

SAVITA TREHAN  
Company Secretary  
2378, SECTOR-16, FARIDABAD  
Ph.: 4015880, 4074880,  
9811193880

**FORM No. MGT-13**  
**Report of Scrutinizer(s)**

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

The Chairman

**SRS REAL INFRASTRUCTURE LTD. (the Company)**

On the e-voting held for the 24<sup>th</sup> Annual General Meeting of the members of the Company to be held on Thursday, 28<sup>th</sup> August, 2014 at 10.30 a.m. at  
SRS Banquet, Near SRS Multiplex,  
City Centre, Sector-12,  
Faridabad, NCR Delhi-121007

**Scrutinizer's Report on Poll of SRS Real Infrastructure Ltd.**

Dear Sir,

We, Savita Trehan, a Company Secretary in practice and Parmod Grover, one of the shareholder of the Company (DP ID/Client ID-IN301557-21784971) have been appointed as Scrutinizers for the poll taken on the below mentioned resolutions at the 24<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of the Company held on Thursday, 28<sup>th</sup> August, 2014 at 10.30 A.M. at SRS Banquet, Near SRS Multiplex, City Centre, Sector-12, Faridabad, NCR Delhi-121007, submit our 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 our presence with due identification marks placed by us.
2. The locked ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
4. We did not find any poll papers invalid.
5. The result of poll is as under:-

**Resolution: 1: Adoption of Annual Audited Financial Statements, Report of the Board of Directors and Auditors thereon for the Financial Year ended 31<sup>st</sup> March, 2014.(Ordinary Resolution)**

(i) Voted in Favour of the Resolution:

| Number of members present and voting (in person or proxy) | Number of votes cast by them | % of total number of valid votes casts |
|---|------------------------------|--|
| 38  | 19331                        | 100                                    |



(ii) Voted **against** the Resolution:

| Number of members present and voting (in person or proxy) | Number of votes cast by them | % of total number of valid votes casts |
|---|------------------------------|--|
| 0   | 0                            | 0                                      |

(iii) Invalid Votes:

| Number of members present and voting (in person or proxy) whose votes were declared invalid | Total Number of votes cast by them |
|---|------------------------------------|
| 0   | 0                                  |

**Resolution: 2: Re-appointment of Dr. Anil Jindal who retires by rotation.(Ordinary Resolution)**

(i) Voted **in Favour** of the Resolution:

| Number of members present and voting (in person or proxy) | Number of votes cast by them | % of total number of valid votes casts |
|---|------------------------------|--|
| 38  | 19331                        | 100                                    |

(ii) Voted **against** the Resolution:

| Number of members present and voting (in person or proxy) | Number of votes cast by them | % of total number of valid votes casts |
|---|------------------------------|--|
| 0   | 0                            | 0                                      |

(iii) Invalid Votes:

| Number of members present and voting (in person or proxy) whose votes were declared invalid | Total Number of votes cast by them |
|---|------------------------------------|
| 0   | 0                                  |

**Resolution: 3: Appointment of M/s S.S. Kothari Mehta & Co. and M/s Naresh Jai & Associates as Joint Auditors of the Company and fixing their remuneration. (Ordinary Resolution)**

(i) Voted **in Favour** of the Resolution:

| Number of members present and voting (in person or proxy) | Number of votes cast by them | % of total number of valid votes casts |
|---|------------------------------|--|
| 38  | 19331                        | 100                                    |



(ii) Voted **against** the Resolution:

| Number of members present and voting(in person or proxy) | Number of votes cast by them | % of total number of valid votes casts |
|--|------------------------------|--|
| 0  | 0                            | 0                                      |

(iii) Invalid Votes:

| Number of members present and voting(in person or proxy) whose votes were declared invalid | Total Number of votes cast by them |
|--|------------------------------------|
| 0  | 0                                  |

**Resolution: 4: Appointment of Sh. Parveen Tayal as Director, liable to retire by rotation. (Ordinary Resolution)**

(i) Voted **in Favour** of the Resolution:

| Number of members present and voting(in person or proxy) | Number of votes cast by them | % of total number of valid votes casts |
|--|------------------------------|--|
| 38   | 19331                        | 100                                    |

(ii) Voted **against** the Resolution:

| Number of members present and voting(in person or proxy) | Number of votes cast by them | % of total number of valid votes casts |
|--|------------------------------|--|
| 0  | 0                            | 0                                      |

(iii) Invalid Votes:

| Number of members present and voting(in person or proxy) whose votes were declared invalid | Total Number of votes cast by them |
|--|------------------------------------|
| 0  | 0                                  |

**Resolution: 5: Re-appointment of Sh. Jitender Kumar Garg as Managing Director (Ordinary Resolution)**

(i) Voted **in Favour** of the Resolution:

| Number of members present and voting(in person or proxy) | Number of votes cast by them | % of total number of valid votes casts |
|--|------------------------------|--|
| 38   | 19331                        | 100                                    |



(ii) Voted **against** the Resolution:

| Number of members present and voting (in person or proxy) | Number of votes cast by them | % of total number of valid votes casts |
|---|------------------------------|--|
| 0   | 0                            | 0                                      |

(iii) Invalid Votes:

| Number of members present and voting (in person or proxy) whose votes were declared invalid | Total Number of votes cast by them |
|---|------------------------------------|
| 0   | 0                                  |

