

AJAY. S. SHRIVASTAVA

M.Com., LLB, FCS
Company Secretary in Practice

Flat No. D-1, Orange Homes Impressions,
Plot No: 8-2-293/82/JIII/443-A-16,
Road No. 86, Jubilee Hills, Hyderabad- 500 033.
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FORM No. MGT-13

Scrutinizer's Report

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies Management and Administration) Rules, 2014]

To,
The Chairman,
16th Annual General Meeting,
Equity Shareholders of **Uday Jewellery Industries Limited**,
Held on Tuesday the 29th day of September, 2015 at 3.30 P.M. at,
3-6-290/19, First Floor, Sadana Building, Hyderaguda, Hyderabad- 500 029

Dear Sir,

I, Ajay S. Shrivastava, appointed as the Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 160th Annual General Meeting of the Equity Shareholders of Uday Jewellery Industries Limited, held on Tuesday the 29th day of September, 2015 at 3.30 P.M. at, 3-6-290/19, First Floor, Sadana Building, Hyderaguda, Hyderabad- 500 029 and I submit my report 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. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The ballots cast by shareholders, none was found to be invalid.
4. The result of the Poll is as under:

✓ **ORDINARY BUSINESS:**

Resolution No. 1- To consider and adopt the Audited Balance Sheet as on 31st March, 2015 and the audited Statement of Profit and Loss for the year ended 31st March, 2015 together with reports of Directors and Auditors thereon:



i Voted in favour of the resolution :		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of Valid votes cast
6	1873120	100%

ii Voted against the resolution :		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of Valid votes cast
NIL	NIL	--

iii Invalid votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Resolution No. 2- Appointment of a Director in place of Mrs. Pritha Sanghi, who retired by rotation and being eligible offered herself for re-appointment:

i Voted in favour of the resolution :		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of Valid votes cast
6	1873120	100%

ii Voted against the resolution :		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of Valid votes cast
NIL	NIL	NIL

iii Invalid votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



Resolution No. 3- Ratification of appointment of M/s. Venugopal & Chenoy, Chartered Accountants as Statutory Auditors of the Company to hold office upto the conclusion of 20th Annual General Meeting of the Company at a remuneration to be decided/approved by the Board of Directors:

i Voted in favour of the resolution :			
	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of Valid votes cast
	6	1873120	100%

ii Voted against the resolution :			
	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of Valid votes cast
	NIL	NIL	100%

iii Invalid votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

✓ **SPECIAL BUSINESS:**

Resolution No. 4- Approval of contracts/ transactions with Sanghi Jewellers Private Limited for the period 01.10.2015 to 30.09.2016 aggregating to Rs. 25 crores under Section 188(1)(a), being the related party transaction.*

i Voted in favour of the resolution :			
	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of Valid votes cast
	6	1873120	100%

ii Voted against the resolution :			
	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of Valid votes cast
	NIL	NIL	NIL



iii	Invalid votes:	
	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
	NIL	NIL

- *As per Section 188 of the Companies Act, 2013 and Clause 49 of the Listing Agreement, the Promoters being Related Parties, have not voted on the resolution.*
5. A compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
 6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / ~~Director~~ authorized by the Board for safe keeping.

Thanking You,

Yours faithfully,

AJAY S SHRIVASTAVA
Practicing Company Secretary
Membership No. 3489
COP: 3479



Place: Hyderabad
Date: 01.10.2015