

CS SAURABH SRIVASTAVA

(M.Com, F.C.S. LL.M)

FORM NO MGT -13

Scrutinizer's Report

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of
The Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
36th Annual General Meeting of the
Equity Shareholders of VSD Confin Limited
Held on 30th September, 2019 at 09:30 AM at
308-A, 3rd Floor, Shallmar Square, B. N. Road,
Lalbagh Lucknow (Uttar Pradesh)- 226001

Dear Sir,

I, Saurabh Srivastava, Practising Company Secretary, have been appointed by the Board of Directors of VSD Confin Limited as Scrutinizer for voting at Annual General Meeting held on 30th September, 2019 (09:30 AM) and the Chairman of the 36th Annual General Meeting has appointed me as the Scrutinizer for the purpose of poll taken on the below mentioned resolutions at the 36th Annual General Meeting of the Equity Shareholders of VSD Confin Limited, held on 30th September, 2019 at 9:30 AM at at 308-A, 3rd Floor, Shalimar Square, B. N. Road, Lalbagh Lucknow (Uttar Pradesh)- 226001.

1. At the 36th AGM of the Company held on Monday, the 30th day of September, 2019, at 09:30 A.M, a Poll was conducted on all the resolutions to facilitate the members present at the meeting, who did not participate in the e-voting to cast their votes through the poll.
2. Further, 02 (Two) ballot (polling) boxes were locked and sealed in my presence with due identification marks placed by me. Subsequent to the completion of polling process, both the ballot (polling) boxes were unlocked by me in the presence of Mr. Pavan Sharma and Mr. Pankaj Kumar Singhal and the poll papers were diligently scrutinized by me. The poll papers were reconciled with the records maintained by the Company and the authorizations / 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. The same were not considered in calculation.

SAURABH SRIVASTAVA & ASSOCIATES

Practising Company Secretaries

Lucknow : E-4/744, Vinay Khand, Gomti Nagar, Lucknow-226010 (Uttar Pradesh)
New Delhi : 13B, 2nd Floor, Above Central Bank of India, Netaji Subhash Marg, Daryaganj,
New Delhi-110002, Mob : +91-931 325 3795; Email: sraconsult@gmail.com



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4. The result of the Poll is as under :-

- a) Resolution No 1- Adoption of Financial Statements, Reports of the Board of Directors' and Auditors'

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	0	0	19	7225400	19	7225400	100.00
Dissent	0	0	0	0	0	0	0
Abstain	0	0	0	0	0	0	0
Total	0	0	19	7225400	19	7225400	100.00

- b) Resolution No 2- Reappointment of Santosh Kumar Gupta (DIN: 00710533)

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	0	0	19	7225400	19	7225400	100.00
Dissent	0	0	0	0	0	0	0
Abstain	0	0	0	0	0	0	0
Total	0	0	19	7225400	19	7225400	100.00

- c) Resolution No 3- Re-Appointment of M/s A N D R O S & Co., Chartered Accountants (Firm Registration No. 008976N) as statutory auditors of the company.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	0	0	19	7225400	19	7225400	100.00
Dissent	0	0	0	0	0	0	0
Abstain	0	0	0	0	0	0	0
Total	0	0	19	7225400	19	7225400	100.00

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- d) Resolution No. 4- To Ratify the remuneration of Mr. Ashutosh Sharma and Mr. Santosh Kumar Gupta (Special Resolution)

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	0	0	19	7225400	19	7225400	100.00
Dissent	0	0	0	0	0	0	0
Abstain	0	0	0	0	0	0	0
Total	0	0	19	7225400	19	7225400	100.00

- e) Resolution No. 5-To appoint M/s Saurabh Srivastava & Associates, Company Secretaries, as Secretarial Auditor of the Company:- (Ordinary Resolution)

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	0	0	19	7225400	19	7225400	100.00
Dissent	0	0	0	0	0	0	0
Abstain	0	0	0	0	0	0	0
Total	0	0	19	7225400	19	7225400	100.00

5. All the resolutions were passed with requisite majority.
6. The poll papers and all other relevant records were sealed and handed over to the Company for safe keeping.

Thanking you,

Yours faithfully,

For Saurabh Srivastava & Associates
Practising Company Secretaries


CS Saurabh Srivastava
FCS 7275/ CP No 7962



Place : Lucknow
Date : 02/10/2019

SAURABH SRIVASTAVA & ASSOCIATES

Practising Company Secretaries

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