

**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 of 30<sup>th</sup> Annual General Meeting of Kothari World Finance Limited, (The Company) held on the 28<sup>th</sup> Day of September, 2015 At "121/C, Mittal Tower, 12<sup>th</sup> Floor, Nariman Point, Mumbai – 400021."

Dear Sir,

I, Uma Lodha Company Secretary in Practice, appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the 30<sup>th</sup> Annual General Meeting of the Equity Shareholders of Kothari World Finance Limited (The Company), held on Monday, September 28, 2015 at 10:00 A.M. at 121/C, Mittal Tower, 12<sup>th</sup> Floor, Nariman Point, Mumbai – 400021, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, 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 in presence of two witnesses 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 authorization/proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is as under:

**As an Ordinary Resolution – Item No. 1 Passed with the requisite majority.**

To receive, consider and adopt the audited Balance Sheet as of 31<sup>st</sup> March, 2015 and the Profit and Loss account for the year ended on that date together with the reports of the Directors and Auditors thereon.



Voted **in favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
7	31	100%

Voted **against the** resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Invalid Votes

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**As an Ordinary Resolution – Item no.2 Passed with the requisite majority.**

To appoint a Director in place of Mr Manohar Mhatre who retires by rotation and eligible offers himself for reappointment.

Voted **in favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
7	31	100%

Voted **against the** resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0



**Invalid Votes**

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**As an Ordinary Resolution – Item no.3 Passed with the requisite majority.**

To reappoint Shahade & Associates, Chartered Accountants, Mumbai [Firm Registration No.109840W] as the Statutory Auditors of the Company.

Voted **in favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
7	31	100%

Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

**Invalid Votes**

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**As a Special Resolution – Item no.4 Passed with the requisite majority.**

To appoint Ms Nina Tulsidas Ashar as an Independent Director.

Voted **in favour** of the resolution

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
7	31	100%





Voted **against the** resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Invalid Votes

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

As a Special Resolution – Item no.5 Passed with the requisite majority.

To reappoint Mrs. Liza Kothari as a Managing Director of the Company

Voted **in favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
7	31	100%

Voted **against the** resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Invalid Votes

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



# UMA LODHA & CO.

COMPANY SECRETARIES

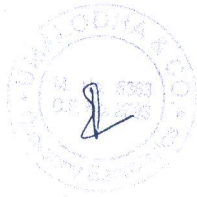
A Compact Disc (CD) CONTAINING A LIST OF EQUITY SHAREHOLDERS WHO VOTED "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

5. 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 Uma Lodha & Co.  
Company Secretaries

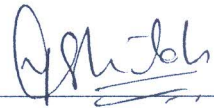
  
Uma Lodha  
Proprietor  
(COP NO. 2593)



Place: Mumbai

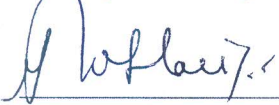
Date: September 28<sup>th</sup> 2015

Witness 1. Mr. Yaqoob Shaikh



Witness 2. Ms. Priyanka Daroga



Signed by   
(Mr. Nitesh P. Kothari)  
Chairman of the meeting