

SCRUTINIZER'S REPORT ON E-VOTING

(Pursuant to section 108 of the Companies Act, 2013 and Rule 20(3) of Companies (Management and Administration) Rules, 2014)

To,

The Chairman

Of 29th Annual General Meeting (AGM) of M/s. Goenka Business and Finance Limited
Held on September 30, 2016 at 18, Rabindra Sarani, Poddar Court,
Gate No. 4, 4th Floor, Room no. 3, Kolkata, WB-700001 at 11:00 a.m.

Subject: Report on the e-Voting Process for the 29th Annual General Meeting of M/s. Goenka Business and Finance Limited

Dear Sir,

I, Vikas Kumar Verma, Practicing Company having office at B-502, Statesman House, 148 Barakhamba Road, New Delhi-110001 has been appointed by the Board of Directors of **M/s. Goenka Business and Finance Limited** as a Scrutinizer for conducting the e-voting process for the 29th Annual General Meeting of the company to be held on September 30, 2016.

As the Scrutinizer, I report that in compliance of the provisions of Rule 20(3)(vi) of the Companies (Management and Administration) Rule 2014, the above electronic voting remained open to the members from Tuesday, September 27, 2016 (9:00 am IST) and ends on Thursday, September 29, 2016 (5:00 pm IST). The members of the company as on cut-off date i.e. 23rd September, 2016 were entitled to vote on the resolutions as set out in the Notice of the 29th AGM.

The results of the e-voting are as under:-

a) As an Ordinary Resolution- Item No.1

Adoption of Statement of Profit and Loss, Balance Sheet, Report of Directors and Auditors for the Financial Year ended on 31st March, 2016.

1. Voted in Favour of the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
88	1,87,263	100%

2. Voted against the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
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B-502, Statesman House, 148, Barakhamba Road, New Delhi - 110001

Off. No. 011 23329654, 09953573236

Web: www.vvanda.com

3. Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
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b) As an Ordinary Resolution- Item No.2

To consider the appointment of M/s. M A A K & Associates; (Chartered Accountant) as a Statutory Auditors of the Company and to fix their remuneration for the Financial Year 2015-16

1. Voted in Favour of the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
88	1,87,263	100%

2. Voted against the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
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3. Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
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c) As an Ordinary Resolution- Item No.3

Appointment of Mrs. Urmilaben Sharadbhai Talsaniya (DIN: 07536129) as Whole Time Director of the Company.

1.Voted in Favour of the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
88	1,87,263	100%

2.Voted against the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
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3. Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
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d) As an Ordinary Resolution- Item No.4

Appointment of Mr. Prashant Ghanshyambhai Ukani (DIN: 03406521) as Director of the Company.

1. Voted in Favour of the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
88	1,87,263	100%

2. Voted against the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
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3. Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
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e) As an Ordinary Resolution- Item No.5

Appointment of Mr. Hardik Madhukumar Bhatt (DIN: 07388025) as an Director of the Company

1. Voted in favour of 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
88	1,87,263	100%

2. Voted against 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
-	-	-

3. Invalid Votes

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

Thanking you

Yours faithfully
**For Vikas Verma & Associates
Company Secretaries**

**Vikas Kumar Verma
Proprietor
Membership No: 29933**

**Place: New Delhi
Date: 1st October, 2016**