**Resolution: 6: Appointment of Sh. Rajesh Singla as Whole-Time Director & CFO (Ordinary Resolution)**

(i) Voted **in Favour** of the Resolution:

| Number of members present and voting (in person or proxy) | Number of votes cast by them | % of total number of valid votes casts |
|---|------------------------------|--|
| 38  | 19331                        | 100                                    |

(ii) Voted **against** the Resolution:

| Number of members present and voting (in person or proxy) | Number of votes cast by them | % of total number of valid votes casts |
|---|------------------------------|--|
| 0   | 0                            | 0                                      |

(iii) Invalid Votes:

| Number of members present and voting (in person or proxy) whose votes were declared invalid | Total Number of votes cast by them |
|---|------------------------------------|
| 0   | 0                                  |

**Resolution: 7: Appointment of Sh. Kailash Tayal as an Independent Director (Ordinary Resolution)**

(i) Voted **in Favour** of the Resolution:

| Number of members present and voting (in person or proxy) | Number of votes cast by them | % of total number of valid votes casts |
|---|------------------------------|--|
| 38  | 19331                        | 100                                    |



(ii) Voted **against** the Resolution:

| Number of members present and voting(in person or proxy) | Number of votes cast by them | % of total number of valid votes casts |
|--|------------------------------|--|
| 0  | 0                            | 0                                      |

(iii) Invalid Votes:

| Number of members present and voting(in person or proxy) whose votes were declared invalid | Total Number of votes cast by them |
|--|------------------------------------|
| 0  | 0                                  |

**Resolution: 8: Appointment of Sh. Praveen Sharma as an Independent Director. (Ordinary Resolution)**

(i) Voted **in Favour** of the Resolution:

| Number of members present and voting(in person or proxy) | Number of votes cast by them | % of total number of valid votes casts |
|--|------------------------------|--|
| 38   | 19331                        | 100                                    |

(ii) Voted **against** the Resolution:

| Number of members present and voting(in person or proxy) | Number of votes cast by them | % of total number of valid votes casts |
|--|------------------------------|--|
| 0  | 0                            | 0                                      |

(iii) Invalid Votes:

| Number of members present and voting(in person or proxy) whose votes were declared invalid | Total Number of votes cast by them |
|--|------------------------------------|
| 0  | 0                                  |

**Resolution: 9: Appointment of Sh. Dilip Singh as an Independent Director.(Ordinary Resolution)**

(i) Voted **in Favour** of the Resolution:

| Number of members present and voting(in person or proxy) | Number of votes cast by them | % of total number of valid votes casts |
|--|------------------------------|--|
| 38   | 19331                        | 100                                    |



(ii) Voted **against** the Resolution:

| Number of members present and voting (in person or proxy) | Number of votes cast by them | % of total number of valid votes casts |
|---|------------------------------|--|
| 0   | 0                            | 0                                      |

(iii) Invalid Votes:

| Number of members present and voting (in person or proxy) whose votes were declared invalid | Total Number of votes cast by them |
|---|------------------------------------|
| 0   | 0                                  |

**Resolution: 10: Appointment of Mrs. Kiran Arora as an Independent Director. (Ordinary Resolution)**

(i) Voted **in Favour** of the Resolution:

| Number of members present and voting (in person or proxy) | Number of votes cast by them | % of total number of valid votes casts |
|---|------------------------------|--|
| 38  | 19331                        | 100                                    |

(ii) Voted **against** the Resolution:

| Number of members present and voting (in person or proxy) | Number of votes cast by them | % of total number of valid votes casts |
|---|------------------------------|--|
| 0   | 0                            | 0                                      |

(iii) Invalid Votes:

| Number of members present and voting (in person or proxy) whose votes were declared invalid | Total Number of votes cast by them |
|---|------------------------------------|
| 0   | 0                                  |

**Resolution: 11: Borrowing Powers to the Board under section 180(1) (c). (Special Resolution)**

(i) Voted **in Favour** of the Resolution:

| Number of members present and voting (in person or proxy) | Number of votes cast by them | % of total number of valid votes casts |
|---|------------------------------|--|
| 38  | 19331                        | 100                                    |



(ii) Voted **against** the Resolution:

| Number of members present and voting(in person or proxy) | Number of votes cast by them | % of total number of valid votes casts |
|--|------------------------------|--|
| 0  | 0                            | 0                                      |

(iii) Invalid Votes:

| Number of members present and voting(in person or proxy) whose votes were declared invalid | Total Number of votes cast by them |
|--|------------------------------------|
| 0  | 0                                  |

**Resolution: 12: Contribution to charitable and other funds not related to business. (Special Resolution)**

(i) Voted **in Favour** of the Resolution:

| Number of members present and voting(in person or proxy) | Number of votes cast by them | % of total number of valid votes casts |
|--|------------------------------|--|
| 38   | 19331                        | 100                                    |

(ii) Voted **against** the Resolution:

| Number of members present and voting(in person or proxy) | Number of votes cast by them | % of total number of valid votes casts |
|--|------------------------------|--|
| 0  | 0                            | 0                                      |

(iii) Invalid Votes:

| Number of members present and voting(in person or proxy) whose votes were declared invalid | Total Number of votes cast by them |
|--|------------------------------------|
| 0  | 0                                  |

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

Thanking You,  
Yours faithfully,  
  
(Savita Trehan)  
Company Secretary  
C.P. No. 2569

  
Parmod Grover  
Client ID No. IN301557-21784971  
H.No. 1E, WH-16, N.I.T Faridabad

Date: 29.08.2014  
Place: Faridabad