

CIN No. :L65999WB1986PLC040357

SYSTEMATIX SECURITIES LIMITED

Regd. Office : 237, Kamalaya Center,
156-A Lenin Sarani, Kolkata (W.B.)
700 013, INDIA
E-mail : systematixctor@gmail.com

Branch Office : Rathi Bhawan,
~~Bundi Road,~~ CHITTORGARH (Raj.)
312001, INDIA.
Mob. : +91 9351647672

Bombay Stock Exchange Ltd
P.J Tower, 25th Floor
Dalal Street
Mumbai 400 001

BSE Script Code: 531432

Dear Sir,

As per Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions of the Companies Act, 2013, the Company had provided to its members the facility to cast their votes by electronic means on all the resolutions as stated in the 28th Annual General Meeting (AGM). Since voting by show of hands is not permissible as per the Companies Act, 2013, at the 28th AGM the Chairman ordered for a poll for the voting on all the resolutions and voting was conducted by means of poll. As per the Companies Act, 2013, Members who have already voted through Evoting, did not vote on Poll at the 28th AGM. The Board of Directors had appointed Mr. Bhushan Tambe , Practicing Company Secretary (Membership No. A35353) as a Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Chairman appointed Mr. Manish Chhajed, Practicing Chartered Accountants (Membership No. 077100) as the Scrutinizers to conduct the Poll process at the 28th AGM in a fair and transparent manner. The Scrutinizer has issued separate Scrutinizer's Report on the e-voting. The Scrutinizers have issued separate Scrutinizers' Report on the poll taken on all the resolutions contained in the notice to the 28th AGM of the Company.

On the basis of the Scrutinizer's Report for the Electronic Voting dated September 23rd, 2014 and the Scrutinizers Report dated September 28th, 2014 for the Poll at the Annual General Meeting held on Saturday, 27th September, 2014 at 10.15 a.m. the summary of which is mentioned hereunder, the Chairman announced the results of voting on Wednesday, 29th September, 2014 that all the resolutions for the Ordinary and Special Businesses as set out in Item No. 1 to 6 in the Notice of 28th Annual General Meeting of the Company have been duly passed by the requisite majority.

Item No. of the Notice	Type of Resolution (Ordinary/Special)	Particulars of the Business	Votes in favour of Resolution		Votes against the Resolution		Invalid votes		Result Declared
			No.'s	%	No.'s	%	No.'s	%	
1	Ordinary	E-Voting	862300	100%	0	0	0	0	Approved by requisite majority
		Poll	589100	100%	0	0	0	0	
2	Ordinary	Computing	100%	100%	0	0	0	0	Approved

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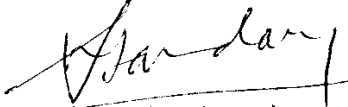
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312001, INDIA.

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		Poll	589100		0	0	0	0	by
		Total	1451400		0	0	0	0	requisite
3	Ordinary	E-Voting	862300	100%	0	0	0	0	Approved
		Poll	589100		0	0	0	0	by
		Total	1451400		0	0	0	0	requisite
4	Ordinary	E-Voting	862300	100%	0	0	0	0	Approved
		Poll	589100		0	0	0	0	by
		Total	1451400		0	0	0	0	requisite
5	Ordinary	E-Voting	862300	100%	0	0	0	0	Approved
		Poll	589100		0	0	0	0	by
		Total	1451400		0	0	0	0	requisite
6	Special	E-Voting	862300	100%	0	0	0	0	Approved
		Poll	589100		0	0	0	0	by
		Total	1451400		0	0	0	0	requisite

For: Systematix Securities Limited



(Managing Director)
Sudhir Samdani
(DIN No. 00890642)

Place: Kolkata
Date: 29.09.2014

MANISH CHHAJED
(Chartered Accountant)

Chhajed Mansion,
Delhi Gate,
Chittorgarh (Raj.) 312001
Ph.No.: 01472 : 242449
E-mail: swa2608@sancharnet.in

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
The Chairman
28th Annual General Meeting of the Equity Shareholders of
Systematix Securities Limited
Held on Saturday, 27th September, 2014 at 10.15 A.M. at 237, Kamalaya center, 156-A
Lenin Sarani Road, Kolkata, India

Dear Sir,

I Manish Chhajed, Practicing Chartered Accountants (Membership No. 077100), appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 28th Annual General Meeting of the Equity Shareholders of Systematix Securities Ltd held on Saturday, 27th September 2014 at 10.15 A.M at 237, Kamalaya center, 156-A Lenin Sarani Road, Kolkata, India, submit my report as under:

