

D. Venkata Ratnam  
Chartered Accountant

6-3-563/A/11, Plot No.11,  
Flat No.402, Sobha Mansion,  
Erramanzil Colony,  
Hyderabad - 500 082  
Mobile No.9866512509

#### Report of Scrutinizer

To,  
Chairman,  
M/s. Ushakiran Finance Limited,

The 30<sup>th</sup> Annual General Meeting of the Equity Shareholders of Ushakiran Finance Limited held on 27<sup>th</sup> September, 2016 at H.No.8-3-976/23A, Shalivahana Nagar Colony, Shalivahana Nagar Community Hall, Yellareddyguda, (Adjacent to Srinagar Colony), Hyderabad - 500073.

Dear Sir,

I, D. Venkata Ratnam, Chartered Accountant, appointed as the Scrutinizer by the Board of Directors of M/s. Ushakiran Finance Limited for the purpose of scrutinizing the votes cast through remote e-voting and for the poll process, under the provisions of the Companies Act, 2013 and the relevant rules made there under, conducted at the venue of the 30<sup>th</sup> Annual General Meeting of the Equity Shareholders of Ushakiran Finance Limited, held on Tuesday 27<sup>th</sup> September, 2016 at 10.00 A.M., at H.No.8-3-976/23A, Shalivahana Nagar Colony, Shalivahana Nagar Community Hall, Yellareddyguda, (Adjacent to Srinagar Colony), Hyderabad - 500073, in respect of the resolutions given in the notice, hereby submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, the ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked Ballot box was subsequently opened in my presence along with two witnesses who were not employees of the company, and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the company / M/s. Venture Capital and Corporate Investments Private Limited, Registrar and Transfer Agents of the company and authorizations lodged with the company.
3. None of the poll papers were found to be incomplete and / or defective, thus none of the forms were treated as invalid, except 4 poll papers which were not considered as these Members have participated in e-voting and present at the 30<sup>th</sup> AGM, again cast their vote through poll, hence not considered these 4 poll papers, however their votes were considered under E voting.

Contd.2.,

  
**D. VENKATA RATNAM**  
Chartered Accountant  
Membership No. 021342  
6-3-563/A/11, Plot No. 11,  
Flat No. 402, Sobha Mansion,  
Erramanzil Colony, Hyderabad-500 082.

: 2 :

4. The Company had appointed M/s. Central Depository Services (India) Limited (CDSL) as the service provider, executing the facility of Remote E-voting to the shareholders of the Company. The Remote E-voting period has commenced from 24<sup>th</sup> September, 2016, 9 hours and ended on 26<sup>th</sup> September, 2016 at 17 hours.

5. The list of shareholders who cast their votes through remote e-voting was unblocked in the presence of two witnesses, who are not employees of the company, on 27<sup>th</sup> September, 2016 post the completion of Annual General Meeting.

6. The result of remote e-voting and poll through ballot at the venue of the Annual General Meeting is furnished in the Annexure enclosed herewith and all the Resolutions have been passed/approved.

A compact Disc (CD) containing the list of equity share holders who have voted "FOR", "AGAINST" and those whose votes were declared as invalid/not considered under Physical Poll, for each resolution is enclosed.

The poll papers and all other relevant records were handed over to the Company Secretary for safe keeping.

Thanking You,

Place: Hyderabad.  
Date: 28-9-2016.

Encl: as above.

