

M Siroya and Company
Company Secretaries

A-103, Samved Building (Madhukunj), Near Ekta Bhoomi Gardens, Rajendra Nagar, Borivali (E), Mumbai - 400 066
Tel.:+91 22 28706523/24; 28546523(D); Cel: +91 9324310151; E-mail: siroyam@gmail.com; www.msiroya.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section to Section 108 of the Companies Act, 2013 read with Rule 21 (2) of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI(Listing Obligations & Disclosure Requirements) Regulations, 2015]

To,

The Chairman of 25th Annual General Meeting ("AGM") of the Equity Shareholders of Scandent Imaging Limited held on 20th day of the September, 2019 at 12.00 noon at the Brahman Seva Sangha, 19, Brahman Society, Opposite, Late Divakar Ganesh Gangal Rd, Naupada, Thane West - 400602.

Dear Sir,

1. I, Mukesh Siroya, Proprietor, M Siroya and Company, Practicing Company Secretary, have been appointed as a Scrutinizer by the Board of Directors of **SCANDENT IMAGING LIMITED** (the "Company") for the purpose of:
 - a. Scrutinizing the remote e-voting process under the provisions of Section 108 of The Companies Act, 2013 ("the 2013 Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ("Rules") and the provisions of Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirement) Regulations, 2015 ("SEBI Listing Regulations") on all the resolutions contained in the notice to the 25th AGM; and
 - b. Scrutinizing the Ballot voting process conducted at the AGM for all the resolutions contained in the notice to the 25th AGM.
2. The management of the Company is responsible to ensure the compliance with the requirement of the 2013 Act and Rules relating to remote e-voting and ballot voting at the AGM. My responsibility as a Scrutinizer is to scrutinize remote e-voting and ballot voting at the AGM in a fair and transparent manner and to ascertain requisite majority and is restricted to making Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the AGM Notice, based on the report generated from the e-voting system provided by Karvy Fintech Private Limited ("Karvy"), the Agency Authorised under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means and reconciliation of the Ballot Papers with the records maintained by Purva Sharegistry (India) Private Limited ("Purva"), Registrar and Share Transfer Agents with respect to voting through Ballot process at the AGM and to ascertain requisite majority.
3. As required, based on the report generated from the e-voting system and Ballot voting reconciled by Purva, I submit herewith my Consolidated Scrutinizer's Report on the results of remote e-voting and Ballot voting at the 25th AGM as under:



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Results of Remote E-Voting and Ballot Voting at AGM of Scandent Imaging Limited

A) Ordinary Business:

Item No: 1

Adoption of Financial Statements:

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended on 31st March, 2019 together with Report of the Board of Directors and Auditors thereon for the Financial Year ended on 31st March, 2019.

Passed as an Ordinary Resolution as follows:

i) Details of valid Votes in favour and against the resolution:-

	Remote e-voting		Ballot voting at AGM		Total		Percent- age (%)
	No. of members voted	No. of votes casted	No. of members voted	No. of votes casted	No. of members	No. of votes casted	
Votes in favour of the resolution	7	27194415	14	195	21	27194610	100
Votes against the resolution	-	-	-	-	-	-	-
Total	7	27194415	14	195	21	27194610	100

ii) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of votes casted	No. of members	No. of votes
Remote e-voting	-	-	-	-
Ballot voting at AGM*	-	-	-	-
Total	-	-	-	-

Based on the above result, I report that the Ordinary Resolution as set out in Item No. 1 of the Notice of 25th AGM has been passed with requisite majority.



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Item No: 2

To appoint a Director in place of Dr. Gautam Deshpande (DIN:00975368), who retires by rotation and being eligible, offers himself for re-appointment.

