

Scrutinizer's Report on E-voting carried out for North Eastern Carrying Corporation Limited

To
The Chairman
M/s North Eastern Carrying Corporation Limited

29th Annual General Meeting of the Equity Shareholders of North Eastern Carrying Corporation Limited to be held on Tuesday, September 30, 2014 at 11.00 A.M at 9062/47, Ram Bagh Road, Azad Market, Delhi-110006

Subject:- Passing of Resolution(s) through electronic voting pursuant to Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014.

I, Mr. Ashish Kumar Friends, Practicing Company Secretary, was appointed by the Board of Directors as the Scrutinizer for the E-voting process as mentioned under clause (ix) of sub rule 3 of Rule 20 of the companies (Management and Administration) Rules, 2014. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the Said Rules and the SEBI circular dated 17th April 2014 issued in this regard.

The Company has appointed Central Depository Services (India) Limited as the Service Provider, for extending the facility of electronic voting to the shareholders of the Company. The Service provider, had provided a system for recording the votes of the shareholders electronically on all the items of the business (both Ordinary and Special Businesses) sought to be transacted in the Annual General Meeting of the Company, which is scheduled to be held on 30/09/2014. The Service Provider accordingly had set up e-Voting facility on their website, <https://www.evotingindia.com>. The Company had uploaded all the items of the business to be transacted on the Website of its Service Provider to facilitate their shareholders to cast their vote through e-Voting.

At the end of the voting period on 26/09/2014, the voting portal of the Service Provider was blocked forthwith.

As a Scrutinizer the report of the e-voting carried out by the Shareholders was duly complied, the details of which are as follows:

There are in all 12 Shareholders holding 4,03,00,748 equity Shares of the Company, who have participate in the e-Voting process carried out by the company.



The result of the E-voting is as under:

(A) As an Ordinary Resolution-Item No. 1. Passed with requisite majority

To consider and adopt the Audited Balance Sheet as at March 31, 2014, the Statement of Profit & Loss for the year ended on that date and the reports of the Board of Directors and Auditors' thereon.

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	12	4,03,00,748	100
(ii) Voted against the resolution	0	0	0
Total number of members (in person or by proxy) whose votes were declared invalid			
(iii) Invalid votes	Nil	Nil	

(B) As an Ordinary Resolution-Item No. 2. Passed with requisite majority

Appointment of M/s Sanghi & Company, Chartered Accountants as Statutory Auditors of the Company and fixing their remuneration

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	12	4,03,00,748	100
(ii) Voted against the resolution	0	0	0
Total number of members (in person or by proxy) whose votes were declared invalid			
(iii) Invalid votes	Nil	Nil	

(C) As an Special Resolution-Item No. 3. Passed with requisite majority

Approval of limit for borrowing of funds not exceeding Rs.250 crores u/s 180(1)(c)

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour	12	4,03,00,748	100



of the resolution			
(ii) Voted against the resolution	0	0	0
	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
(iii) Invalid votes	Nil	Nil	

(D) As an Special Resolution-Item No. 4. Passed with requisite majority

Approval for creation of Charge/ Mortgage on Assets/ Undertakings of the company, subject to the limits approved under Section 180(1)(c) of the Companies Act, 2013

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	12	4,03,00,748	100
(ii) Voted against the resolution	0	0	0
	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
(iii) Invalid votes	Nil	Nil	

(E) As an Ordinary Resolution-Item No. 5. Passed with requisite majority

Re-Appointment of Mr. Utkarsh Jain, who holds office up to the date of this Annual General meeting and also liable to retire by rotation up to AGM, as Non Executive Director

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	12	4,03,00,748	100
(ii) Voted against the resolution	0	0	0
	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
(iii) Invalid votes	Nil	Nil	



(F) As an Ordinary Resolution-Item No. 6. Passed with requisite majority

Re-Appointment of Mrs. Vanya Jain, who holds office up to the date of this Annual General meeting and also liable to retire by rotation up to AGM, as Non Executive Director

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	12	4,03,00,748	100
(ii) Voted against the resolution	0	0	0
Total number of members (in person or by proxy) whose votes were declared invalid			
(iii) Invalid votes	Nil		Nil

(G) As an Ordinary Resolution-Item No. 7. Passed with requisite majority

Appointment of Mr. Utsav Jain as an Independent Director of the Company for a term of five(5) consecutive years up to 31st March, 2019

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	12	4,03,00,748	100
(ii) Voted against the resolution	0	0	0
Total number of members (in person or by proxy) whose votes were declared invalid			
(iii) Invalid votes	Nil		Nil

(H) As an Ordinary Resolution-Item No. 8. Passed with requisite majority

Appointment of Mr. Mohak Jain as an Independent Director of the Company for a term of five(5) consecutive years up to 31st March, 2019

	Number of members	Number of Votes	% of total no. of
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	Present And Voting (in Person or by proxy)	Cast by them	valid votes cast
(i) Voted in favour of the resolution	12	4,03,00,748	100
(ii) Voted against the resolution	0	0	0
Total number of members (in person or by proxy) whose votes were declared invalid			
(iii) Invalid votes	Nil	Nil	

(I) As Special Resolution-Item No. 9. Passed with requisite majority

Appointment of Mr. Manoj Kumar Jain as an Independent Director of the Company for a term of five(5) consecutive years up to 31st March, 2019

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	12	4,03,00,748	100
(ii) Voted against the resolution	0	0	0
Total number of members (in person or by proxy) whose votes were declared invalid			
(iii) Invalid votes	Nil	Nil	

Thanking you
Yours faithfully,

For A.K. FRIENDS & CO.