Witnesses:

  
(T. Raja Reddy)

  
(A. Balakoti Reddy)

Yours faithfully,

  
**D. VENKATA RATNAM**  
Chartered Accountant  
Membership No. 021342  
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Annexure to Scrutiniser Report dated 28-9-2016

**Item No.1: Adoption of the Audited Financial Statements and Reports of Board of Directors and Auditors for the year ended 31st March, 2016.**

Resolution required:			Ordinary Resolution					
Whether promoter / promoter group are Interested in the resolution?			No					
Category	Mode of voting	No. of Shares held (1)	No. of Votes polled (2)	% of votes polled on 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
Promoter & Promoter Group	E-Voting	1133835	761885	67.20	761885	0	100	0
	Poll		271950	23.98	271950	0	100	0
	Total	1133835	1033835	91.18	1033835	0	100	0
Public Institutions	E-Voting	192900	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	192900	0	0	0	0	0	0
Public Non Institutions	E-Voting	1217765	11	0	11	0	0	0
	Poll		52930	4.35	52930	0	100	0
	Total	1217765	52941	4.35	52941	0	100	0
Total E-Voting			761896	29.94	761896	0	100	0
Total physical vote			324880	12.77	324880	0	100	0
Grand Total		2544500	1086776	42.71	1086776	0	100	0

**Item No.2: Re-appointment of Mr. T. Adinarayana, as a director of the Company who retires by rotation and is eligible for re-appointment.**

Resolution required:			Ordinary Resolution					
Whether promoter / promoter group are Interested in the resolution?			Yes					
Category	Mode of voting	No. of Shares held (1)	No. of Votes polled (2)	% of votes polled on 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
Promoter & Promoter Group	E-Voting	1133835	761885	67.20	761885	0	100	0
	Poll		271950	23.98	271950	0	100	0
	Total	1133835	1033835	91.18	1033835	0	100	0
Public Institutions	E-Voting	192900	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	192900	0	0	0	0	0	0
Public Non Institutions	E-Voting	1217765	11	0	11	0	0	0
	Poll		52930	4.35	52930	0	100	0
	Total	1217765	52941	4.35	52941	0	100	0
Total E-Voting			761896	29.94	761896	0	100	0
Total physical vote			324880	12.77	324880	0	100	0
Grand Total		2544500	1086776	42.71	1086776	0	100	0

  
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**Item No.3: Ratification of Appointment of M/s. Janardhan Rao Deshmukh & Co., as Statutory Auditors of the company.**

Resolution required:			Ordinary Resolution					
Whether promoter / promoter group are Interested in the resolution?			No					
Category	Mode of voting	No. of Shares held (1)	No. of Votes polled (2)	% of votes polled on 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
Promoter & Promoter Group	E-Voting	1133835	761885	67.20	761885	0	100	0
	Poll		271950	23.98	271950	0	100	0
	Total	1133835	1033835	91.18	1033835	0	100	0
Public Institutions	E-Voting	192900	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	192900	0	0	0	0	0	0
Public Non Institutions	E-Voting	1217765	11	0	11	0	0	0
	Poll		52930	4.35	52930	0	100	0
	Total	1217765	52941	4.35	52941	0	100	0
Total E-Voting			761896	29.94	761896	0	100	0
Total physical vote			324880	12.77	324880	0	100	0
Grand Total			2544500	42.71	1086776	0	100	0
Grand Total								

**Item No.4: Reclassification of promoters of the company.**

Resolution required:			Special Resolution					
Whether promoter / promoter group are Interested in the resolution?			No					
Category	Mode of voting	No. of Shares held (1)	No. of Votes polled (2)	% of votes polled on 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
Promoter & Promoter Group	E-Voting	1133835	761885	67.20	761885	0	100	0
	Poll		271950	23.98	271950	0	100	0
	Total	1133835	1033835	91.18	1033835	0	100	0
Public Institutions	E-Voting	192900	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	192900	0	0	0	0	0	0
Public Non Institutions	E-Voting	1217765	11	0	11	0	0	0
	Poll		52930	4.35	52930	0	100	0
	Total	1217765	52941	4.35	52941	0	100	0
Total E-Voting			761896	29.94	761896	0	100	0
Total physical vote			324880	12.77	324880	0	100	0
Grand Total			2544500	42.71	1086776	0	100	0

Place: Hyderabad  
Date: 28-9-2016.

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