

**CONSOLIDATED SCRUTINIZER'S REPORT**

**(E-VOTING & POLLING PROCESS)**

[Pursuant to section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies, (Management and Administration) Rules, 2014 as amended]

To

**Date: 28.09.2017**

**The Chairman**  
**M/s. Bharatiya Global Infomedia Limited**  
**1301, Vijaya Building 17, Barakhamba Road,**  
**Connaught Place New Delhi -110001, India.**

**In the matter of 23<sup>rd</sup> AGM held on 27<sup>th</sup> September, 2017 at 03:30 P.M. at A-81, Bipin Chandra Pal Memorial Trust, C.R. Park, New Delhi-110019.**

Dear Sir,

I, Nilesh Bhardwaj, Associate of K. K. Singh & Associates, Company Secretaries, Gurgaon having head office at Plot No. 384P, Sector-40, Gurgaon (HR.)-122003, have been appointed by the Board of Directors of **M/s. Bharatiya Global Infomedia Limited** ("The Company") as the Scrutinizer for the purpose of scrutinizing the E-voting & Polling process in a fair and transparent manner and ascertaining the requisite majority on e-voting & Poll carried out as per the provisions of Section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 respectively as amended from time to time in respect of the resolutions contained in the Notice of the 23<sup>rd</sup> Annual General Meeting of the Equity Shareholders of the Company held on **27<sup>th</sup> September, 2017 at A-81, Bipin Chandra Pal Memorial Trust, C.R. Park, New Delhi-110019 at 03:30 P.M.**

1. It is the responsibility of the Management of the Company to ensure due compliance of the applicable provisions of the Companies Act, 2013 and Rules made thereunder and also the requirements thereof relating to voting through electronic means and poll process on resolutions contained in the Notice of the 23<sup>rd</sup> Annual General Meeting of the members of the Company. As the Scrutinizer for the e- voting & Poll process, my role and responsibility are limited to make a Consolidated Scrutinizer's Report of the votes cast in respect of the resolutions contained in the Notice of 23<sup>rd</sup> Annual General Meeting, based on the reports generated from the e-voting system provided by Karvy Computershare Private Limited (KCPL), the authorized agency to provide e-voting facilities, as engaged by the Company. At the AGM, the requisite number of members were present to constitute the quorum. Therefore, the scrutinizer considered the valid votes casted through Poll Process and e-voting and declared the result after scrutiny.
2. Further to above, I submit my Report as under:
  - (i) The e-voting period was kept open from Sunday, 24<sup>th</sup> September, 2017 at 9:00 A.M. till Tuesday, 26<sup>th</sup> September, 2017 at 5:00 P.M.





- (ii) The members holding shares as on the record date/cutoff date i.e. 20<sup>th</sup> September, 2017 were entitled to vote on the proposed resolutions i.e. item no. 1 to 7 as set out in the Notice of the 23<sup>rd</sup> AGM of the Company.
- (iii) Accordingly, the electronic votes casted were taken into account and at the end of this e-voting period on 26<sup>th</sup> September, 2017 at 5:00 P. M., the KCPL portal was blocked for voting.
- (iv) The Votes casts through Poll at AGM and thereafter votes casts through remote e-Voting were unblocked in the presence of two witnesses i.e. Ms. Rinku Jha and Ms. Meenakshi Goel, who are not in the employment of the Company. They have signed below in confirmation of the votes being opened in their presence.
- (v) The details of shareholders who opted for the remote e-Voting and the details of Shareholders who opted for voting through polling paper at AGM are summarized hereunder in tabular form. The vote counting has been done based on one share having one vote while counting the vote casted on resolution. The scrutinizer has considered the votes casted through Polling Papers and remote e-voting and declared those votes as invalid which were not filled properly or in incorrect form.
- (vi) Thereafter the details containing, inter alia, list of Equity Shareholders, who voted "for" and/or "against" each of the resolutions that were put to vote, were generated from the e-voting website of KCPL i.e. <https://evoting.karvy.com>.
- (vii) The total number of members who casted their votes through remote e-Voting were 53 (Fifty Three) and the total number of members who casted their votes at the AGM through Polling paper are 38 (Thirty Eight) aggregating to 91 number of Members (E-voting + Poll).

**Based on the reports generated and prepared, the results of the e-voting and Polling process are as under:**

**Resolution No. 1(a)**

**To Receive, Consider, and Adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2017 and the Reports of the Board of Directors and Auditors thereon.**

Particulars (Mode of Voting)	Votes in Favor of Resolutions (as per No. of shares)		Votes against the Resolution (as per No. of shares)		Invalid Votes (as per No. of shares)
	Nos.	Percentage	Nos.	Percentage	Nos.
Remote e- Voting	28,47,352	100	Nil	Nil	Nil
Polling at AGM	21,970	100	Nil	Nil	30,193
<b>Total</b>	<b>28,69,322</b>	<b>-</b>	<b>Nil</b>	<b>Nil</b>	<b>30,193</b>





**Resolution No. 1(b)**

**To Receive, Consider, and Adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2017 and the Reports of the Board of Directors and the Auditors thereon**

