directors and the Auditors thereon.

I. Votes in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
E-Voting	21	700861	100.00
Ballot	0	0	
Total	21	700861	100.00

II. Votes against the resolution:

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
E-Voting	0	0	
Ballot	0	0	
Total	0	0	00.00

III. Invalid/Abstained votes:

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
E-Voting	0	0	
Ballot	0	0	
Total	0	0	00.00

Based on the aforesaid result, Ordinary Resolution as contained in item No. 1 has been passed with requisite majority.



2. Ordinary Resolution:

To appoint a Director in place of Shri Sanjay Somany (DIN: 00124538), who retires by rotation and, being eligible offers himself for re-appointment.

I. Votes in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
E-Voting	6	170024	100.00
Ballot	0	0	
Total	6	170024	100.00

II. Votes against the resolution:

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
E-Voting	0	0	
Ballot	0	0	
Total	0	0	00.00

III. Invalid/Abstained votes:

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
E-Voting	0	0	
Ballot	0	0	
Total	0	0	00.00

Based on the aforesaid result, Ordinary Resolution as contained in item No. 2 has been passed with requisite majority.



3. Special Resolution:

Appointment of Smt. Sudha Somany (DIN: 00124345) as the Whole Time Director of the company for the period of 3 (Three) Years

I. Votes **in favour** of the resolution:

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
E-Voting	6	170024	100.00
Ballot	0	0	
Total	6	170024	100.00

II. Votes **against** the resolution:

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
E-Voting	0	0	
Ballot	0	0	
Total	0	0	00.00

III. **Invalid/Abstained** votes:

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
E-Voting	0	0	
Ballot	0	0	
Total	0	0	00.00

Based on the aforesaid result, Special Resolution as contained in item No. 3 has been passed with requisite majority.





TAPAN KUMAR BANERJEE
COMPANY SECRETARY

P-139, FLAT 3C
LAKE ROAD, KOLKATA-700 029

10. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and the same are handed over to the Compliance Officer for safe keeping.

Thanking you,

Yours faithfully,

(TAPAN KUMAR BANERJEE)

Practicing Company Secretary
Membership Number: ACS-1242,
CP No: 17163

Place: KOLKATA

Dated: 29.09.2018

Received the Report of the Scrutinizer
For **Spotlight Vanijya Limited**

N.D. Maheshwari
(N. D. Maheshwari)
Director

