

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

**Subject: 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 Postal Ballot process in a fair and transparent manner in respect of various resolutions stated in the notice of Postal Ballot dated **December 05, 2014** proposed to be passed by equity shareholders of the Company, submit my report as under:

1. in accordance with the notice of the Postal Ballot dated **December 05 2014**, dispatched to the shareholders by prescribed modes during **December 09, 2014 to December 12, 2014** and the 'Advertisement' published pursuant to Rule 22(3) of the Companies (Management and Administration) Rules 2014 published on **December 13, 2014**, the voting commenced on **December 13, 2014 (9:00 a.m.) (IST)** and ended on **January 12 , 2015 (05:00 p.m.) (IST)** for physical ballots as well as for e-voting.
2. The equity shareholders holding shares as on **December 08, 2014** "cut off date" were entitled to vote on the resolutions stated in the notice of Postal Ballot.



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 at around **11:41 a.m.** on **January 13, 2015** in the presence of two witnesses 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:

**a) Resolution 1:**

**Alteration into the Main objects of the Memorandum of Association of the Company**

**I. Voted in Favour of the Resolution**

Number of members		No. of votes cast in favour of resolution	% of total no. of valid votes cast
a) voted by physical ballot	16	11848920	
b) voted by electronic mode	35	38512296	
<b>Total</b>	<b>51</b>	<b>50361216</b>	<b>100.00</b>



II. Voted against the Resolution

Number of members		No. of votes cast against the resolution	% of total no. of valid votes cast
a) voted by physical ballot	0	0	
b) voted by electronic mode	0	0	
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

III. Invalid Votes

Total No. of members whose votes declared invalid	Total no. of votes cast by them
0	0

b) Resolution 2:

Power to make Inter- Corporate loan (s)/ provide Security(ies) or give guarantee(s)

I. Voted in Favour of the Resolution

Number of members		No. of votes cast in favour of resolution	% of total no. of valid votes cast
a) voted by physical ballot	11	11828620	
b) voted by electronic mode	35	38512296	
<b>Total</b>	<b>46</b>	<b>50340916</b>	<b>99.96</b>



## II. Voted against the Resolution

Number of members		No. of votes cast against the resolution	% of total no. of valid votes cast
a) voted by physical ballot	5	20300	
b) voted by electronic mode	0	0	
<b>Total</b>	<b>5</b>	<b>20300</b>	<b>0.04</b>

## III. Invalid Votes

Total No. of members whose votes declared invalid	Total no. of votes cast by them
0	0

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: 13.01.2014  
Place: New Delhi