

# MARSONS

Ref. No. ML/BSE/080/15-16

Date: 16.07.2015

The Department of Corporate Services  
Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Tower  
Dalal Street,  
Mumbai-400001.

*Dear Sir,*

We would like to inform you that Company has declared the result of the postal ballot for the resolutions proposed vide notice dt.15.05.2015 and both the resolutions have been carried by requisite majority. The Copy of the Scrutinizers' Report is enclosed herewith for your reference and record.

Thanking You,

Yours faithfully,  
For MARSONS LIMITED

A K  
Akhilesh Kotia  
(Chairman)  
(Din: 00076777)

Encl: as above

**Marsons Limited**

**CIN : - L31102WB1976PLC030676**

Regd. Off. & Works: Budge Budge Trunk Road, Maheshtala, Kolkata – 700 142

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## SCRUTINIZER'S REPORT

**To**  
**The Chairman,**  
**Marsons Limited**  
**Marsons House**  
**Budge Budge Trunk Road,**  
**Vill. – Chakmir, P. O. Maheshtala**  
**Kolkata- 700142**

*Dear Sirs,*

- (1) We have been appointed as Scrutinizer by the Company for conducting the postal ballot and e-voting process in a fair and transparent manner in terms of the resolution of Board of Directors of the Company dated 15<sup>th</sup> May, 2015.
- (2) The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and postal ballot on the resolution contained in the Notice of the postal ballot and e-voting dated the 15<sup>th</sup> day of May, 2015. Our responsibility as a scrutinizer for the voting process through electronic means and postal ballots is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system of Central Depository Services (India) Limited (CDSL) and of voting received through postal ballots as provided by M/s Maheshwari Datamatics Private Limited, Kolkata the agencies engaged by the Company to provide e-voting / postal ballot facilities.
- (3) We submit our report as under :
  - (a) The Company has completed the dispatch of physical postal ballot forms (containing e-voting instructions) along with postage prepaid self-addressed envelope and postal ballot (containing e-voting instructions) via electronic mode by 13<sup>th</sup> day of June, 2015 to its Members whose name(s) appeared on the Register of Members / list of beneficiaries as on the 29th day of May, 2015.
  - (b) Particulars of all the postal ballot forms received from the Members have been entered in a register separately maintained for the purpose.
  - (c) The postal ballot forms were kept under our safe custody in sealed and tamper proof ballot boxes.
  - (d) The ballot boxes were opened after 5 p.m. on Wednesday, 15<sup>th</sup> day of July, 2015, in our presence.







- (e) The postal ballot forms were duly opened in our presence and scrutinized.
- (f) All postal ballot forms received on or before 5 p.m. on Wednesday, 15<sup>th</sup> day of July, 2015, the last date as fixed by the Company for receipt of the forms, were considered for our scrutiny.
- (g) Envelopes containing postal ballot forms received after 5 p.m. on Wednesday, 15<sup>th</sup> day of July, 2015, *if any*, were not considered for our scrutiny.
- (h) We did not find any defaced ballot paper.
- (i) Summary of the Postal Ballot votes casted through Physical Mode is as follows :-

1.	Total No. of Postal Ballot Forms Received	4	
2.	Total No. of Invalid Postal Ballot Forms	0	
3.	Total No. of Valid Postal Ballot Forms	4	
		<u>Resolution</u> <u>No. 1</u>	<u>Resolution</u> <u>No. 2</u>
4.	Total No. of Valid Postal Ballot Forms in favour of the Resolution	4	4
5.	Total No. of Valid Postal Ballot Forms against the Resolution	0	0
6.	Total No. of valid Votes / Shares casted	2,45,060	2,45,060
7.	Total No. of valid Votes / Shares in favour of the Resolution	2,45,060	2,45,060
8.	Total No. of valid Votes / Shares against the Resolution	0	0

- (j) Members were provided the opportunity to cast their vote(s) through electronic voting system in terms of the platform as provided by CDSL e-voting system ([www.evotingindia.com](http://www.evotingindia.com)).
- (k) The e-voting period remained open from 10:00 A.M. IST on Tuesday, the 16<sup>th</sup> day of June, 2015 up to 5:00 P.M. IST on Wednesday, the 15<sup>th</sup> day of July, 2015.





