

COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL FOR WEIZMANN FOREX LIMITED

To,
The Chairman,
30th Annual General Meeting
WEIZMANN FOREX LIMITED
214, Empire House, Dr. D. N. Road
Ent. A. K. Nayak Marg, Fort
Mumbai - 400001

Sub: Passing of Resolution through Electronic Voting and Poll conducted at the 30th AGM of WEIZMANN FOREX LIMITED (the Company) held on Monday, 14th September, 2015 at Babasaheb Dahanukar Hall, Oricon House, Kala Ghoda, Mumbai - 400001.

Dear Sir,

The Company had appointed me as a Scrutinizer to scrutinize the E-voting process and also for the Poll held at the 30th AGM of the Company held on September 14, 2015.

The E-voting was held between 11th September, 2015 (9.00 a.m.) to 13th September, 2015 (5.00 p.m.).

The Company had appointed National Securities Depository Limited (NSDL) as the Service Provider for extending the facility of electronic voting to the shareholders of the Company from Friday, 11th September, 2015 at 9:00 a.m. to Sunday, 13th September, 2015 at 5:00 p.m. Bigshare Services Private Limited are the Registrar and Share Transfer Agents of the Company.

At the 30th AGM of the Company held on 14th September, 2015, the Chairman of the Company had called for a Poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process.

The result of the E-voting together with those of the Poll are as under:

Item No. 1 - Ordinary Resolution

To receive, consider and adopt the Audited Financial Statement of the Company for the year ended 31st March 2015 including Audited Balance Sheet as at 31st March, 2015 and the Statement of Profit and Loss Account for the year ended on that date and the reports of the Board of Directors and Auditors' thereon.

Method of Voting	Votes in Favour of the resolution			Votes Against the resolution		
	No. of members voted	No. of Shares	%age	No. of members voted	No. of Shares	%age
E-voting	29	8209929	99.99988	2	10	0.00012
Poll	24	1352949	100	0	0	0
TOTAL	53	9562878	99.99990	2	10	0.00010

Note: There were no invalid votes and neither did any shareholder abstain from voting on this resolution.

Item No. 2 - Ordinary Resolution

Declaration of Dividend on Equity Shares.

Method of Voting	Votes in Favour of the resolution			Votes Against the resolution		
	No. of members voted	No. of Shares	%age	No. of members voted	No. of Shares	%age
E-voting	29	8209929	100	0	0	0
Poll	24	1352949	100	0	0	0
TOTAL	53	9562878	100	0	0	0

Note: There were no invalid votes and two shareholders abstained from voting on this resolution.



Item No. 3 - Ordinary Resolution

To appoint a Director in place of Shri Dharemendra G. Siraj (DIN 00025543), who retires by rotation and being eligible, offers himself for reappointment as a Director of the Company.

Method of Voting	Votes in Favour of the resolution			Votes Against the resolution		
	No. of members voted	No. of Shares	%age	No. of members voted	No. of Shares	%age
E-voting	29	8209929	99.99988	2	10	0.00012
Poll	24	1352949	100	0	0	0
TOTAL	53	9562878	99.99990	2	10	0.00010

Note: There were no invalid votes and neither did any shareholder abstain from voting on this resolution.

Item No. 4 - Ordinary Resolution

To appoint a Director in place of Shri Neelkamal V. Siraj (DIN 00021986), who retires by rotation and being eligible, offers himself for reappointment as a Director of the Company.

Method of Voting	Votes in Favour of the resolution			Votes Against the resolution		
	No. of members voted	No. of Shares	%age	No. of members voted	No. of Shares	%age
E-voting	28	8209928	99.99988	2	10	0.00012
Poll	24	1352949	100	0	0	0
TOTAL	52	9562877	99.99990	2	10	0.00010

Note: There were no invalid votes and one shareholder abstained from voting on this resolution.



Item No. 5 - Ordinary Resolution

Appointment of Auditors.

Method of Voting	Votes in Favour of the resolution			Votes Against the resolution		
	No. of members voted	No. of Shares	%age	No. of members voted	No. of Shares	%age
E-voting	29	8209929	99.99988	2	10	0.00012
Poll	24	1352949	100	0	0	0
TOTAL	53	9562878	99.99990	2	10	0.00010

Note: There were no invalid votes and neither did any shareholder abstain from voting on this resolution.

Item No.6 - Ordinary Resolution

Appointment of Ms. Smita V Davda as an Independent Director.

Method of Voting	Votes in Favour of the resolution			Votes Against the resolution		
	No. of members voted	No. of Shares	%age	No. of members voted	No. of Shares	%age
E-voting	28	8209863	99.99920	1	66	0.00080
Poll	24	1352949	100	0	0	0
TOTAL	52	9562812	99.99930	1	66	0.00070

Note: There were no invalid votes and two shareholders abstained from voting on this resolution.



