



# JAIN SONESH & ASSOCIATES

Company Secretaries

46/1, College Road, Opp. B. E. College (Main Gate)  
Howrah-711 103

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## SCRUTINIZER'S REPORT

**[Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and Rule 21 of The Companies (Management and Administration) Rules, 2014]**

To,

**The Chairman**


**MINOLTA FINANCE LIMITED**

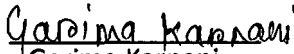
37 A & B, Stephen House,  
4, BBD Bag (East) , Kolkata – 700 001

Dear Sir,

I, Sonesh Jain, Proprietor of M/s Jain Sonesh & Associates, a Company Secretaries Firm having its office at 46/1, College Road, Opp B.E. College (Main Gate), Howrah – 711 103 appointed as Scrutinizer by the Board of Directors of **M/s Minolta Finance Ltd** ("the Company") pursuant to section 108 and section 109 of the Companies Act, 2013 and Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the Electronic Voting (E-Voting) and Ballot forms in a fair and transparent manner and ascertaining the requisite majority on e-voting and poll carried out as per the provisions of Companies Act, 2013 on the below mentioned resolutions(s), I submit my report as under:

1. The Resolutions proposed at the AGM were transacted through remote e-voting and Ballot Form at the AGM, for E-voting purpose the Company engaged the services of Central Depository Services (India) Limited.
2. The E-Voting Commenced on 27<sup>th</sup> September, 2015 at 10.00 AM and was closed on 29<sup>th</sup> September 2015 at 5.00 PM.
3. The shareholders holding shares as on the "Cut off" date i.e. 23<sup>rd</sup> September, 2015 were entitled to vote on the propose resolutions.(Item No. 1 to Item No. 4 as set out in the notice of 23<sup>rd</sup> Annual General Meeting (AGM) of Minolta Finance Limited)
4. Particulars of all the remote E-voting and voting by ballot process as received at the meeting have been entered in a register separately maintained for the purpose.
5. The E- Voting results were downloaded from the website of M/s. Central Depository Services Limited in the presence of Mr. Rahul Goel and Ms. Garima Karnani, who are not in the employment of the company. They have signed below in confirmation of the votes being downloaded in their presence.

  
\_\_\_\_\_  
Rahul Goel

  
\_\_\_\_\_  
Garima Karnani

6. Based on the reports generated from CDSL's e-voting website [www.evotingindia.com](http://www.evotingindia.com) and voting done through ballot paper, the consolidated results of voting are as under:





D. **ITEM NO. 4** Adoption of new set of Articles of Association as per Companies Act. (Ordinary Resolution)

Particulars	In terms of No. of Shares	Percentage of valid votes cast
Votes cast in favour of resolution		
By E-Voting	13548	
By Ballot Paper	470528	
<b>Sub Total (A)</b>	<b>484076</b>	<b>100.00</b>
Votes cast against the resolution		
By E-Voting	0	
By Ballot Paper	0	
<b>Sub Total (B)</b>	<b>0</b>	<b>0.00</b>
<b>Total (A)+(B)</b>	<b>484076</b>	<b>100.00</b>

7. The data sheet relating to e-voting and other related papers/registers, records are in the safe custody of the undersigned, and that they will be handed over to the chairman of the company, once the Minutes are approved and signed.
8. The Ballot papers and all other relevant records were sealed and handed over to the person authorised by the Board for safe Keeping.
9. All the resolutions were passed with requisite majority.

Thanking You,

For Jain Sonesh & Associates  
(Company Secretaries)



*Sonesh Jain*

CS SONEESH JAIN  
Proprietor  
Membership. No.:32046  
CP No. : 11865

Place: Howrah  
Date: 03/10/2015