

**Rohit S. Dudhela**  
Practicing Company Secretaries

3, Kanan Flats, Opp. Memnagar Fire Station, Navrangpura, Ahmedabad 380 009  
Tel 079 26461022 M 98250 40795 E Mail : [rs2003dudhela@yahoo.com](mailto:rs2003dudhela@yahoo.com)

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**CONSOLIDATED SCRUTINIZER'S**  
[Pursuant to Section 108 & 110 of the Companies Act, 2013 and the Companies  
(Management and Administration) Rules, 2014 as amended]

To,  
The Chairman  
PSP Projects Limited  
(CIN: L45201GJ2008PLC054868)  
"PSP House", Opp. Celesta Courtyard,  
Opp. lane of Vikram Nagar Colony,  
Iscon-Ambli Road,  
Ahmedabad - 380058.

Dear Sir,

I, **ROHIT S. DUDHELA**, Practicing Company Secretary (FCS: 9808 /COP: 7396), had been appointed as Scrutinizer by the Board of Directors of PSP Projects Limited (the Company) for the purpose of Scrutinizing the e-voting process (remote e-voting) and Postal Ballot voting pursuant to the provisions of Section 108 & 110 of the Companies Act, 2013 (the "Act") read with rule 20 of the Companies (Management & Administration) Rules, 2014, as amended by Companies (Management & Administration) Amendment Rules, 2015 on each item of business contained in the Notice dated 22<sup>nd</sup> October, 2019, do hereby submit my report as follows:



- a) The Notice dated 22<sup>nd</sup> October, 2019 alongwith the Postal Ballot Form were sent to all the members whose name(s) appeared in the Register of members/ List of Beneficiaries as on 18<sup>th</sup> October, 2019, in the following manner:
  - i. via email to Members who had registered their email-ids with the Company on 24<sup>th</sup> October, 2019 and
  - ii. via by Courier to Members in physical form on 24<sup>th</sup> October, 2019;
- b) The Company has also placed the Notice of Postal Ballot on the Website of the Company as well as website of E-voting Agency i.e. Karvy Fintech Private Limited ('Karvy');
- c) As prescribed in sub rule 3 of the Rule 22 of the Companies (Management & Administration) Rules, 2014, the Company also published an advertisement in "English" and "Gujarati" newspapers on Friday, 25<sup>th</sup> October, 2019;

  
 Rohit S Dudhela  
Practising Company  
Secretaries  
FCS9808 COP7396  
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- d) The members whose names appeared in the Register of **members/List of Beneficiaries** as on the "Cut off" date, i.e. **18<sup>th</sup> October, 2019** were entitled to vote on the resolutions as mentioned in the Notice of Postal Ballot;
- e) In terms of the aforesaid Notice, remote e-voting period commenced from **9:00 a.m.** on Sunday, **27<sup>th</sup> October, 2019** to **5:00 p.m.** on Monday, **25<sup>th</sup> November, 2019**;
- f) Particulars of all the postal ballot forms received from the members in physical form and electronic voting report have been entered in a register maintained for the purpose;
- g) The postal ballot forms were kept under my safe custody in sealed and tamper proof ballot envelopes before commencing the scrutiny of such postal ballot forms.
- h) All postal ballot forms received **upto 5.00 p.m.** on Monday, **25<sup>th</sup> November, 2019**, being the last date and time fixed by the company for receipt of the forms, were considered for my scrutiny. No envelope was received after **5.00 p.m.** on Monday, **25<sup>th</sup> November, 2019**. The e-voting was disabled immediately thereafter.
- i) The postal ballot forms and the votes cast through remote e-voting on the Karvy e-voting platform were **opened/unblocked** in the presence of Ms. Disha Barot and Mr. Sanjay Kukadia who are not in the employment of the Company;
- j) Thereafter, the detail containing inter alia list of members who voted "For" or "Against" on each of the resolution that were put to vote, were derived from the ballot forms received as well as the report generated from the **Karvy** e-voting platform in respect of remote e-voting;

I hereby submit a consolidated scrutinizer's report on the results of voting by remote e-voting and Postal Ballot Forms as under:

- **51** (Fifty One Only) Members had cast their votes through remote e voting.
- **3** (Three Only) Members had cast their votes through postal ballot forms.

