



Kumar Gaurav Agarwal & Co.

Report of Scrutinizer

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Eldeco Housing and Industries Limited
S-16, 2nd Floor, Eldeco Station-1,
Site No. 1, Sector-12,
Faridabad, Haryana-121007

SUBJECT: SCRUTINIZER'S REPORT ON POSTAL BALLOT CONDUCTED PURSUANT TO THE PROVISIONS OF SECTION 108 AND 110 OF THE COMPANIES ACT, 2013 ("THE ACT") READ WITH COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014

REF: POSTAL BALLOT FOR SEEKING SPECIAL RESOLUTION FOR SHIFT OF REGISTERED OFFICE FROM THE STATE OF HARYANA TO THE STATE OF UTTAR PRADESH OF ELDECO HOUSING AND INDUSTRIES LIMITED

Dear Sir,

Pursuant to Section 108 and 110 of the Companies Act, 2013 ("the Act") Read with Companies (Management And Administration) Rules, 2014, I, Kumar Gaurav, Proprietor of M/s Kumar Gaurav Agarwal & Co., Chartered Accountants, had been appointed as Scrutinizer by the Board of Directors of M/s Eldeco Housing and Industries Limited ("the Company") vide its Resolution dated 27th of June, 2017, to conduct Postal Ballot/Electronic voting (e-voting) process in respect of proposed resolution for shifting of registered office of the company from one State to another as entailed in the "Notice of Postal Ballot."

The Notice dated 27th of June, 2017 regarding shifting of Registered Office of the Company from State of Haryana to State of Uttar Pradesh, with the Explanatory Statement, setting out the material facts and reasons thereof any other document(s) necessary under Section 102 of the Act, had been dispatched to the shareholders both physically and electronically within the stipulated time limit for the same as set out in the Act. Advertisement regarding dispatch of "Notice of Postal Ballot" was also published by the Company stating relevant information as required to be published under the provisions of the said Act. The Shareholders holding shares as on 27th June, 2017 (**Cut-Off Date**) were entitled to vote on Resolutions as stated in the Notice of Postal Ballot.

The Company has availed the E-Voting facility offered by the Central Depository Services Limited ("CDSL") for conducting E-Voting for shareholders of the Company. The Company has also provided the facility of voting by postal ballot through physical postal ballot forms to be sent in self addressed prepaid postage envelopes for members who opt to vote physically.



The entire voting period commenced on 1st July, 2017 (09.00 hours IST) and ended on 31st July, 2017 (17.30 hours IST). Votes casted by members on or before 31st July, 2017 (17:30 Hours IST) have only been taken into consideration. Any Postal Ballot Forms received after the aforementioned date have been treated as invalid. And the CDSL e-voting platform was thereafter blocked.

Based on the ballot forms received and data provided through the CDSL e-voting system, I have scrutinized, reconciled and reviewed the voting through electronic means and postal ballot and the votes tendered therein.

I hereby submit my Report on the result of the voting through electronic means and through the Postal Ballot by physical means in respect of the below mentioned resolutions, as under:

Special Resolution – Item No.1

Description	Special Resolution for shifting of Registered Office of the Company from the State of Haryana to the State of Uttar Pradesh and Alteration of Clause II of the Memorandum of Association of the Company					
Particulars	E-Voting	% of Total Votes	Physical Voting	% of Total Votes	Total Votes	% of Total Votes
Votes casted in favour	1095407	99.09%	10026	0.91%	1105433	100%
Votes casted against	NIL	0	NIL	0	NIL	0
Invalid Votes	NIL	0	NIL	0	NIL	0
GRAND TOTAL					1105433	100%

The Register, all other papers and relevant records relating to voting process shall remain under my custody until the Chairman considers, approves and signs the Minutes of the aPostal Ballot and the same shall be handed over thereafter to the Company Secretary of the Company.

For **Kumar Gaurav Agarwal & Co.**
Chartered Accountants
FRN : 021759N



Kumar Gaurav
Proprietor
501252



Place: Delhi
Date: 2nd August, 2017