



Scrutinizer's Report

[Pursuant to Section 108 of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015]

To,
The Chairman,
27th Annual General Meeting of the Members of Sreeleathers Limited,
Held On 29th September'2018 at 10.30 AM,
At Jamuna Banquets, 31/2B, Marquis Street,
Kolkata - 700016.

Dear Sir,

I, Pawan Kumar Agarwal, Partner of M/s Pawan Vani & Associates, Chartered Accountants having its office at Metcalfe Tower, Suite No – 2D, 2nd Floor, 56, Metcalfe Street, Kolkata - 700013 was appointed as scrutinizer by Sreeleathers Limited ("the Company") for the purpose of scrutinizing the voting process (electronically or otherwise) in a fair and transparent manner and ascertaining the requisite majority of voting carried out as per the provision of Section 108 of Companies Act' 2013 and Rule 20 of the Companies (Management and Administration) Rules' 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 on the below mentioned resolution(s), at the 27th Annual General Meeting of the Shareholders of Sreeleathers Limited to be held on Saturday, 29th September, 2018 at 10:30 am at Jamuna Banquets, 31/2B, Marquis Street , Kolkata - 700016. The company has provided to the members the facility of remote e-voting and voting at the Annual General Meeting by Physical Ballot.

The management of the company is responsible to ensure the compliance with the requirements of the Act and Rules relating to voting through electronic means [i.e. by remote e-voting and electronic voting at the AGM] for the Resolutions contained in the Notice to the 27th AGM of the Equity shareholders of the company. My responsibility as a scrutinizer for the voting process of voting through electronic means is restricted to make a consolidation scrutinizer's report of the votes cast in "favour" or "against" the resolutions stated below based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the Agency authorized under the rules and engaged by the company to provide e-voting facilities for voting through electronic means.



I submit herewith my Consolidated Scrutinizer's Report on the result of voting through electronic means (i.e. by remote e-voting & physical voting at the AGM) as under:

1. The remote e-voting Period started on Wednesday, 26th September'2018 at 10.00 A.M and ends on Friday, 28th September'2018 at 5:00 pm, and the members were required to cast their vote electronically conveying their assent / dissent in respect of the Ordinary Resolution on the e-voting platform provided by the CDSL.
2. The members who attended the meeting were provided with the facility of voting through Ballot.
3. The Shareholders holding shares as on the "cut off" date i.e. 22nd September'2018 were entitled to vote on the proposed resolution (Item No - 1 to 4 as set out in the Notice of the 27th Annual General Meeting of the Company).
4. The poll papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
5. The votes were unblocked on 29th September, 2018 at around 12:56 pm in the presence of two witnesses, Ms. Nitu Sharma and Mr. Raju Saha, who were not the employees of the company. They have signed below in confirmation of the vote's being unblocked in their presence.

Nitu Sharma

Name: Ms Nitu Sharma.

Raju Saha

Name: Raju Saha.

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



7. The Result of the e-voting is as under:

A. Resolution 1: Adoption of Audited Financial Statements, Director's Report and Auditor's Report for the year ended 31st March' 2018.

I. Votes in favour of the Resolution :

Number of members Voted	Number of votes cast	% of the total number of valid vote cast
45	1,72,29,644	100

II. Votes against the resolution:

Number of members voted	Number of votes cast	% of the total number of valid vote cast
3	102	-

III. Invalid votes:

Total number of members whose votes are declare invalid	Total number of votes cast by them
N.A	N.A

B. Resolution 2: Reappointment of Shri Sumanta Dey (DIN : 00647680) who retires by rotation.

I. Votes in favour of the Resolution :

Number of members voted	Number of votes cast	% of the total number of valid vote cast
9	6,273	0.33

II. Votes against the resolution:

Number of members voted	Number of votes cast	% of the total number of valid vote cast
29	18,79,072	99.67



III. Invalid votes:

Total number of members whose votes are declare invalid	Total number of votes cast by them
N.A	N.A

C. Resolution 3: To appoint Mr. K D Sarkar as Independent Director.

I. Votes in favour of the Resolution :

Number of members voted	Number of votes cast	% of the total number of valid vote cast
45	1,72,29,644	100%

II. Votes against the resolution:

Number of members voted	Number of votes cast	% of the total number of valid vote cast
3	102	-

III. Invalid votes:

Total number of members whose votes are declare invalid	Total number of votes cast by them
N.A	N.A

D. Resolution 4: To appoint Mr. Anil Chandra Bera as Independent Director.

I. Votes in favour of the Resolution :

Number of members voted	Number of votes cast	% of the total number of valid vote cast
44	1,72,29,643	100%

II. Votes against the resolution:

Number of members voted	Number of votes cast	% of the total number of valid vote cast
4	103	-



III. Invalid votes:

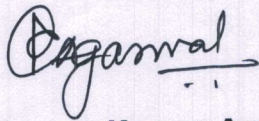
Total number of members whose votes are declare invalid	Total number of votes cast by them
N.A	N.A

6. The Register, all other papers and relevant records relating to electronic voting / voting by ballots shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over of the company secretary for the safe Keeping.

Thanking you,

Yours Faithfully,

**For, Pawan Vani & Associates,
Chartered Accountants,
FRN – 326601E**



**Pawan Kumar Agarwal.
Partner.
Membership No: 064093.**



Place: Kolkata.

Dated: 29th September'2018.

Countersigned By:

For, Sreeleathers Limited,



**B K Roy.
Company Secretary.**