  
  
**Rohit S Dudhela**  
Practising Company  
Secretaries  
FCS9808 COP7396  
**28/11/19**

**Item No. 1: Special Resolution**

Raising of funds through issue of equity shares/ depository receipts and/or any other instruments or securities representing either equity shares and/or convertible securities linked to equity shares including through Qualified Institutions Placement / American Depository Receipts /Global Depository Receipts/ preferential allotment or such other permissible mode or combinations thereof.

i. Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes <b>casted</b>
Remote e-voting	49	2,79,04,012	99.999
Voting by Ballot	3	76	100.000
Total	52	2,79,04,088	-

ii. Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	2	51	0.001
Voting by Ballot	0	0	0
Total	2	51	-


iii. Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

iv. Abstained from Voting:

Total number of members who abstained	Total number of votes
0	0

Result: **Item 1** of the Notice stands passed with requisite majority.

  
**RS** Rohit S Dudhela  
Practising Company  
Secretaries  
FCS9808 COP7396  
26/11/19

**Item No. 2 Ordinary Resolution**

Appointment of Mr. Sagar P. Patel as a Director of the Company.

i. Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes casted
Remote e-voting	48	2,69,40,759	96.55
Voting by Ballot	2	60	100.00
Total	50	2,69,40,819	-

ii. Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	9,63,304	3.45
Voting by Ballot	0	0	0
Total	3	9,63,304	-



iii. Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

iv. Abstained from Voting:

Total number of members who abstained	Total number of votes
1	16

Result: **Item 2** of the Notice stands passed with requisite majority.

  
  
Rohit S Dudhela  
Practising Company  
Secretaries  
FCS9808 COP7308  
26/4/17

**Item No. 3 Ordinary Resolution**

Appointment of Mr. Sagar P. Patel as an Executive Director of the Company

i. Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes <b>casted</b>
Remote e-voting	46	2,69,40,411	96.55
Voting by Ballot	2	60	100.00
Total	48	2,69,40,471	-

ii. Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	9,63,634	3.45
Voting by Ballot	0	0	0.00
Total	4	9,63,634	-



iii. Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

iv. Abstained from Voting:

Total number of members who abstained	Total number of votes
2	34

Result: **Item 3** of the Notice stands passed with requisite majority.

  
  
Rohit S Dudhela  
Practising Company  
Secretaries  
FCS9808 COP7396  
26/11/19

**Item No. 4 Ordinary Resolution**

Appointment of Mrs. Zarana P. **Patel** as an Independent Director of the Company.

i. Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes <b>casted</b>
Remote e-voting	48	2,79,03,662	99.999
Voting by Ballot	2	60	100.000
Total	50	2,79,03,722	-

ii. Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	401	0.001
Voting by Ballot	0	0	0.00
Total	3	401	-

iii. Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

iv. Abstained from Voting:

Total number of members who abstained	Total number of votes
1	16

Result: **Item 4** of the Notice stands passed with requisite majority.

  
 Rohit S Dudhela  
Practising Company  
Secretaries  
FCS9888 COP7396  
26/11/19

All the relevant records of voting will remain in my custody until the chairman considers, approves and signs the minutes of the Meeting and the same shall be handed over thereafter to the Company Secretary for safe keeping.

Thanking you,  
Yours faithfully,

Date : 26<sup>th</sup> November, 2019  
Place: Ahmedabad



26/11/19.

CS Rohit S. Dudhela

*Practicing Company Secretaries*

CCP No. 7396

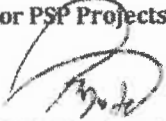
Membership No.: FCS: 9808

UDIN: **F009808A000298217** dated 25-11-2019



Rohit S Dudhela  
Practising Company  
Secretaries  
FCS9808 CCP7396

For PSP Projects Limited



**Prahaladhai Patel**  
**Chairman & Managing Director**  
**(DIN: 00037633)**

