

Report of Scrutinizer

To,
The Chairman
Himadri Credit & Finance Limited
CIN: L65921WB1994PLC062875
23A, Netaji Subhas Road,
8th Floor, Suite No. 15
Kolkata-700001

Date: October 1, 2015

Sub: Scrutinizers' Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013("the ACT") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the voting through Ballot Form as provided by the company to the shareholders in lieu on e-voting by post as well as at the venue of AGM at 8, India Exchange Place, 2nd Floor, Kolkata - 700 001 on Wednesday the 30th September 2015 at 09.30 am.

Dear Sir,

I, Samir Kumar Ghosh, Company Secretary in Practice, having C.P. No. 2018 have been appointed as the scrutinizer by the Board of Directors of the Company vide resolution passed on May 29 2015, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 (ix) of the Companies (Management and Administration) Rules 2014, as amended for the purpose of scrutinizing the aforesaid voting process in fair and transparent manner, hereby submit my Consolidated Report on the Result of the Remote E-voting (during the period commencing from 26th September, 2015 at 9:00 A.M and ends on 29th September, 2015 at 5 P.M) along with Ballot Form received by Post and also at the venue of Annual General Meeting, as per notice dated 29th May 2015 for the 20th Annual General Meeting held on Wednesday, 30th September, 2015 at 09.30 A.M. in respect of the under mentioned Resolutions:

- (a) After the time fixed for closing to submit the Ballot Forms by the Chairman, ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
- (b) 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 Agent of the Company and the authorizations lodged with the Company.
- (c) The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

Resolution No. 1-As an Ordinary Resolution:

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2015 together with the report of the Board of Directors and Auditors thereon.

(i) Voted in favour of the Resolution:

Mode of Voting	Total number of votes (shares) casted	Number of votes cast by them in favour	% of total number of valid votes cast
Remote E-voting	1,793,400	1,793,400	78.95
Ballot (Postal)	474,200	474,200	20.88
Ballot (AGM)	3.900	3.900	0.17



(ii) Voted against the Resolution:

Mode of Voting	Total number of votes (shares) casted	Number of votes cast by them in against	% of total number of valid votes cast
Remote E-voting	0.00	0.00	0.00
Ballot (Postal)	0.00	0.00	0.00
Ballot (AGM)	0.00	0.00	0.00
Total	0.00	0.00	0.00

Resolution No. 2-As an Ordinary Resolution:

To appoint a Director in place of Mr. Anurag Choudhary (DIN: 00173934), who retires by rotation and being eligible offers himself for re-appointment.

(i) Voted in favour of the Resolution:

Mode of Voting	Total number of votes (shares) casted	Number of votes cast by them in favour	% of total number of valid votes cast
Remote E-voting	1,793,400	1,793,400	78.95
Ballot (Postal)	474,200	474,200	20.88
Ballot (AGM)	3,900	3,900	0.17
Total	2,271,500	2,271,500	100

(ii) Voted against the Resolution:

Mode of Voting	Total number of votes (shares) casted	Number of votes cast by them in against	% of total number of valid votes cast
Remote E-voting	0.00	0.00	0.00
Ballot (Postal)	0.00	0.00	0.00
Ballot (AGM)	0.00	0.00	0.00
Total	0.00	0.00	0.00

Resolution No. 3-As an Ordinary Resolution:

To appoint the Auditors of the Company and authorize the Board of Directors to fix the remuneration of M/s. Agarwal Prasad & Co., Chartered Accountants (Firm Registration No. 311068E),

(i) Voted in favour of the Resolution:

Mode of Voting	Total number of votes (shares) casted	Number of votes cast by them in favour	% of total number of valid votes cast
Remote E-voting	1,793,400	1,793,400	78.95
Ballot (Postal)	474,200	474,200	20.88
Ballot (AGM)	3,900	3,900	0.17
Total	2,271,500	2,271,500	100

(ii) Voted against the Resolution:

Mode of Voting	Total number of votes (shares) casted	Number of votes cast by them in against	% of total number of valid votes cast
Remote E-voting	0.00	0.00	0.00
Ballot (Postal)	0.00	0.00	0.00
Ballot (AGM)	0.00	0.00	0.00
Total	0.00	0.00	0.00

S.K.GHOSH
Company Secretary

AB-198, Salt Lake City,
Sector -I, Kolkata - 700064
Ph : 2359 2065
e-mail: skghosh_1938@yahoo.co.in

My aforesaid Report of the votes cast "in favour" or "against" the resolutions and invalid votes based on the report generated from the e-voting system provided by National Securities Depository services Limited (NSDL), the authorized agency to provide remote e-voting facilities, engaged by the Company and Ballot Form received by Post and at the venue of Annual General Meeting, for which the Company provided voting facility by way of Ballot Paper to the shareholders who did not cast their vote through remote e-voting or Ballot facilities.

Cut-Off Date:

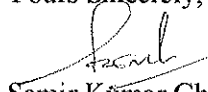
The members of the Company holding shares on the "Cut-off date" of 23rd September 2015 were entitled to vote on the resolutions proposed as set out in the notice of the 20th Annual General Meeting.

Recommendation:

As per the report of voting all the resolutions having secured requisite majority of votes, the respective resolutions may be considered as passed. The Chairman may accordingly declare the result of voting.

Thanking You.

Yours Sincerely,

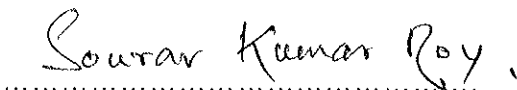

Samir Kumar Ghosh
Company Secretary
[C.P No: - 2018]
[ACS No: - 4740]
Scrutinizer for E-voting

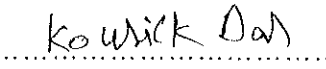


Place: Kolkata
Date: 1st October 2015

Witness:

We the undersigned witness that the votes unlocked from the e-voting website of the NSDL in our presence at the office of the Scrutinizer, Mr. Samir Kumar Ghosh.


.....
(SOURAV KUMAR ROY)


.....
(KOUSICK DAS)