

MANOJ PURBEY & ASSOCIATES

Company Secretaries
110092

Address: 303/E-49, Jawahar Park
Laxmi Nagar, Delhi-

E-mail: purbey31@gmail.com
purbeycs@bol.net.in

Phone No. 0 9350218303
0 8800518585
011-22444014(O)

Fax No 011-43063522

CONSOLIDATED REPORT OF SCRUTINIZER ON REMOTE E-VOTING AND POLL

**[Pursuant to rule section 108 and 109 of the Companies Act, 2013 and rule 20 and 21 of
the Companies (Management and Administration) Rules, 2014] as amended**

To

The Board of Directors
Rotographics (India) Limited
E-49/303, Dazall House
Jawahar Park, Laxmi Nagar
New Delhi -110092

SUB: Consolidated Scrutinizers' Report on remote e-voting and poll conducted in terms of provisions of section 108 and 109 of the Companies Act, 2013 read with the clause 35B of the Listing Agreement and Rule 20 of the Companies (Management and Administration) Rules, 2014 including any statutory modifications or re-enactment thereof,

Dear Sir,

I, Manoj Kumar Purbey, Practicing Company Secretary, appointed as Scrutinizer in the Board of Directors' meeting held on 05th September 2015 for the purpose of E-Voting and for the poll taken on the resolution as mentioned in the annexure, at the 40th Annual General Meeting of the equity shares of Rotographics (India) Limited held on Wednesday 30th day of September 2015 at 12:00 P.M. at the 26 Sundervan, Vasant Kunj New Delhi -110070. In this regard I submit my report on the remote E-Voting and Poll conducted in respect of said meeting as under:

1. After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. On the conclusion of the Voting at the Annual General Meeting the locked ballot box was subsequently opened in my presence (along with presence of two witnesses who are not in the employment of the Company) and I counted the votes casted at the Annual General Meeting and thereafter unblocked the votes cast through remote e-voting.
3. The locked ballot box was subsequently opened scrutinized. The poll papers were reconciled with Skyline Financial Services Pvt. Ltd. (Registrar and Transfer Agents) of the Company and the authorisations/proxies lodged with the Company.



4. No Poll Paper was incomplete and found defective.
5. The consolidated result of the e voting and Poll is given in the annexure:
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Recommendations:

The resolutions which have secured votes casted in favour of the resolution may be considered to be having been passed. Chairman may accordingly declare the result.

*For, MANOJ PURBEY & ASSOCIATES
Company Secretaries*



A handwritten signature in blue ink, appearing to read "Manoj Kumar Purbey".

**Manoj Kumar Purbey
(Proprietor)**

C.P. No. 6385

Place: New Delhi

Dated: 01/10/2015

Annexure

Details for reporting as per Clause 35A of listing agreement based on result of voting at the 40th Annual General meeting held on September 30, 2015

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
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Resolution-1- To consider and adopt the audited financial statements of the Company for the year ended 31st March, 2015, together with the Report of the Directors and thereon

Modes of Voting (E-voting)							
Promoter and Promoter Group	1840300	1835300	99.72830517	1835300	0	100	0.00000
Public - Institutional holders	0	0	0	0	0	0	0
Public-Others	2053000	1362500	66.36629323	1362500	0	100.00	0.00
Total	3893300	3197800	82.13597719	3197800	0	100	0.00000

Modes of Voting (Poll)							
Promoter and Promoter Group	1840300	0	0	0	0	0	0.00000
Public - Institutional holders	0	0	0	0	0	0	0
Public-Others	2053000	25200	1.227471992	25200	0	100.00	0.00
Total	3893300	25200	0.647265816	25200	0	100	0.00000

Resolution-2 - Re-appointment of Mr. Pratap Burman

Modes of Voting (E-voting)							
Promoter and Promoter Group	1840300	1835300	99.72830517	1835300	0	100	0.00000
Public - Institutional holders	0	0	0	0	0	0	0
Public-Others	2053000	1362500	66.36629323	1362500	0	100.00	0.00
Total	3893300	3197800	82.13597719	3197800	0	100	0.00000

Modes of Voting (Poll)							
Promoter and Promoter Group	1840300	0	0	0	0	0	0.00000
Public - Institutional holders	0	0	0	0	0	0	0
Public-Others	2053000	25200	1.227471992	25200	0	100.00	0.00
Total	3893300	25200	0.647265816	25200	0	100	0.00000

Resolution-3 - Re-appointment of Mrs. Chanchala Burman

Modes of Voting (E-voting)							
Promoter and Promoter Group	1840300	1835300	99.72830517	1835300	0	100	0.00000
Public - Institutional holders	0	0	0	0	0	0	0
Public-Others	2053000	1362500	66.36629323	1362500	0	100.00	0.00
Total	3893300	3197800	82.13597719	3197800	0	100	0.00000

Modes of Voting (Poll)



Promoter and Promoter Group	1840300	0	0	0	0	0	0	0	0.00000
Public – Institutional holders	0	0	0	0	0	0	0	0	0
Public-Others	2053000	25200	1.227471992	25200	25200	100.00	100.00	0.00	0.00000
Total	3893300	25200	0.647265816	25200	25200	100	100	0.00000	0.00000

Resolution-4- Ratification of appointment of M/s. J. K. Monga & Associates (Reg. FR No.005747N) Chartered Accountants.

Modes of Voting (E-voting)									
Promoter and Promoter Group	1840300	1835300	99.72830517	1835300	0	100	0	0	0.00000
Public – Institutional holders	0	0	0	0	0	0	0	0	0
Public-Others	2053000	1362500	66.36629323	1362500	0	100.00	100.00	0.00	0.00000
Total	3893300	3197800	82.13597719	3197800	0	100	100	0.00000	0.00000

Modes of Voting (Poll)

Promoter and Promoter Group	1840300	0	0	0	0	0	0	0	0.00000
Public – Institutional holders	0	0	0	0	0	0	0	0	0
Public-Others	2053000	25200	1.227471992	25200	0	100.00	100.00	0.00	0.00000
Total	3893300	25200	0.647265816	25200	0	100	100	0.00000	0.00000

Resolution-5- Adoption of new set of Articles of Association of the company

Modes of Voting (E-voting)									
Promoter and Promoter Group	1840300	1835300	99.72830517	1835300	0	100	100	0	0.00000
Public – Institutional holders	0	0	0	0	0	0	0	0	0
Public-Others	2053000	1362500	66.36629323	1362500	0	100.00	100.00	0.00	0.00000
Total	3893300	3197800	82.13597719	3197800	0	100	100	0.00000	0.00000

Modes of Voting (Poll)

Promoter and Promoter Group	1840300	0	0	0	0	0	0	0	0.00000
Public – Institutional holders	0	0	0	0	0	0	0	0	0
Public-Others	2053000	25200	1.227471992	25200	0	100.00	100.00	0.00	0.00000
Total	3893300	25200	0.647265816	25200	0	100	100	0.00000	0.00000

Place: New Delhi
Dated: 01/10/2015

For, MANOJ PURBEY & ASSOCIATES
Company Secretaries



Manoj Kumar Purbey
(Proprietor)
C.P. No. 6385