Ashish
Ashish Kumar Friends
Practising Company Secretary
C.P. No.-4086, Mem No.-FC8-5129

PLACE: New Delhi
DATED: 27/09/2014

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]*

To
Sunil Kumar Jain
The Chairman
M/s North Eastern Carrying Corporation Limited

Annual General Meeting of the Equity Shareholders of North Eastern Carrying Corporation Limited held on Tuesday, September 30, 2014 at 9062/47, Ram Bagh Road, Azad Market, Delhi-110006

Dear Sir,

I, ASHISH KUMAR FRIENDS, appointed as scrutinizer(s) for the purpose of poll taken on the below mentioned resolution(s), at the Annual General Meeting of the Equity shareholders of M/s North Eastern Carrying Corporation Limited held on Tuesday, September 30, 2014 at 11.00 A.M at 9062/47, Ram Bagh Road, Azad Market, Delhi-110006, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, One (1) - ballot box kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were 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 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:

(A) As an Ordinary Resolution-Item No. 1. Passed with requisite majority

To consider and adopt the Audited Balance Sheet as at March 31, 2014, the Statement of Profit & Loss for the year ended on that date and the reports of the Board of Directors and Auditors' thereon.



	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	11	41,600	100
(ii) Voted against the resolution	Nil	Nil	Nil
Total number of members (in person or by proxy) whose votes were declared invalid			
(iii) Invalid votes	Nil	Nil	Nil

(B) As an Ordinary Resolution-Item No. 2. Passed with requisite majority

Appointment of M/s Sanghi & Company, Chartered Accountants as Statutory Auditors of the Company and fixing their remuneration

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	11	41,600	100
(ii) Voted against the resolution	Nil	Nil	Nil
Total number of members (in person or by proxy) whose votes were declared invalid			
(iii) Invalid votes	Nil	Nil	Nil

(C) As an Special Resolution-Item No. 3. Passed with requisite majority

Approval of limit for borrowing of funds not exceeding Rs.250 crores u/s 180(1)(c)

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	11	41,600	100
(ii) Voted against the resolution	Nil	Nil	Nil



	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
(iii) Invalid votes	Nil	Nil

(D) As an Special Resolution-Item No. 4. Passed with requisite majority

Approval for creation of Charge/ Mortgage on Assets/ Undertakings of the company, subject to the limits approved under Section 180(1)(c) of the Companies Act, 2013

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	11	41,600	100
(ii) Voted against the resolution	Nil	Nil	Nil
	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
(iii) Invalid votes	Nil	Nil	

(E) As an Ordinary Resolution-Item No. 5. Passed with requisite majority

Re-Appointment of Mr. Utkarsh Jain, who holds office up to the date of this Annual General meeting and also liable to retire by rotation up to AGM, as Non Executive Director

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	11	41,600	100
(ii) Voted against the resolution	Nil	Nil	Nil



	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
(iii) Invalid votes	Nil	Nil

(F) As an Ordinary Resolution-Item No. 6. Passed with requisite majority

Re-Appointment of Mrs. Vanya Jain, who holds office up to the date of this Annual General meeting and also liable to retire by rotation up to AGM, as Non Executive Director

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	11	41,600	100
(ii) Voted against the resolution	Nil	Nil	Nil
	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
(iii) Invalid votes	Nil	Nil	

(G) As an Ordinary Resolution-Item No. 7. Passed with requisite majority

Appointment of Mr. Utsav Jain as an Independent Director of the Company for a term of five(5) consecutive years up to 31st March, 2019

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	11	41,600	100
(ii) Voted against the resolution	Nil	Nil	Nil



	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
(iii) Invalid votes	Nil	Nil

(H) As an Ordinary Resolution-Item No. 8. Passed with requisite majority

Appointment of Mr. Mohak Jain as an Independent Director of the Company for a term of five(5) consecutive years up to 31st March, 2019

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	11	41,600	100
(ii) Voted against the resolution	Nil	Nil	Nil
Total number of members (in person or by proxy) whose votes were declared invalid			
(iii) Invalid votes	Nil	Nil	Nil

(I) As Special Resolution-Item No. 9. Passed with requisite majority

Appointment of Mr. Manoj Kumar Jain as an Independent Director of the Company for a term of five(5) consecutive years up to 31st March, 2019

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	11	41,600	100
(ii) Voted against the resolution	Nil	Nil	Nil
Total number of members (in person or by proxy) whose votes were declared invalid			
(iii) Invalid votes	Nil	Nil	Nil



5. A Compact Disc Containing a List of Equity shareholder who Voted "For" & Against and those whose votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you

Yours faithfully,

For A.K. FRIENDS & CO.

