

September 25, 2018

REPORT OF SCRUTINIZER

[Pursuant to the section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015]

To

The Chairman
Sakthi Finance Limited
Regd. Office :62,Dr.Nanjappa Road,
Coimbatore-641018

Dear Sir,

I, K.Murali Mohan, FCA Practicing Chartered Accountant, Coimbatore was appointed by the Board of Directors of the Company at their meeting held on 9th August, 2018 to act as Scrutinizer for the 61st (Sixty First) Annual General Meeting of the Equity Shareholders of "Sakthi Finance Limited" held on 24th September 2018 at 12.00 Noon at Smt.Padmavathi Ammal Cultural Centre, 1548 Avanashi Road, Coimbatore 641004 for the purpose of scrutinizing the E-Voting process and Physical Ballot voting in a fair and transparent manner and ascertaining the requisite majority on E-Voting and Physical Ballot voting carried out as per section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015 on the resolutions referred to in this report.

I submit my report as under:

1. The Notice was sent to all the Members, whose names appeared in the Register of Members as on 17th August, 2018 to vote on the proposed 6 (Six) Resolutions as mentioned in the Notice of the Annual General Meeting of "Sakthi Finance Limited" (Item No.1 (One) to 6 (Six) of the Notice of Annual General Meeting of Sakthi Finance Limited. The Members holding equity shares as on the cut-off date i.e. 17th September, 2018 were only considered for e-voting and for voting at the meeting venue. Number of shareholders as on cutoff date is 14405.
2. The E-Voting period remained open from 09.00 AM on Friday 21st September, 2018 up to 05.00 PM on Sunday 23rd September, 2018.
3. The Chairman, at the Annual General Meeting, at the end of discussions on the Resolutions contained in the Notice, allowed voting at the venue of the Annual General Meeting on the Ballot Forms provided at the Meeting venue to all those members who were present at the Meeting but have not cast their votes by availing the remote e-voting
4. After the conclusion of the Meeting, the Ballot Boxes were opened in my presence and the physical ballot forms were diligently scrutinized and reconciled with the records maintained by the Registrar and Transfer Agents of the Company. I thereafter first counted the votes cast at the Meeting through these Ballot Forms.

K. Murali Mohan

5. The Votes cast through E-Voting were unblocked on 24th September, 2018 around 7.18 pm in the presence of two witnesses, namely Mr.K.Jayakumar and Mr.R.Sasidharan, who are not in employment of the Company.
6. In tune with the Instructions for e-voting, sent along with the Notice of the Annual General Meeting dated 9th August, 2018, in respect of members who have voted in both modes (i.e. E-Voting and Physical Ballot form voted at the venue), I have considered only E-Voting by not reckoning the voting done through Physical Ballot Form.
7. 7 Ballot Forms involving 501 shares which were incomplete and / or were otherwise defective were treated as invalid.
8. One shareholder holding 3000 shares had abstained from voting for resolution no.3.
9. I have collated the votes cast through remote e-voting, votes cast through physical ballot forms received by post and ballot forms voted at the venue, and the same have been furnished hereunder.

	Resolution	Mode	For			Against		
			No.of Members	No.of Votes	%	No.of Members	No.of Votes	%
1	Adoption of Financial Statement s for the year ended 31st March 2018 and Reports of Board of Directors and Auditors. (Ordinary Resolution)	E-Voting	13	5629499	100.0000	0	0	0.0000
		Ballot form at the AGM	120	33009299	99.9997	1	100	0.0003
		Total	133	38638798	99.9997	1	100	0.0003
2	Confirmation of payment of Interim and pro rata Dividend on Preference Shares. (Ordinary Resolution)	E-Voting	13	5629499	100.0000	0	0	0.0000
		Ballot form at the AGM	120	33009299	99.9997	1	100	0.0003
		Total	133	38638798	99.9997	1	100	0.0003
3	Declaration of dividend @ Re.1 per Equity Share on Equity Shares. (Ordinary Resolution)	E-Voting	12	5626499	100.0000	0	0	0.0000
		Ballot form at the AGM	120	33009299	99.9997	1	100	0.0003
		Total	132	38635798	99.9997	1	100	0.0003

K. Jayakumar

4	Re-appointment of Dr.M.Manickam, Director retiring by rotation, as a director. (Ordinary Resolution)	E-Voting	12	5626499	99.9467	1	3000	0.0533
		Ballot form at the AGM	120	33009299	99.9997	1	100	0.0003
		Total	132	38635798	99.9920	2	3100	0.0080
5	Continuation of Directorship of Sri P S Gopalakrishnan (DIN 00001446), Non-Executive Independent Director for the remaining period of his present tenure, i.e. till 26th September 2019. (Special Resolution)	E-Voting	12	5626499	99.9467	1	3000	0.0533
		Ballot form at the AGM	120	33009299	99.9997	1	100	0.0003
		Total	132	38635798	99.9920	2	3100	0.0080
6	Issue of Secured or Unsecured NCDs, Subordinated Bonds and / or other Debt Securities for an amount not exceeding RS.750 crores on private placement basis. (Special Resolution)	E-Voting	12	5626499	99.9467	1	3000	0.0533
		Ballot form at the AGM	120	33009299	99.9997	1	100	0.0003
		Total	132	38635798	99.9920	2	3100	0.0080

10. All relevant records of electronic voting and ballot forms will remain in my custody until the Chairman considers, approves and signs the minutes of the 61st Annual General Meeting and thereafter the said records will be handed over to the Company Secretary of Sakthi Finance Limited, for safe custody.

Thanking you,

Yours faithfully,



(K. MURALI MOHAN)
SCRUTINIZER