



# SCANDENT IMAGING LIMITED

CIN:L93000MH1994PLC080842

Reg. Office: Plot No. A-357, Road No. 26, Wagle Industrial Estate, MIDC,  
Thane (W) - 400604 Maharashtra.

Tel No.022 25833205 Email: csscandent@gmail.com, scandentimaging@gmail.com, www.scandent.in

**Date: 19/10/2018**

To,  
Department of Corporate Services  
BSE Limited  
P. J Towers, Dalal Street  
Fort, Mumbai- 400 001

Scrip Code: 516110

Dear Sir/Madam,

**Sub: Declaration of result of postal ballot**

Pursuant to the provisions of Section 110 of Companies Act 2013 and the rules thereunder, the company sought approval of shareholders through postal ballot for alteration of Memorandum of Association of the Company by inserting a new main object in the main object clause.

The last date of receipt of physical ballot forms and e-voting was 17<sup>th</sup> October, 2018.

M/s. M Siroya & Co. Practicing Company Secretary, Mumbai who was appointed as scrutinizer for conducting the Postal Ballot process and electronic voting process, has submitted his report on 19<sup>th</sup> October, 2018. Based on the report, we confirm that the resolution as contained in the postal ballot notice dated 14 August, 2018 were approved by requisite majority of shareholder.

In accordance with regulation 44 of the SEBI (Listing Obligation and Disclosure requirement) Regulation, 2015, we enclose the voting result along with the scrutinizer report.

Thanking you,

Yours faithfully,  
For Scandent Imaging Limited

  
Amit Tyagi  
Chief Financial Officer





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**Disclosure under Regulation 44 (3) of the SEBI (Listing Obligation and Disclosure requirement), Regulation 2015**

## Details of Voting Result

Sr. No	Description	Particulars
1	Date of Notice of the postal ballot	14/08/2018
2	Total no. of shareholders as on the record date	3771

**No. of shareholders present in the meeting either in person or through proxy:**  
 Promoters and Promoter Group: Not Applicable  
 Public : Not Applicable

**No. of Shareholders attended the meeting through Video Conferencing:**  
 Promoters and Promoter Group:- Not Applicable  
 Public :- Not Applicable

**Agenda -Wise disclosure (to be disclosed separately for each agenda item)**  
 as disclosed below

Whether promoter/promoter group are interested in the agenda/Resolution? Not Applicable

Mode of Voting includes both remote e-voting and through postal ballot form

Special Business

**Resolution 1: Approval for Alteration of Memorandum of Association of the Company by inserting a new main object in the main object clause.**

Resolution required: (Ordinary/ Special)				Special Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?				NA				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	16447400	16447400	100	16447400	-	100	0
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		16447400	16447400	100	16447400	-	100
Public-Institutions	E-Voting	48900	-	-	-	-	-	-
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		48900	-	-	-	-	-

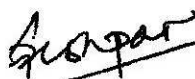
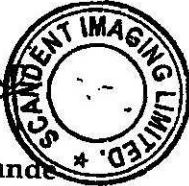
Public- Non Institutions	E-Voting	15603700	10747020	68.87	10747020	0	100	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		0	0.00	0		0	0
	Total		15603700	10747020	68.87	10747020	0	100
Total		32100000	27194420	84.72	27194420	0	100	-

Mr. Mukesh Siroya has provided the Scrutinizer report (attached herewith) as on 19<sup>th</sup> October, 2018 to Chairman, as per the consolidated results of e-voting and postal ballot form the resolution contained in the notice of Postal Ballot is passed by requisite majority.

Kindly take the same on record.

Thanking You

Yours Truly,

Gautam Deshpande  
 Managing Director  
 DIN 00975368

Encl.: Scrutinizers report

**M Siroya and Company**  
**Company Secretaries**

A-103, Samved Building (Madhukunj), Near EktaBhoomi, Rajendra Nagar, Borivali (E), Mumbai-400 066  
Telefax:+91 22 28706523; Mobile: 93243 10151; E-mail:siroyam@gmail.com; www.msiroya.com

**SCRUTINIZER'S REPORT**

**(Postal Ballot Including E-voting)**

**[Pursuant to Section 108 & Section 110 of Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended and the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]**

Report to the Chairman of the Board of Directors of M/s. SCANDENT IMAGING LIMITED (CIN:L93000MH1994PLC080842), a Company incorporated under the Companies Act, 1956 and having its A-357, Road No.26, Wagle Industrial Estate, MIDC, Thane (west), Thane 400 604 (hereinafter referred to as 'the Company') on the POSTAL BALLOT conducted by the Company to approve the business as mentioned in the Notice of Postal ballot dated August 14, 2018.