- (l) The Shareholders holding shares as on the "cut off" date, i.e. 29<sup>th</sup> day of May, 2015 were entitled to vote on the proposed resolution as mentioned in the notice of the postal ballot and e-voting dated 15<sup>th</sup> day of May, 2015.
- (m) The result of the electronic voting was downloaded after 5 p.m. on Wednesday, 15<sup>th</sup> day of July, 2015 from CDSL website providing the platform for e-voting system ([www.evotingindia.com](http://www.evotingindia.com)) and were unblocked in the presence of Mr. Narayan Chandra Saha and Mr. Raju Chowdhury (not being the employees of the Company) and has been included in our report.
- (n) Summary of the votes casted through Electronic Voting System [EVSN: 150606002] is as follows :-

	<u>Resolution</u> <u>No. 1</u>	<u>Resolution</u> <u>No. 2</u>
Total Folios Voted	4	4
Total Folios Voted in Favour of the Resolution	4	3
Total Folios Voted Against the Resolution	0	1
Total No. of Votes / Shares casted through e-voting system	411	411
Total No. of Votes / Shares casted in favour of the Resolution	411	36
Total No. of Votes / Shares casted against the Resolution	0	375

- (o) Hence, final consolidated summary of the votes casted (aggregate of Physical and Electronic Voting System) is as follows :-

**Resolution No. 1****Approval for filling the casual vacancy caused by the resignation of Statutory Auditors of the Company**

Sr. No.	Votes casted	No of Folios voted	Votes through Postal Ballot	Votes through Electronic Voting	Total No. of Votes / Shares	% of Valid Votes Received
1.	Favour	8	2,45,060	411	2,45,471	100.00
2.	Against	0	0	0	0	0.00
<b>Total</b>					<b>2,45,471</b>	<b>100.00</b>



**A. K. LABH**

B.Com., MBA, FCS, ACMA (ICAI), ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
Practicing Company Secretary



**A. K. LABH & Co.**

**Company Secretaries**

40, Weston Street, 3rd Floor, Kolkata - 700 013  
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Mobile : 9 8 3 0 0 - 5 5 6 8 9 / 9 8 3 0 0 - 5 7 6 8 9  
e-mail aklabh@aklabh.com / aklabhcs@gmail.com  
Website : www.aklabh.com

**Resolution No. 2**

**Approval of material related party transactions**

Sr. No.	Votes casted	No of Folios voted	Votes through Postal Ballot	Votes through Electronic Voting	Total No. of Votes / Shares	% of Valid Votes Received
1.	Favour	7	2,45,060	36	2,45,096	99.85
2.	Against	1	0	375	375	0.15
<b>Total</b>					<b>2,45,471</b>	<b>100.00</b>

Note: *Promoter and Promoter Group have not casted any vote in this voting process through Postal Ballot and E-voting.*

- The postal ballot forms, e-voting register and other related papers / registers and records shall remain in our safe custody until the Chairman considers, approves and signs the minutes of postal ballot and e-voting.
- The proposed resolution has therefore been approved by the Shareholders of the Company with requisite majority.
- You may accordingly declare the result of the voting by Postal Ballot.

Thanking You,

Yours truly

For **A. K. LABH & Co.**  
**Company Secretaries**

(CS A. K. LABH)  
**Practicing Company Secretary**  
FCS - 4848 / CP No. - 3238



**Place: Kolkata**  
**Dated: 16.07.2015**

**Verified the contents and received the Report of the Scrutinizer**

**For Marsons Limited**

(A. Kotia)  
**Chairman**