Ashish
Ashish Kumar Friends
Practising Company Secretary
C.P. No.-4056, Mem No.-FCS-5129

PLACE: New Delhi

DATED: 30th September, 2014

Witness 1

(10)
Niraj

K.K. TILWARI
B-46 Pujari Basti Badli
NO. 82 part-8

Witness 2

**COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL FOR
NORTH EASTERN CARRYING CORPORATION LIMITED**

To
The Chairman
M/s North Eastern Carrying Corporation Limited

29th Annual General Meeting of the Equity Shareholders of North Eastern Carrying Corporation Limited to be held on Tuesday, September 30, 2014 at 11.00 A.M at 9062/47, Ram Bagh Road, Azad Market, Delhi-110006

Subject: - Passing of Resolution through electronic AND poll conducted at the AGM of M/s North Eastern Carrying Corporation Limited held on 30th September, 2014

The Board of the Company had appointed me as a Scrutinizer for the e-voting held between September 24, 2014 at 9:00 A.M. to September 26, 2014 at 6:00 P.M. and for the poll held at the AGM of the Company on the September 30, 2014

The Company has appointed Central Depository Services (India) Limited (CDSL) as the Service Provider, for extending the facility of electronic voting to the shareholders of the Company from September 24, 2014 at 9:00 A.M. to September 26, 2014 at 06:00 P.M. The e-voting results were unblocked by me on September 26, 2014 in the presence of two witnesses.

At the 29th AGM of the Company held on September 30, 2014, the Chairman of the meeting had suo motto called for a poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process.

The result of the E-voting together with that of the Poll is as under:

Number of members who cast their votes through e-voting	Total number of Shares held by them	Total number of Valid votes (as per details provided under each one of the Resolution(s) mentioned hereunder
12	4,03,00,748	Mentioned under each of the Resolution



Item no of Notice	Type of Voting	Votes in favour of the Resolution		Votes against the resolution		Invalid Votes	
		Nos.	%age	Nos.	%age	Nos.	%age
Item No. 1 of the Notice (As an Ordinary Resolution)	E-voting	4,03,00,748	100	Nil	Nil	Nil	Nil
	Poll	41,600	100	Nil	Nil	Nil	Nil
	Total	4,03,42,348	100	Nil	Nil	Nil	Nil
Item No. 2 of the Notice (As an Ordinary Resolution)	E-voting	4,03,00,748	100	Nil	Nil	Nil	Nil
	Poll	41,600	100	Nil	Nil	Nil	Nil
	Total	4,03,42,348	100	Nil	Nil	Nil	Nil
Item No. 3 of the Notice (As an Special Resolution)	E-voting	4,03,00,748	100	Nil	Nil	Nil	Nil
	Poll	41,600	100	Nil	Nil	Nil	Nil
	Total	4,03,42,348	100	Nil	Nil	Nil	Nil
Item No. 4 of the Notice (As an Special Resolution)	E-voting	4,03,00,748	100	Nil	Nil	Nil	Nil
	Poll	41,600	100	Nil	Nil	Nil	Nil
	Total	4,03,42,348	100	Nil	Nil	Nil	Nil
Item No. 5 of the Notice (As an Ordinary Resolution)	E-voting	4,03,00,748	100	Nil	Nil	Nil	Nil
	Poll	41,600	100	Nil	Nil	Nil	Nil
	Total	4,03,42,348	100	Nil	Nil	Nil	Nil
Item No. 6 of the Notice (As an Ordinary Resolution)	E-voting	4,03,00,748	100	Nil	Nil	Nil	Nil
	Poll	41,600	100	Nil	Nil	Nil	Nil
	Total	4,03,42,348	100	Nil	Nil	Nil	Nil
Item No. 7 of the Notice (As an Ordinary Resolution)	E-voting	4,03,00,748	100	Nil	Nil	Nil	Nil
	Poll	41,600	100	Nil	Nil	Nil	Nil
	Total	4,03,42,348	100	Nil	Nil	Nil	Nil
Item No. 8 of the Notice (As an Ordinary Resolution)	E-voting	4,03,00,748	100	Nil	Nil	Nil	Nil
	Poll	41,600	100	Nil	Nil	Nil	Nil
	Total	4,03,42,348	100	Nil	Nil	Nil	Nil
Item No. 9 of the Notice (As an Special	E-voting	4,03,00,748	100	Nil	Nil	Nil	Nil



Resolution)	Poll	41,600	100	Nil	Nil	Nil	Nil
	Total	4,03,42,348	100	Nil	Nil	Nil	Nil

All the Resolutions stands passed under E-voting and poll with the requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the Votes cast through e-Voting and poll by the Shareholders of the Bank. I shall be arranging to hand over these records to you or such other person authorized by you.

Thanking you
Yours faithfully,

For A.K. FRIENDS & CO.

Ashish Kumar Friends
Ashish Kumar Friends
Practising Company Secretary
C.P. No.-4056, Mem No.-FCS-5129

Place: New Delhi
Dated: 01.10.2014