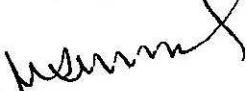
1. Pursuant to the provisions of the Companies Act, 2013 and Rules framed thereunder (including any statutory modification/s or re-enactment thereof for the time being in force), approval of the members was sought for Alteration of Memorandum of Association of the Company by inserting New Object Clause in the Main Object Clause of the Company.
2. In terms of provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, I was appointed as Scrutinizer by the Company on August 14, 2018 to conduct the Postal Ballot for passing of the Special Resolution as contained in the Notice dated August 14, 2018.
3. On the basis of the Register of Members and the List of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on September 7, 2018, the Company completed dispatch of the Notice of Postal Ballot :
  - By email on September 17, 2018 to 201 Members who had registered their email-ids with the Company, and
  - By courier on September 16, 2018 to 3556 Members who hold their shares either in physical form or have not registered their email id.



4. In terms of the aforesaid Notice, Members were required to convey their Assent or Dissent, as the case may be, on or before 17.00 HRS IST on October 17, 2018 in respect of the Special Resolution as set out therein.
5. I had received NIL Postal Ballot Forms and 12 Members cast their votes on the e-Voting platform, till 17.00 HRS IST on October 17, 2018, being the last day for receipt of duly completed Postal Ballot Forms and e-Voting service facility arranged by CDSL, as per said Notice.
6. In case of e-Voting, Members' demographic details, their voting rights and voting pattern were provided by CDSL.
7. There were no votes cast by any member(s) both in physical form and e-Voting and therefore all the votes cast through eVoting were considered valid.
8. After the aforesaid scrutiny of Postal Ballot Forms and taking into account the e-Voting results, I report that the Special Resolution, as contained in the said Notice, has been passed with Requisite Majority.

I have annexed with this Report, the details of the Postal ballot and e-voting (Annexure I) and the analysis of the Results of the Special Resolution (Annexure II) as contained in the said Notice.

For M Siroya and Company  
Company Secretaries

  
Mukesh Siroya  
Proprietor  
CP No.: 4157  
Date: October 19, 2018  
Place: Mumbai



**Annexure I**

**Details of the Postal Ballot & E-voting**

<b>A</b>	<b>Postal Ballot</b>	<b>No. of Forms/Votes</b>	<b>No. of Votes</b>
1.	Number of Forms received from Members	-	-
2.	Number of Forms rejected/not considered for reasons as stated below:-		
	a. Signature mismatch	-	-
	b. Not signed	-	-
	c. Not voted	-	-
	d. Voted Electronically	-	-
	e. Board Resolution not attached	-	-
	Total Invalid Forms	-	-
	Number of Valid Forms (A)	-	-
<b>B</b>	<b>E-Voting</b>		
1.	Number of members who participated in e-voting	12	27194420
2.	Number of Votes not considered (invalid e-votes)	-	-
3.	Number of Valid eVotes (B)	-	-
<b>C</b>	<b>Total (A+B)</b>	<b>12</b>	<b>27194420</b>



**Annexure II**

**Analysis of Results of the Special Resolution as set out in the Notice of Postal Ballot**

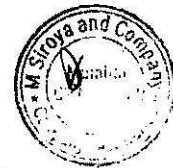
<b>1. To approve Alteration of Memorandum of Association of the Company by inserting new object in the Main Object Clause</b>							
Particulars	Number of			Number of votes contained in			Percentage (%)
	Remote e-votes	Postal Ballot Votes	Total	Remote e-votes	Postal Ballot Votes	Total Votes	
Assent	12	-	12	27194420	-	27194420	100
Dissent	-	-	-	-	-	-	-
Total	12	-	12	27194420	-	27194420	100

**Details of Invalid Votes:**

Mode of Voting	No. of Postal ballot & e-voting	No. of Shares
Postal Ballot	-	-
Remote E- Voting	-	-
Total	-	-

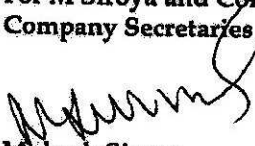
Accordingly, out of the 27194420 valid votes polled through E-Votes, 27194420 votes were cast **ASSENTING** to the Special Resolution constituting 100% of the valid votes polled and NIL votes were cast **DISSENTING** to the Special Resolution constituting NIL% of the valid votes polled.

Based on the above result, I report that the Special Resolution as set out in Item No. 1 of the Notice of Postal Ballot dated August 14, 2018 has been passed by the Members by Requisite Majority .



The electronic data and all other relevant records relating to remote e-voting are under my safe custody and will be handed over to the Company Secretary/ Authorised Person for preserving safely after the Chairman considers, approves and declares the results of the Postal Ballot.

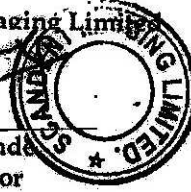
For M Siroya and Company  
Company Secretaries

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



Countersigned  
For Scandent Imaging Limited

  
Gautam Deshpande  
Managing Director



Place: Mumbai  
Date: October 19, 2018

Place: Mumbai  
Date: October 19, 2018