

Scrutinizer's Combined Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 and Section 109 of the Companies Act, 2013 and Rule 21 of the Companies (Management and Administration) Rules, 2014]

The Chairman
Thirani Projects Ltd.
Subol Dutt Building
13, Brabourne Road Mezzanine Floor
Kolkata 700001

Extra-ordinary General Meeting of the Members of Thirani Projects Ltd. ("the Company") held on Friday, 18TH May, 2018 at 12.00 noon at "Conference Hall", 11, Clive Row, 5th Floor, Kolkata-700001

Dear Sir,

I, Pramod Agarwal, proprietor of Pramod Agarwal & Co., Company Secretaries, appointed by the Board of Directors of the Company to act as the Scrutinizer in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with Regulation 44(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the purpose of scrutinizing the process of remote e-voting and physical votes through ballot paper, pursuant to the provisions of Section 109 of the Companies Act, 2013 and Rule 21 of the Companies (Management and Administration) Rules, 2014, at the Extra-ordinary General Meeting (EGM) of the Company in respect of the Resolutions for approval at the said EGM.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and relating to voting through electronic means (i.e. by remote e-voting) and voting by Ballot at the EGM for the resolutions contained in the Notice to the EGM of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting) is restricted to make a consolidated scrutinizer's report of the votes cast in "Favour" or "Against" the resolutions, based on the reports generated from the e-voting system provided by NSDL, the Agency authorized under the Rules and from Ballot Papers received at the venue of the EGM of the Company.



I submit my report as under :-

The Remote e-voting period remained open from 15TH May, 2018, (09.00 a.m. IST) and ends on 17TH May, 2018 (5.00 p.m. IST)

The members of the Company as on the "cut-off" date i.e. 11TH May, 2018 were entitled to vote on the resolutions (i.e. from resolution 1) as set out in the notice of the EGM of the Company.

The votes cast on remote e- voting were unblocked at 01.17 p.m. on 18th May 2018, in the presence of two witnesses who were not in employment of the company and e-voting result/ list of equity shareholders who have voted "FOR" and "AGAINST" were downloaded from the e-voting website of National Securities Depositories Limited i.e. website www.evoting.nsdl.com .

After the time fixed for closing of the physical voting at the EGM by the Chairman, one ballot box kept for physical voting was locked in my presence with due identification marks placed by me.

20 members was voted at the EGM through physical voting.

The combined results of the voting i.e. remote e-voting through e-voting services by NSDL and physical voting at the EGM is hereunder:-



ORDINARY BUSINESS:

Item No.1- Ordinary Resolution

Appointment of M/s. R. K. Kankaria & Co., Chartered Accountants, as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. Maroti & Associates, Chartered Accountants, & fixing their remuneration.

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted (in person or by proxy)	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	32	10110344	20	89	52	10110433	99.99901093
Voted against the resolution	1	100	0	0	1	100	0.00098907
Invalid votes	0	0	0	0	0	0	0
Total	33	10110444	20	89	53	10110533	100

The Electronic data and all other relevant records were sealed and handed over to the person authorized by the Board for safe keeping.

Yours faithfully

For Pramod Agarwal & Co.

Date: 18.05.2018

Place: Kolkata



P. Agarwal

(Pramod Agarwal)

(Scrutinizer)

FCS-5895, CP-4193

WITNESS 1: *Amit Prasad*
(AMIT PRASAD)

WITNESS 2: *Pawan Agarwal*
(PAWAN AGARWAL)