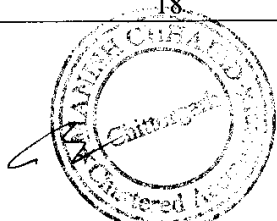
1. After the time fixed for closing of the poll by the chairman, 1 ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the company/Registrar and Transfer Agents of 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 poll are as under;

(a) Resolution No.1:

Adopt the Audited Balance Sheet of the Company as at 31 March, 2014 and Profit & Loss Account of the Company for the year ended on the same date together with the Report of the Auditors thereon and Report of the Board of Directors:

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid
18	589100	100%



(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid
0	0	0

(iii) Invalid Votes:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid
0	0	0

(b) Resolution No.2

Appointment of M/s Sethiya Khandelwal & Co., Chartered Accountants, (FRN No. 004058C) as Statutory Auditor of the Company

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid
18	589100	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid
0	0	0

(iii) Invalid Votes:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid
0	0	0

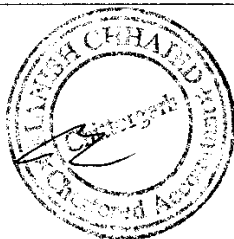
(c) Resolution No.3

Appointment of Shri Jagdish Rathi (DIN No. 01211509) as an independent Director of the Company

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid
18	589100	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid
0	0	0



(iii) Invalid Votes:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid
0	0	0

(d) Resolution No.4

Appointment of Shri Rakesh Sethiya (DIN No. 00631953) as an independent Director of the Company

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid
18	589100	100%

(ii)Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid
0	0	0

(iii) Invalid Votes:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid
0	0	0

(e) Resolution No.5

Appointment of Shri Bhagwati Prasad Sharma (DIN No. 01174001) as an independent Director of the Company:

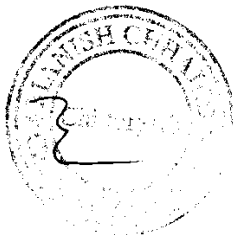
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid
18	589100	100%

(ii)Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid
0	0	0

(iii) Invalid Votes:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid
0	0	0



(f) Resolution No.6:

Delisting of Equity Share from Stock Exchange

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid
18	589100	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid
0	0	0

(iii) Invalid Votes:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid
0	0	0

5. A Compact Disc (CD) containing a list of equity shareholders who voted "For" AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and hand over to the Company Secretary/Director authorized by the Board for safe keeping.
7. All the above mentioned resolution have passed with requisite majority.

Thank you

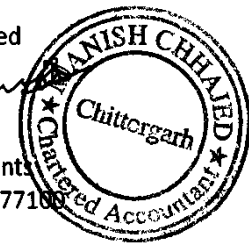
Your Faithfully,

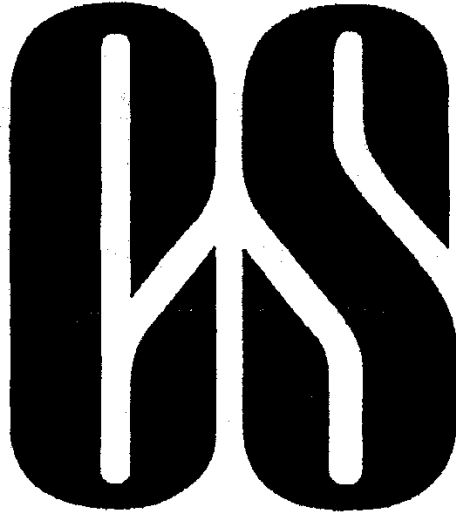
Place: Kolkata

Date: 28th September, 2014

For: Manish Chhajer

Chartered Accountant
Membership No. 0077100





"SCRUTINIZER'S REPORT ON E-VOTING"

M/s SYSTEMATIX SECURITIES LTD.

28TH ANNUAL GENERAL MEETING

27TH SEPTEMBER 2014

CS BHUSHAN TAMBE

640/5, Bhagirathpura, Indore-452003

☎ : +91-731-4266708, Email: btambe@gmail.com

BHUSHAN TAMBE
PRACTICING COMPANY SECRETARY

640/5, Bhagirathpura, Indore(M.P.)-452003
Ph: +91-731-4266708, Email: btambe@gmail.com

Report of Scrutinizer

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
28th Annual General Meeting,
Systematix Securities Ltd.,
237, Kamalalaya Center,
156-A Lenin Sarani Road
Kolkata, West Bengal

Dear Sir,

Subject: Scrutinizer's Report on E-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of Companies (Management and Administration) Rules, 2014 for 28th Annual General Meeting to be held on 27th September, 2014.

