

To  
Board of Directors  
Sindhu Trade Links Limited  
129, Transport Centre,  
Rohtak Road, Punjabi Bagh  
New Delhi-110035

**Subject: Combined Scrutinizer's report on Postal Ballot Voting Process and E-Voting Process conducted pursuant to the provisions of Section 110 and Section 108 of The Companies Act, 2013 ('The Act') read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014 respectively.**

Dear Sir,

I, Rajesh Gulati, Practicing Chartered Accountant at 49, Priya Enclave, Karkardooma, Delhi-110092 appointed as Scrutinizer by the Board of Directors of Sindhu Trade Links Limited (the Company) for the purpose of scrutinizing the Postal Ballot and e-voting process of the 23<sup>rd</sup> Annual General Meeting held on 30<sup>th</sup> September, 2015 as per the provisions of the Section 110 and Section 108 of The Companies Act, 2013 ('The Act') read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as may be amended from time to time and as per the applicable clauses of Listing Agreement.

1. in accordance with the notice dated **August 29, 2015** as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management And Administration) Rules, 2014, as amended, the e-voting was kept open from Saturday, 26<sup>th</sup> September 2015 (9.00 a.m.) till Tuesday, 29<sup>th</sup> September, 2015 (6.00 p.m.) and members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on the e-voting platform.
2. The equity shareholders holding shares as on 25<sup>th</sup> September, 2015, the "cut off date" were entitled to vote on the resolutions stated in the notice of Annual General Meeting.




3. The postal ballots were kept under safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such postal ballot forms.
4. The votes were unblocked on **September 30, 2015** in the presence of two witnesses, viz, Ms. Bhavna Saxena and Mr. Nitheesh Chandran, who are not in the employment of the company.
5. The Register of Ballots entered and prepared in electronic mode showing equity shareholders who have voted "For" and "Against" and e-voting results downloaded from the e-voting website of the National Securities Depository Limited (<http://www.evoting.nsdl.com>) are being handed over to the Chairman.
6. The Ballot papers received were diligently scrutinized. The Ballot papers received were reconciled with the records maintained by the Company/R&TA and the Authorizations/Proxies lodged with the Company. The voters were also scrutinized for the purpose of eliminating duplicate voting i.e. on e-voting as well as by physical ballot.
7. I did not find any defaced or mutilated ballot papers/ forms.
8. The results of the voting is as under:



The image shows a handwritten signature in blue ink, followed by a circular blue stamp. The stamp contains the text "CHARTERED ACCOUNTANT" around the perimeter and "NSDL" in the center.

Ordinary Resolution for voting	Particulars of business		Votes in favour of the resolution		Vote against the resolution		Invalid Votes	
	Mode	No	No.	% of total no of valid votes cast	No.	% of total no of valid votes cast	No.	% of total no of invalid votes cast
<b>Resolution No.1 –</b> (a) Adoption of audited Balance Sheet as at 31st March, 2015, the Profit & Loss Account for the period from 1st April, 2014 to 31st March, 2015 together with the report of the Board of directors and Auditors thereon	E-voting	38	38512307	98.97	0	0	0	0
	Ballot form	08	400660	1.03	0	0	0	0
	<b>TOTAL</b>	46	38912967	100.00	0	0	0	0

Ordinary Resolution for voting	Particulars of business		Votes in favour of the resolution		Vote against the resolution		Invalid Votes	
	Mode	No	No.	% of total no of valid votes cast	No.	% of total no of valid votes cast	No.	% of total no of invalid votes cast
<b>Resolution No.2-</b> Approval for appointment a Director in place of Sh. Dev Suman Sindhu, who retires by rotation and, being eligible, offers himself for re-appointment	E-voting	38	38512307	98.97	0	0	0	0
	Ballot form	08	400660	1.03	0	0	0	0
	<b>TOTAL</b>	46	38912967	100.00	0	0	0	0

Ordinary Resolution for voting	Particulars of business		Votes in favour of the resolution		Vote against the resolution		Invalid Votes	
	Mode	No	No.	% of total no of valid votes cast	No.	% of total no of valid votes cast	No.	% of total no of invalid votes cast
Resolution No.3- Approval for re-appointment of M/s Nagar Goel And Chawla as statutory auditor of the Company	E-voting	38	38512307	98.97	0	0	0	0
	Ballot form	08	400660	1.03	0	0	0	0
	<b>TOTAL</b>	<b>46</b>	<b>38912967</b>	<b>100.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Ordinary Resolution for voting	Particulars of business		Votes in favour of the resolution		Vote against the resolution		Invalid Votes	
	Mode	No	No.	% of total no of valid votes cast	No.	% of total no of valid votes cast	No.	% of total no of invalid votes cast
Resolution No.4- Approval for appointment of Ms. Sweta Sindhu as a Director of the Company.	E-voting	38	38512307	98.97	0	0	0	0
	Ballot form	08	400660	1.03	0	0	0	0
	<b>TOTAL</b>	<b>46</b>	<b>38912967</b>	<b>100.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Ordinary Resolution for voting	Particulars of business		Votes in favour of the resolution		Vote against the resolution		Invalid Votes	
	Mode	No	No.	% of total no of valid votes cast	No.	% of total no of valid votes cast	No.	% of total no of invalid votes cast
Resolution No.5- Reappointment of Satya Pal Sindhu as a Managing Director of the Company	E-voting	38	38512307	98.97	0	0	0	0
	Ballot form	08	400660	1.03	0	0	0	0
	<b>TOTAL</b>	<b>46</b>	<b>38912967</b>	<b>100.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

*Rajpal*



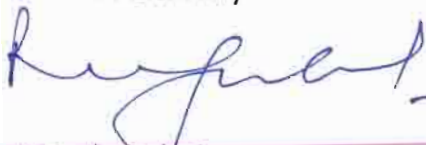

Special Resolution for voting	Particulars of business		Votes in favour of the resolution		Vote against the resolution		Invalid Votes	
	Mode	No	No.	% of total no of valid votes cast	No.	% of total no of valid votes cast	No.	% of total no of invalid votes cast
Resolution No.6- Authorization to the Board of Director to create mortgage/charges/ hypothecation in favor of lenders up to an amount not exceeding Rs.1000 Crores	E-voting	38	38512307	98.97	0	0	0	0
	Ballot form	08	400660	1.03	0	0	0	0
	<b>TOTAL</b>	46	38912967	100.00	0	0	0	0
Special Resolution for voting	Particulars of business		Votes in favour of the resolution		Vote against the resolution		Invalid Votes	
	Mode	No	No.	% of total no of valid votes cast	No.	% of total no of valid votes cast	No.	% of total no of invalid votes cast
Resolution No.7- Authorization to Board of Director for borrowing to an amount not exceeding Rs.1000 Crores	E-voting	38	38512307	98.97	0	0	0	0
	Ballot form	08	400660	1.03	0	0	0	0
	<b>TOTAL</b>	46	38912967	100.00	0	0	0	0

*Signature*



9. Register of Postal ballot and all other relevant records of voting process given/provided/maintained in electronic mode and the postal ballots (physical) will remain in our custody until the Chairman considers, approves and signs the minutes of the postal ballot and the same shall be handed over thereafter to the Chairman/ Company Secretary for safe keeping.

Thanking You  
Yours Faithfully

Rajesh Gulati  
Mem No.-89046  
Scrutinizer

Date: 01.10.2015  
Place: New Delhi

Witness:

Signature 

Name: Bhavna Saxena

Signature 

Name: Nitheesh Chandran