Item No. 7 - Ordinary Resolution

Re-appointment of Mr. B.S. Shetty as Managing Director.

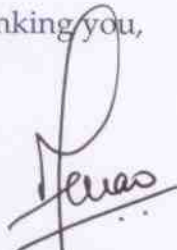
Method of Voting	Votes in Favour of the resolution			Votes Against the resolution		
	No. of members voted	No. of Shares	%age	No. of members voted	No. of Shares	%age
E-voting	29	8209929	99.99988	2	10	0.00012
Poll	24	1352949	100	0	0	0
TOTAL	53	9562878	99.99990	2	10	0.00010

Note: There were no invalid votes and neither did any shareholder abstain from voting on this resolution.

All resolutions stand passed under e-voting and poll with requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service provider both electronically and manually, in respect of the votes cast through e-voting and Poll by the shareholder of the Company. I shall be arranging to hand over these records to the Chairman of the Company or such person to be authorized by him in due course.

Thanking you,



MARTINHO FERRAO
Scrutinizer
Practicing Company Secretary



Date: 15th September, 2015

Place: Mumbai

FORM MGT-13

Report of Scrutinizer

*[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]*

To,
The Chairman,
30th Annual General Meeting of the Equity Shareholders of
WEIZMANN FOREX LIMITED held on Monday, 14th September, 2015,
At Babasaheb Dahanukar Hall, Oricon House, Kala Ghoda, Mumbai – 400001.

Dear Sir,

I, Martinho Ferrao, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 30th Annual General meeting of the Equity Shareholders of **WEIZMANN FOREX LIMITED**, held on **Monday, 14th September, 2015**, Babasaheb Dahanukar Hall, Oricon House, Kala Ghoda, Mumbai – 400001, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the, **Bigshare Services Private Limited**, Registrar and Transfer Agents of the Company and the authorizations / 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 the Poll is as under:

Resolution No. 1

To receive, consider and adopt the Audited Financial Statement of the Company for the year ended 31st March 2015 including Audited Balance Sheet as at 31st March, 2015 and the Statement of Profit and Loss Account for the year ended on that date and the reports of the Board of Directors and Auditors' thereon.

(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 votes cast
24	1352949	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 votes cast
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



Resolution No. 2

Declaration of Dividend on Equity Shares.

(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 votes cast
24	1352949	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 votes cast
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



Resolution No. 3

To appoint a Director in place of Shri Dharemendra G. Siraj (DIN 00025543), who retires by rotation and being eligible, offers himself for reappointment as a Director 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 votes cast
24	1352949	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 votes cast
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



Resolution No. 4

To appoint a Director in place of Shri Neelkamal V. Siraj (DIN 00021986), who retires by rotation and being eligible, offers himself for reappointment as a Director 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 votes cast
24	1352949	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 votes cast
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



Resolution No. 5

Appointment of Auditors.

(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 votes cast
24	1352949	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 votes cast
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



Resolution No. 6

Appointment of Ms. Smita V Davda as an Independent Director.

(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 votes cast
24	1352949	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 votes cast
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



Item No. 7 - Ordinary Resolution

Re- appointment of Mr. B.S. Shetty as Managing Director.

(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 votes cast
24	1352949	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 votes cast
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
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 handed over to the Company Secretary for safe keeping.

Thanking you,



MARTINHO FERRAO
Scrutinizer
Practicing Company Secretary



Date: 15th September, 2015

Place: Mumbai



CIN : L65990MH1985PLC037697

Corporate Office : No. 50, Ground Floor, Millennium Towers, Queen's Road, Bangalore-560 051.
Tel.: 080-2286 1597/98. Toll Free : 1800-22-9222

RESULT OF VOTING ON AGM RESOLUTIONS- Clause 35A

1. To receive consider, and adopt the Audited Financial Statements for the year ended 31st March, 2015 and the Balance sheet as on the even date together with the Reports of the Directors and Auditors thereon

Resolution required : Ordinary Resolution

Mode of Vote : E-voting and Poll at AGM

Resolution 1							
Promoter/Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	Number of votes- in favour	Number of votes- against	% of votes in favour of votes polled	% of Votes Against on votes polled
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)] * 100	(7)= [(5)/(2)] *
Promoter	86,26,301	86,26,301	100.00	86,26,301	0	100.00	00.00
Public-Institution Holders	199	0	N.A.	0	0	N.A.	N.A.
Public Others	29,37,857	9,36,577	31.88	9,36,567	10	99.99	00.00
Total	1,15,64,357	95,62,878	82.69	95,62,868	10	99.99	00.00

2. To declare dividend on Equity Shares

Resolution required : Ordinary Resolution

Mode of Vote : E-voting and Poll at AGM





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Resolution 2							
Promoter/Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	Number of votes-in favour	Number of votes-against	% of votes in favour of votes polled	% of Votes Against on votes polled
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]*
Promoter	86,26,301	86,26,301	100.00	86,26,301	00	100.00	00.00
Public-Institution Holders	199	00	N.A.	0	00	N.A.	N.A.
Public Others	29,37,857	9,36,577	31.88	9,36,577	00	100.00	00.00
Total	1,15,64,357	95,62,878	82.69	95,62,868	00	100.00	00.00

3. To appoint Director in place of Mr. Dharmendra G. Siraj, who retires by rotation and being eligible, offers himself for re-appointment as a Director of the Company.

