

SUMIT GUPTA & ASSOCIATES

Company Secretaries

Branch Off.- T-447/1, Near Shadipur Metro Station, New Delhi-8, M. No. 09873056633,

Head Off.-3, Brij Enclave, Jaswant Ki Chatri, Balkeshwar, Agra- 4 M. No. 07417665909

Email id: cssumitgupta@gmail.com

SCRUTINIZER REPORT

To,
The Chairman
Surya Marketing Limited
House No.4346, Ground Floor,
Gali No. 4C, Ansari Road,
Darya Ganj, New Delhi-110002

Dear Sir,

- (1) I have been appointed as Scrutinizer by the Company for conducting the postal ballot and e-voting process in a fair and transparent manner in terms of the resolution of the Board of Directors of the Company dated 14th December, 2015.
- (2) The Management of the Company is responsible to ensure the compliance with Requirements of the Companies Act, 2013 and rules relating to e-voting and postal ballot on the resolution contain in the notice of the postal ballot dated 14th December, 2015. Our responsibility as scrutinizer for the voting process through electronic means and postal ballots is restricted to make a scrutinizer report of the votes in favor or against the resolutions, based on the reports generates form the e-voting system of the National securities depository limited (NSDL) and of voting received through postal ballots.
- (3) I submit my report as under :
 - a) The company has completed the dispatch of physical postal ballot forms (containing e-voting instructions) along with postage prepaid self addressed envelope and postal ballot (containing e-voting instructions) via electronic mode by 07th January, 2016 to its members whose name(s) appeared on the registered of members / list of beneficiaries as on 11th, December, 2015.
 - b) Particulars of all the postal ballot form received from members have in entered in a register separately maintained for the purpose.
 - c) The postal ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes.
 - d) The ballot boxes were opened after 5:30 pm on Saturday, 06th day of February, 2016 in my presence.
 - e) The postal ballot forms were duly opened in my presence and scrutinized.

Sumit Gupta
CP-10542



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- f) All the postal ballot forms received on or after 5:30 p.m. on Saturday, 06th day of February, 2016 and Envelopes containing postal ballot form received after 5:30 pm on Saturday, 06th day of February, 2016, if any, were not considered for my scrutiny.
- g) I did not find any defaced ballot paper.

h) Summary of the postal ballot votes casted through physical mode is as follows :-

1.	Total No. of Postal Ballot Forms Received	4
2.	Total No. of invalid Postal Ballot Forms	0
3.	Total No. of valid Postal Ballot Forms	4

RESOLUTION NO.1

Appointment of Auditor in Casual Vacancy.

1.	Total No. of Valid Votes/Share casted	915824
2.	Total No. of valid Votes/Share casted in favour of resolution	915824
3.	Total No. of valid Votes/Share casted against the resolution	0

- I. Members were provided the opportunity to cast their vote(s) through electronic voting system in terms of the platform as provided by NSDL e-voting system (www.evoting.nsdl.com).
- II. The e-voting period remained open from 9:30 A.M. on 08.01.2016 upto 5:30 P.M. on 06.02.2015.
- III. The shareholders holding share as on the 'cut off' date i.e. 11th December, 2015 were entitled to vote on proposed resolution as mentioned in the notice of the Postal Ballot dated 14th December, 2015.
- IV. The result of the electronic voting was downloaded after 5:30 p.m on 06.02.2016 from NSDL website providing the platform for e-voting system (www.evoting.nsdl.com) and was unlocked in the presence of Mr. Sumit Bajaj and Ms. Seema Gupta (not being the employees of the Company) and has been included in my report.
- V. Summary of the votes casted through electronic voting system (EVEN :103714) is as follows :-

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Total Folios Voted

5

RESOLUTION NO.1

Appointment of Auditor in Casual Vacancy .

1.	Total No. of Valid Votes/Share casted	259940
2.	Total No. of valid Votes/Share casted in favour of resolution	259940
3.	Total No. of valid Votes/Share casted against the resolution	0

(a) Hence, final consolidated summary of the votes casted (aggregate Physical and Electronic voting system : EVEN : 103714) is as follows :-

Particulars	Physical ballot	Electronic voting	Total
Total Folios Voted	4	5	9

RESOLUTION NO.1

Appointment of Auditor in Casual Vacancy

1.	Total No. of Valid Votes/Share casted	1175764
2.	Total No. of valid Votes/Share casted in favour of resolution	1175764 (100.00%)
3.	Total No. of valid Votes/Share casted against the resolution	0 (0.00%)

Result: The resolution was carried out with requisite majority.

4. The postal ballot forms, e-voting register and other related papers /registers and records shall remain in my safe custody until the chairman considers, approves and signs the minutes of the postal ballot and e-voting.

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5. You may accordingly declare the result of the voting by postal ballot.

Yours faithfully

For Sumit Gupta & Associates
Company Secretaries

Sumit Gupta

Prop.

M. No. 29247

C.P. 10542

Sumit Gupta



Place: New Delhi

Date: 09th February 2016

Witness:

1. Name SUMIT BAJAJ *[Signature]*

2. Name SEEMA GUPTA *[Signature]*

Chairman:

Virender Singh Rana *[Signature]*