Passed as an Ordinary Resolution as follows:

i) Details of valid Votes in favour and against the resolution:-

	Remote e-voting		Ballot voting at AGM		Total		Percent- age (%)
	No. of members voted	No. of votes casted	No. of members voted	No. of votes casted	No. of members	No. of votes casted	
Votes in favour of the resolution	7	27194415	14	195	21	27194610	100
Votes against the resolution	-	-	-	-	-	-	-
Total	7	27194415	14	195	21	27194610	100

ii) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of votes casted	No. of members	No. of votes
Remote e-voting	-	-	-	-
Ballot voting at AGM*	-	-	-	-
Total	-	-	-	-

Based on the above result, I report that the Ordinary Resolution as set out in Item No. 2 of the Notice of 25th AGM has been passed with requisite majority.



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Special Business:

Item No: 3

Re-appointment of Rajnish Kumar Pandey (DIN: 01096119) as an Independent Director of the Company:

Passed as Special Resolution as follows:

i) Details of valid Votes in favour and against the resolution:-

	Remote e-voting		Ballot voting at AGM		Total		Percent- age (%)
	No. of members voted	No. of votes casted	No. of members voted	No. of votes casted	No. of members	No. of votes casted	
Votes in favour of the resolution	7	27194415	14	195	21	27194610	100
Votes against the resolution	-	-	-	-	-	-	-
Total	7	27194415	14	195	21	27194610	100

ii) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of votes casted	No. of members	No. of votes
Remote e-voting	-	-	-	-
Ballot voting at AGM*	-	-	-	-
Total	-	-	-	-

Based on the above result, I report that the Special Resolution as set out in Item No. 3 of the Notice of 25th AGM has been passed with requisite majority.



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Item No: 4

Re-appointment of Dr. Sowmya Deshpande (DIN: 00705918) as the Whole-time Director of the Company

Passed as an Ordinary Resolution as follows:

i) Details of valid Votes in favour and against the resolution:-

	Remote e-voting		Ballot voting at AGM		Total		Percentage (%)
	No. of members voted	No. of votes casted	No. of members voted	No. of votes casted	No. of members	No. of votes casted	
Votes in favour of the resolution	6	10747015	14	195	20	10747210	100
Votes against the resolution	-	-	-	-	-	-	-
Total	6	10747015	14	195	20	10747210	100

ii) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of votes casted	No. of members	No. of votes
Remote e-voting	1#	16447400	-	-
Ballot voting at AGM*	-	-	-	-
Total	1	16447400	-	-

A member who is considered to be related party and has voted for this resolution, has been disregarded for this resolution and shown in the "Invalid Votes".

Based on the above result, I report that the Ordinary Resolution as set out in Item No. 4 of the Notice of 25th AGM has been passed with requisite majority.



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Item No: 5

Appointment of Dr. Mohan Shankaranarayan Vaidyanathan (DIN: 06640359) as a Director of the Company

Passed as an Ordinary Resolution as follows:

i) Details of valid Votes in favour and against the resolution:-

	Remote e-voting		Ballot voting at AGM		Total		Percentage (%)
	No. of members voted	No. of votes casted	No. of members voted	No. of votes casted	No. of members	No. of votes casted	
Votes in favour of the resolution	7	27194415	14	195	21	27194610	100
Votes against the resolution	-	-	-	-	-	-	-
Total	7	27194415	14	195	21	27194610	100

ii) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of votes casted	No. of members	No. of votes
Remote e-voting	-	-	-	-
Ballot voting at AGM*	-	-	-	-
Total	-	-	-	-

Based on the above result, I report that the Ordinary Resolution as set out in Item No. 5 of the Notice of 25th AGM has been passed with requisite majority.



**M Siroya and Company
Company Secretaries**

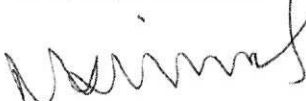
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The electronic data and all other relevant records relating to remote e-voting and voting at the AGM are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the AGM.

Thanking you,

Yours faithfully,

For M Siroya and Company
Company Secretaries



Mukesh Siroya
Company Secretary
Membership No. FCS 5682;
CP No. 4157



Countersigned
For Scandent Imaging Limited



Gautam Deshpande
Managing Director



Place: Mumbai
Date: September 21, 2019

Place: Mumbai
Date: September 21, 2019