

**SCRUTINIZER'S REPORT**

To,  
The Chairman,  
Rollatainers Limited,  
Plot no. 73-74, Phase III,  
Industrial Area, Dharuhera,  
District Rewari, Haryana-123106

**Subject: Scrutinizer's Report on e-voting and postal ballot pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014**

**Dear Sir,**

I, Iqneet Kaur, Company Secretary in whole time Practice, was appointed as a Scrutinizer by the Board of Directors of M/s Rollatainers Limited at its meeting held on 16<sup>th</sup> April, 2015 pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, for conducting the postal ballot process (e-Voting & physical postal ballot) in a fair and transparent manner on resolution(s) as set out in the Postal Ballot Notice dated 16<sup>th</sup> April 2015.

1. The Company had made necessary arrangements with National Securities Depository Limited (NSDL) to facilitate e-voting.
2. The Notice was sent to all the members through e-mail whose e-mail ids are registered with the Depository/Registrar and Share Transfer Agent and the physical copy through permitted mode to all other members whose names appeared in the Register of Member/Record of Depositories as on Friday, 17<sup>th</sup> April, 2015.
3. The e-voting period remained open from Wednesday, 22<sup>nd</sup> April, 2015 (10:00 a.m.) to Thursday, 21<sup>st</sup> May, 2015 (6:00 p.m.).
4. The Public advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English Newspaper of wide circulation and a vernacular newspaper on 22<sup>nd</sup> April 2015.
5. At the end of the voting period on 21<sup>st</sup> May, 2015 (6:00 p.m.), the voting portal was blocked by NSDL. Subsequently, the votes cast through e-voting facility were duly unblocked by me as the Scrutinizer in presence of two witnesses.
6. I have compiled the details of the votes cast through e-voting and postal ballot forms. Summary of the votes is given below:

**RESOLUTION NO.1: Special Resolution for Adoption of new Articles of Association**

(i) Votes in favour of the resolution:

<b>Particulars</b>	<b>No. of Members voted</b>	<b>No. of votes cast in favour of resolution</b>	<b>% of total no. of valid votes cast</b>
E-Voting	8	18959006	99.9946
Postal Ballot	9	721	0.0038
<b>TOTAL</b>	<b>17</b>	<b>18959727</b>	<b>99.9984</b>

(ii) Votes against the resolution:

<b>Particulars</b>	<b>No. of Members voted</b>	<b>No. of votes cast in favour of resolution</b>	<b>% of total no. of valid votes cast</b>
E-Voting	NIL	NIL	NIL
Postal Ballot	2	294	0.0016
<b>TOTAL</b>	<b>2</b>	<b>294</b>	<b>0.0016</b>

(iii) Invalid Votes:

<b>Total no. of members whose votes were declared invalid</b>	<b>Total no. of votes cast by them</b>
NIL	NIL

**RESOLUTION NO.2: Special Resolution for Adoption of new Memorandum of Association as per Table A to Schedule -I of the Companies Act,2013**

Votes in favour of the resolution:

<b>Particulars</b>	<b>No. of Members voted</b>	<b>No. of votes cast in favour of resolution</b>	<b>% of total no. of valid votes cast</b>
E-Voting	8	18959006	99.9946
Postal Ballot	9	721	0.0038
<b>TOTAL</b>	<b>17</b>	<b>18959727</b>	<b>99.9984</b>

(ii) Votes against the resolution:

Particulars	No. of Members voted	No. of votes cast in favour of resolution	% of total no. of valid votes cast
E-Voting	NIL	NIL	NIL
Postal Ballot	2	294	0.0016
<b>TOTAL</b>	<b>2</b>	<b>294</b>	<b>0.0016</b>

(iii) Invalid Votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
NIL	NIL

**RESOLUTION NO.3:** Ordinary Resolution for Sub Division of 1(one) Equity Share of Face Value of Rs.10/-Each into 5(Five) Equity Shares of Rs. 2/-Each.

(i) Votes in favour of the resolution:

Particulars	No. of Members voted	No. of votes cast in favour of resolution	% of total no. of valid votes cast
E-Voting	8	18959006	99.9946
Postal Ballot	9	721	0.0038
<b>TOTAL</b>	<b>17</b>	<b>18959727</b>	<b>99.9984</b>

(ii) Votes against the resolution:

Particulars	No. of Members voted	No. of votes cast in favour of resolution	% of total no. of valid votes cast
E-Voting	NIL	NIL	NIL
Postal Ballot	2	294	0.0016
<b>TOTAL</b>	<b>2</b>	<b>294</b>	<b>0.0016</b>

(iii) Invalid Votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them

NIL	NIL
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**RESOLUTION NO.4: Special Resolution for Alteration of Capital Clause of Memorandum of Association**

(i) Votes in favour of the resolution:

Particulars	No. of Members voted	No. of votes cast in favour of resolution	% of total no. of valid votes cast
E-Voting	8	18959006	99.9946
Postal Ballot	9	721	0.0038
<b>TOTAL</b>	<b>17</b>	<b>18959727</b>	<b>99.9984</b>

(ii) Votes against the resolution:

Particulars	No. of Members voted	No. of votes cast in favour of resolution	% of total no. of valid votes cast
E-Voting	NIL	NIL	NIL
Postal Ballot	2	294	0.0016
<b>TOTAL</b>	<b>2</b>	<b>294</b>	<b>0.0016</b>

(iii) Invalid Votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
NIL	NIL

**RESOLUTION NO.5: Ordinary Resolution for Appointment of Mr. Brajinder Mohan Singh as an Independent Director**

(i) Votes in favour of the resolution:

Particulars	No. of Members voted	No. of votes cast in favour of resolution	% of total no. of valid votes cast
E-Voting	7	18958954	99.9943
Postal Ballot	9	721	0.0038
<b>TOTAL</b>	<b>16</b>	<b>18959675</b>	<b>99.9981</b>

(ii) Votes against the resolution:

Particulars	No. of Members voted	No. of votes cast in favour of resolution	% of total no. of valid votes cast
E-Voting	1	52	0.0003
Postal Ballot	2	294	0.0016
<b>TOTAL</b>	<b>3</b>	<b>346</b>	<b>0.0019</b>

(iii) Invalid Votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
NIL	NIL

Based upon the details provided above, all the aforesaid resolutions have been passed with requisite majority.

The register, all other papers and relevant records relating to Electronic voting & Postal Ballot papers shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid postal ballot process.

Thanking you

Yours faithfully,

For **Iqbal Kaur & Co.**



Membership No.: F7669

Place: New Delhi

Dated: 22<sup>nd</sup> May, 2015