Resolution required : Ordinary Resolution

Mode of Vote : E-voting and Poll at AGM

Resolution 3							
Promoter/Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	Number of votes-in favour	Number of votes-against	% of votes in favour of votes polled	% of Votes Against on votes polled
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]*
Promoter	86,26,301	86,26,301	100.00	86,26,301	0	100.00	00.00
Public-Institution Holders	199	00	N.A.	0	0	N.A.	N.A.
Public Others	29,37,857	9,36,577	31.88	9,36,567	10	99.99	00.00
Total	1,15,64,357	95,62,878	82.69	95,62,868	10	99.99	00.00





CIN : L65990MH1985PLC037697

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Tel.: 080-2286 1597/98. Toll Free : 1800-22-9222**

4. To appoint Director in place of Mr. Neelkamal V. Siraj, who retires by rotation and being eligible, offers himself for re-appointment as a Director of the Company -

Resolution required : Ordinary Resolution

Mode of Vote : E-voting and Poll at AGM

Resolution 4							
Promoter/Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	Number of votes-in favour	Number of votes-against	% of votes in favour of votes polled	% of Votes Against on votes polled
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]*
Promoter	86,26,301	86,26,301	100.00	86,26,301	00	100.00	00.00
Public-Institution Holders	199	00	N.A.	0	00	N.A.	N.A.
Public Others	29,37,857	9,36,576	31.88	9,36,566	10	99.99	00.00
Total	1,15,64,357	95,62,877	82.69	95,62,867	10	99.99	00.00

5. To appoint Sharp & Tannan, Chartered Accountants (Firm Registration no. 109982W) , who retire at the ensuing Annual General Meeting, as the Statutory Auditors of the company from conclusion of this meeting to the conclusion of 35th Annual General Meeting of the Company to be held in the year 2020 subject to ratification each year, and fix their remuneration.

Resolution required : Ordinary Resolution

Mode of Vote : E-voting and Poll at AGM





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Resolution 5							
Promoter/Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	Number of votes-in favour	Number of votes-against	% of votes in favour of votes polled	% of Votes Against on votes polled
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]*
Promoter	86,26,301	86,26,301	100.00	86,26,301	00	100.00	00.00
Public-Institution Holders	199	00	N.A.	0	0	N.A.	N.A.
Public Others	29,37,857	9,36,577	31.88	9,36,567	10	99.99	00.00
Total	1,15,64,357	95,62,878	82.69	95,62,868	10	99.99	00.00

6. Appointment of Ms. Smita V. Davda as an Independent Director for a period of 5 years.

Resolution required : Ordinary Resolution

Mode of Vote : E-voting and Poll at AGM

Resolution 6							
Promoter/Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	Number of votes-in favour	Number of votes-against	% of votes in favour of votes polled	% of Votes Against on votes polled
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]*
Promoter	86,26,301	86,26,301	100.00	86,26,301	00	100.00	00.00
Public-Institution Holders	199	00	N.A.	0	00	N.A.	N.A.
Public Others	29,37,857	9,36,511	31.88	9,36,445	66	99.99	00.00
Total	1,15,64,357	95,62,812	82.69	95,62,746	66	99.99	00.00





CIN : L65990MH1985PLC037697

Corporate Office : No. 50, Ground Floor, Millennium Towers, Queen's Road, Bangalore-560 051.
Tel.: 080-2286 1597/98. Toll Free : 1800-22-9222

7. Re-appointment of Mr. B. S. Shetty as Managing Director for a period of 1 year.

Resolution required : Ordinary Resolution

Mode of Vote : E-voting and Poll at AGM

Resolution 7							
Promoter/Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	Number of votes-in favour	Number of votes-against	% of votes in favour of votes polled	% of Votes Against on votes polled
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]*
Promoter	86,26,301	86,26,301	100.00	86,26,301	00	100.00	00.00
Public-Institution Holders	199	0	N.A.	0	00	N.A.	N.A.
Public Others	29,37,857	9,36,577	31.88	9,36,567	10	99.99	00.00
Total	1,15,64,357	95,62,878	82.69	95,62,868	10	99.99	00.00