I, Bhushan Tambe, Practicing Company Secretary, had been appointed as the scrutinizer by the Board of Directors of Systematix Securities Ltd. ("the Company") in their meeting held on 13th August, 2014, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, to conduct the Electronic Voting Process in respect of the below mentioned resolution(s), to be passed at the 28th Annual General Meeting of the Equity Shareholders of the Company to be held on Saturday, 27th September, 2014 at the Registered Office of the company at 237 Kamalalaya Center, 156-A Lenin Sarani, Kolkata, West Bengal at 10.15 A.M.

The Management of the Company is responsible to ensure the compliance with the requirement of Companies Act, 2013 and Rules in relation to E-voting on the resolutions contained in the Notice to the Annual General Meeting (AGM) of the members of the Company. My responsibilities as scrutinizer for E-voting process at the AGM is restricted to Scrutinizer's Report of the votes cast "in favour" or "Against" the resolutions stated above, based on the reports generated from the E-voting system provided by Central Depository Services (India) Limited .


Further to the above, I submit my report as under:


- i. The Company has availed E-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting E-voting by the shareholders of the Company.



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- ii. The Members of the Company as on the "Cut Off" date i.e. 8th August, 2014 were entitled to vote on the resolutions (Items Number 1 to 6 as set out in Notice of AGM of the Company).
- iii. The voting period for E-voting commenced on Monday 22nd September, 2014 (9.30 A.M.) to Tuesday, 23rd September, 2014 (6.00 P.M.) and the CDSL E-voting platform was blocked thereafter.
- iv. The votes were unblocked on 23rd September, 2014 at 6.10 P.M. in the presence of two witnesses, Ms. Astha Vyas and Ms. Hitika Bagaddeo who are not in the employment of the Company. They have signed below in confirmation of votes being unblocked in their presence.


Ms Astha Vyas
22, Guru Nagar,
Indore 452011 (M.P.)


Ms Hitika Bagaddeo
304 Girnar Tower palasia
Indore 452003 (M.P.)

- v. Thereafter the details containing, inter-alia, list of equity shareholders, who voted "for" and "against", were downloaded from the e-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com>)

I now submit my Report as under on the result of the E-voting in respect of below Resolutions.

Item No. 1 of AGM Notice-Ordinary Resolution

Adoption of Audited Balance Sheet as at 31st March, 2014 and the Statement of Profit & Loss Account for the year ended on that date together with the Report of the Board of Directors and the Auditors thereon.

- (i) Voted in favour of resolution:

Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% of total number of valid votes cast
24	862300	100%





Cont....3

(II) Voted against the resolution:

Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL

Item No. 2 of AGM Notice- Ordinary Resolution

Appointment of M/s Sethiya Khandelwal & Co., Chartered Accountants, (FRN No 004058C) as Statutory Auditor of the Company.

(I) Voted In favour of resolution:

Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% of total number of valid votes cast
24	862300	100.00%

(II) Voted against the resolution:

Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL



A handwritten signature in black ink, appearing to read "Bhushan Tambre".

Item No. 3 of AGM Notice-Ordinary Resolution

Appointment of Shri Jagdish Rathi (DIN: 01211509), as an Independent Director of the Company.

(I) Voted in favour of resolution:

Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% of total number of valid votes cast
24	862300	100.00%

(II) Voted against the resolution:

Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL

Item No. 4 of AGM Notice-Ordinary Resolution

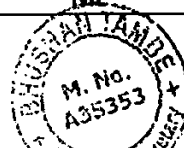
Appointment of Shri Rakesh Sethiya (DIN: 00631953), as an Independent Director of the Company.

(I) Voted in favour of resolution:

Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% of total number of valid votes cast
24	862300	100.00%

(II) Voted against the resolution:

Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL



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(III) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL

Item No. 5 of AGM Notice- Ordinary Resolution

Appointment of Shri Bhagwati Prasad Sharma (DIN: 01174001) as an Independent Director of the Company.

(I) Voted in favour of resolution:

Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% of total number of valid votes cast
24	862300	100.00%

(II) Voted against the resolution:

Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes:

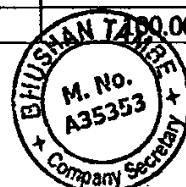
Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL

Item No. 6 of AGM Notice- Special Resolution

De-listing of Equity Shares from Stock Exchanges.

(I) Voted in favour of resolution:

Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% of total number of valid votes cast
24	862300	100.00%



(II) Voted against the resolution:


Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL

The register, all other papers and relevant records relating electronic voting shall remain in my safe custody until the chairperson considers, approves, signs the minutes of the aforesaid Annual General Meeting.

Thanking you,
Yours Faithfully,


Scrutinizer
Name: Bhushan Tambe
Practicing Company Secretary
ACS: 35353; CP: 13634



Place: Indore
Date: 23rd September, 2014