

V. HARI & CO.  
COMPANY SECRETARIES

HEAD OFFICE  
29, VAISHALI,

PITAMPURA,  
DELHI- 110088

E-Mail:csvhari@gmail.com

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FORM No. MGT-13

Report of Scrutinizer(s)

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

To,

Sh. Sushil Jain  
Chairman  
24<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
Indian Toners & Developers Limited  
held on 30<sup>th</sup> August, 2014 at 2.30 p.m.  
at its Regd. Office at 10.5 K.M. Rampur-Bareilly Road,  
Rampur – 244 901 (U.P.)

Dear Sir,

I, Varanasi Hari, Proprietor of V. Hari and Co: Company Secretaries, (M. N. FCS 3552, CP No. 8244) firm having its registered office at 29, Vaishali, Pitampura, Delhi-110088, appointed as Scrutinizer(s) for the purpose of the e-voting and poll taken on the below mentioned resolution(s), at the 24<sup>th</sup> Annual General Meeting of the Equity Shareholders of Indian Toners & Developers Limited held on 30<sup>th</sup> August, 2014 at 2.30 p.m. at its Regd. Office at 10.5 K.M. Rampur-Bareilly Road, Rampur – 244 901 (U.P.), submit our 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. I did not find any poll papers invalid.
4. The result of the Poll is as under:

**1. To receive, consider and adopt the Audited Statement of Profit & Loss for the Year Ended March, 31st, 2014 and the Balance Sheet as at March, 31st, 2014 and the Directors' Report and the Auditors' Report 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
26	3020	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
0	0	0

**(iii) Invalid Votes**

Total number of members(in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
0	0

**2. To appoint a Director in place of Shri Kewal Krishan Dhiman (DIN No. 05131602) who retires by rotation, and being eligible, offers himself for reappointment.**

**(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
26	3020	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
0	0	0

**(iii) Invalid Votes**

Total number of members(in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
0	0

**3. To appoint Auditors M/s. K. N. Gutgutia & Co. Chartered Accountants, (Firm Registration No. 304153E) and to authorize the Board of Directors to fix their remuneration.**

**(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
26	3020	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
0	0	0

**(iii) Invalid Votes**

Total number of members(in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
0	0



#### 4. Appointment of Sh. SanjeevGoel(DIN : 00044850)as Independent Director

##### (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
26	3020	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
0	0	0

##### (iii) Invalid Votes

Total number of members(in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
0	0

#### 5. Appointment of Sh. VikramPrakash(DIN : 00027732)as Independent Director

##### (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
26	3020	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
0	0	0

##### (iii) Invalid Votes

Total number of members(in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
0	0

#### 6. Appointment of Sh. Arun Kumar Garg(DIN : 00178582)as Independent Director

##### (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
26	3020	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
0	0	0



**(iii) Invalid Votes**

Total number of members(in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
0	0

**7. Payment of remuneration to Sh. Sushil Jain(DIN No. 00323952), Chairman & Managing Director****(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
26	3020	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
0	0	0

**(iii) Invalid Votes**

Total number of members(in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
0	0

**8. To borrow money in excess of the aggregate of the paid-up share capital and free reserves of the Company****(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
26	3020	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
0	0	0

**(iii) Invalid Votes**

Total number of members(in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
0	0



5. 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,

**For V. HARI & Co.  
COMPANY SECRETARIES**

*V. Hari*  
**V. HARI**  
Proprietor  
C. P. No. 8244  
FCS- 3552



**Place: New-Delhi.  
Dated: 31<sup>st</sup> August, 2014**

...  
d by the Company Reg-  
with the ...

Profit &  
2014 and

Item	% of Total