Particulars (Mode of Voting)	Votes in Favor of Resolutions (as per No. of shares)		Votes against the Resolution (as per No. of shares)		Invalid Votes (as per No. of shares)
	Nos.	Percentage	Nos.	Percentage	Nos.
<b>Remote e-Voting</b>	28,47,352	100	Nil	Nil	Nil
<b>Polling at AGM</b>	21,970	100	Nil	Nil	30,193
<b>Total</b>	<b>28,69,322</b>	<b>-</b>	<b>Nil</b>	<b>Nil</b>	<b>30,193</b>

**Resolution No. 2**

**To appoint a Director in place of Mr. Rakesh Bhatia (DIN: 00046983), who retires by rotation and, being eligible, offers himself for re-appointment.**

Particulars (Mode of Voting)	Votes in Favor of Resolutions (as per No. of shares)		Votes against the Resolution (as per No. of shares)		Invalid Votes (as per No. of shares)
	Nos.	Percentage	Nos.	Percentage	Nos.
<b>Remote e-Voting</b>	28,47,352	100	Nil	Nil	Nil
<b>Polling at AGM</b>	21,970	100	Nil	Nil	30,193
<b>Total</b>	<b>28,69,322</b>	<b>-</b>	<b>Nil</b>	<b>Nil</b>	<b>30,193</b>

**Resolution No.3**

**To ratify appointment of M/s SAMPRK & Associates, Chartered Accountants, (Firm Registration Number 013022N) as the Statutory Auditors and fix their remuneration.**

Particulars (Mode of Voting)	Votes in Favor of Resolutions (as per No. of shares)		Votes against the Resolution (as per No. of shares)		Invalid Votes (as per No. of shares)
	Nos.	Percentage	Nos.	Percentage	Nos.
<b>Remote e-Voting</b>	28,47,352	100	Nil	Nil	Nil
<b>Polling at AGM</b>	21,970	100	Nil	Nil	30,193
<b>Total</b>	<b>28,69,322</b>	<b>-</b>	<b>Nil</b>	<b>Nil</b>	<b>30,193</b>







**K. K. SINGH & ASSOCIATES**  
**COMPANY SECRETARIES**

**Resolution No.4**

**To Re-appoint Mr. Sanjay Kapoor (DIN: 00047651) as an Independent Director.**

Particulars (Mode of Voting)	Votes in Favor of Resolutions (as per No. of shares)		Votes against the Resolution (as per No. of shares)		Invalid Votes (as per No. of shares)
	Nos.	Percentage	Nos.	Percentage	
<b>Remote e- Voting</b>	28,47,352	100	Nil	Nil	Nil
<b>Polling at AGM</b>	21,970	100	Nil	Nil	30,193
<b>Total</b>	<b>28,69,322</b>	<b>-</b>	<b>Nil</b>	<b>Nil</b>	<b>30,193</b>

**Resolution No. 5**

**To Re-appoint Mr. Harjeet Anand (DIN: 03168663) as an Independent Director.**

Particulars (Mode of Voting)	Votes in Favor of Resolutions (as per No. of shares)		Votes against the Resolution (as per No. of shares)		Invalid Votes (as per No. of shares)
	Nos.	Percentage	Nos.	Percentage	
<b>Remote e- Voting</b>	28,47,352	100	Nil	Nil	Nil
<b>Polling at AGM</b>	21,970	100	Nil	Nil	30,193
<b>Total</b>	<b>28,69,322</b>	<b>-</b>	<b>Nil</b>	<b>Nil</b>	<b>30,193</b>

**Resolution No. 6**

**To Appoint Mrs. Nanda Devi Soni (DIN: 06403321) as an Independent Director.**

Particulars (Mode of Voting)	Votes in Favor of Resolutions (as per No. of shares)		Votes against the Resolution (as per No. of shares)		Invalid Votes (as per No. of shares)
	Nos.	Percentage	Nos.	Percentage	
<b>Remote e- Voting</b>	28,47,352	100	Nil	Nil	Nil
<b>Polling at AGM</b>	21,970	100	Nil	Nil	30,193
<b>Total</b>	<b>28,69,322</b>	<b>-</b>	<b>Nil</b>	<b>Nil</b>	<b>30,193</b>







Resolution No. 7

Utilization of IPO Proceeds as on 31st March, 2017.

Particulars (Mode of Voting)	Votes in Favor of Resolutions (as per No. of shares)		Votes against the Resolution (as per No. of shares)		Invalid Votes (as per No. of shares)
	Nos.	Percentage	Nos.	Percentage	Nos.
Remote e- Voting	28,47,352	100	Nil	Nil	Nil
Polling at AGM	21,970	100	Nil	Nil	30,193
<b>Total</b>	<b>28,69,322</b>	<b>-</b>	<b>Nil</b>	<b>Nil</b>	<b>30,193</b>

*Note: The poll papers which were incomplete and/or which were found defective have been treated as invalid and kept separately.*

As per the rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, as amended time to time, the register has been maintained electronically containing the details of assent and dissent voting by the members with complete details of them.

The electronic data and all other relevant records relating to electronic voting and Poll shall remain in our safe custody until the Chairman considers, approves and sign the Minutes of the aforesaid Annual General Meeting and thereafter the same be handed over to the Company Secretary for safe keeping.

Thanking You,

Yours Faithfully,  
For K. K. Singh & Associates



CS Nitesh Bhargava  
Associate

C.P. No.: 18820, M. No. 51178