

## Scrutinizer's Report

[Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

To

The Chairman  
SUNRAJ DIAMOND EXPORTS LIMITED  
DC-6111B, Bharat Diamond Bourse,  
BKC, Bandra – East.  
Mumbai – 400 051.

Dear Sir,

Sub: Scrutinizer's Report on e-voting and poll conducted pursuant to the provisions of section 108 and section 109 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014.

I, Mrs. Grishma Khandwala, Company Secretary in Practice was appointed as a scrutinizer of SUNRAJ DIAMOND EXPORTS LIMITED pursuant to section 108 and section 109 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the e-voting and poll process in a fair and transparent manner and ascertaining the requisite majority on e-voting and poll carried out as per the provisions of the Companies Act, 2013 on the below mentioned resolutions. I submit my report as under:

1. The e-voting period remained open from 27<sup>th</sup> September, 2016 (9.00 a.m.) to 29<sup>th</sup> September, 2016 (5.00 p.m.).
2. The shareholders holding shares as on the "cut off" date i.e. 23<sup>rd</sup> September, 2016 were entitled to vote on the proposed resolutions (Item Nos.1 to 5) as set out in the Notice of 26<sup>th</sup> Annual General Meeting (AGM) of Sunraj Diamond Exports Limited.



3. The votes were unblocked on 29<sup>th</sup> September, 2016 after 5.00 p.m. in the presence of two witnesses, Mr. Santosh B. Khandekar (Room No. 104, 1<sup>st</sup> Floor, Amrutdham C.H.S., Yogidham, Kalyan (w) Thane – 421301) and Mrs. Anjali S. Merchande (Pushpak Apartments, Altamount Road, Mumbai – 400 026) who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Signature: 

Name: Santosh B. Khandekar

Signature: 

Name: Anjali S. Merchande

4. Thereafter the details, containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of [www.evotingindia.co.in](http://www.evotingindia.co.in).
5. The total number of Ballots (E-voting and Physical) received were 43 for 27,16,883 votes.
6. The results of the e-voting and poll are as under:

Item No. of Notice	Particulars of business	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
		Nos.	% age	Nos.	% age	
Ordinary Resolution <b>Item No. 1</b> Adoption of Audited Financial Statements alongwith Reports of Board of Directors and Auditors thereon for the year ended 31 <sup>st</sup> March, 2016	E-voting	2357752	100%	0	0	0
	Poll	359131	100%	0	0	0
	Total	2716883	100%	0	0	0
Ordinary Resolution <b>Item No.2</b> Re-appointment of Mr. Sunil Gandhi as a Director, who retires by rotation	E-voting	2357752	100%	0	0	0
	Poll	359131	100%	0	0	0
	Total	2716883	100%	0	0	0



Ordinary Resolution Item No. 3 Ratification of appointment of M/s. Bhupendra Shroff & Co., Chartered Accountant as Auditors of the Company.	E-voting	2357752	100%	0	0	0
	Poll	359131	100%	0	0	0
	Total	2716883	100%	0	0	0
Special Resolution Item No.4 Re- appointment of Mr. Sunny Gandhi as a Whole Time Director for a term of 3 years commencing from 1 <sup>st</sup> October, 2016	E-voting	2357752	100%	0	0	0
	Poll	359131	100%	0	0	0
	Total	2716883	100%	0	0	0
Special Resolution Item No.5 Re- appointment of Mr. Nirav Shah as a Whole Time Director for a term of 3 years commencing from 1 <sup>st</sup> April, 2017	E-voting	2357752	100%	0	0	0
	Poll	359131	100%	0	0	0
	Total	2716883	100%	0	0	0

7. The electronic data and all other relevant records relating to electronic voting is under my safe custody and will be handed over to the Chairman for preserving safely after the Chairman considers, approves and signs the minutes of the aforesaid Annual, General Meeting.

Thanking you,

Yours faithfully

*Grishma Khandwala*

**GRISHMA KHANDWALA**  
Company Secretary  
ACS No. 6515  
C.P. No. 1500

Place : Mumbai

Date: 30<sup>th</sup> September, 2016