

S. J. MADHWARAJ, B.Com., LL.B.,
Advocate
9845536952



1493, 1st Floor,
Sarada Vilasa Road,
K. M. Puram,
Mysuru-4.

To:
The Chairman
Venlon Enterprises Limited
Belvadi Industrial Area
Mysuru

Sir

Sub: Scrutinizer's Report on e-voting conducted

I, S J Madhwaraj, Advocate, has been retained as the Scrutinizer by the Company viz. of Venlon Enterprises Limited pursuant to Section 108 of the Companies Act 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules 2014 to conduct electronic voting process received from the share holders in respect of the attached resolutions to be passed at the Annual General Meeting of the company.

The notice convening the Annual General Meeting (AGM) of the company was sent to the share holders. The Company has availed e-voting facilities offered by Central Depository Services Ltd. The shareholders of the Company holding shares as on cut off date, 23rd Sept 2015 were entitled to vote on the proposed resolutions as set out in items # 1 to 4 in the Notice of AGM.

The voting period for e-voting commenced on 27th Sept 2015 at 9 am and ended on 29th Sept 2015 at 5 pm. The votes cast under this facility were opened in the presence of two witnesses (not in employment of the company).

Based on the results, I annex the report along with the details and analysis of the e-voting results for the four items of the agenda contained in the said Notice.

S.J. Madhwaraj
Date: 30/09/2015, Time: 5-45 pm
Place: Mysuru
Scrutinizer Number: 32650



Analysis of the Results

Resolution # 1:

Adoption of Audited Balance Sheet as at 31st March 2015 and Profit & Loss Account for the year ended as on that date together with Report of Board of Directors, Auditors and Corporate Governance.

E-vote	Number of Members voted thru electronic voting mode	Number of votes cast (shares)	Percentage of total number of valid votes cast
Received	6	15375939	29.43%
Assent	6	15375939	29.43%
Dissent	Nil	Nil	Nil
Abstain	0	0	0
Total	6	15375939	29.43%

Resolution # 2:

Appointment of **Mr. CHAND DATWANI** as Director, who retires by rotation, and being eligible, offers himself for re-appointment.

E-vote	Number of Members voted thru electronic voting mode	Number of votes cast (shares)	Percentage of total number of valid votes cast
Received	6	15375939	29.43%
Assent	6	15375939	29.43%
Dissent	Nil	Nil	Nil
Abstain	0	0	0
Total	6	15375939	29.43%

Resolution # 3:

Appointment of **Smt SAROJ DATWANI** as Director, who retires by rotation, and being eligible, offers himself for re-appointment.

E-vote	Number of Members voted thru electronic voting mode	Number of votes cast (shares)	Percentage of total number of valid votes cast
Received	6	15375939	29.43%
Assent	6	15375939	29.43%
Dissent	Nil	Nil	Nil
Abstain	0	0	0
Total	6	15375939	29.43%

S. J. Madhwaraj
...2

Resolution # 4:

To ratify the appointment of Statutory Auditors, M/s **Rau & Nathan**, Chartered Accountants, Mysuru, (Firm # 003178S) to hold office from the conclusion of this meeting till the conclusion of the third consecutive AGM.

E-vote	Number of Members voted thru electronic voting mode	Number of votes cast (shares)	Percentage of total number of valid votes cast
Received	6	15375939	29.43%
Assent	6	15375939	29.43%
Dissent	Nil	Nil	Nil
Abstain	0	0	0
Total	6	15375939	29.43%

The Register, all other papers and relevant records relating to electronics voting shall remain in my safe custody until the Chairman considers, approves and sings the minutes of the aforesaid Annual General Meeting and thereafter will be handed over to the Company Secretarial department for safe keeping.

Thanking you
Sincerely



S.J. Madhwaraj

Advocate

Place: Mysuru

Date: 30/09/2015, Time: 5-45 pm