



REPORT OF SCRUTINIZER [E-VOTING]

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3) (xi) of the Companies (Management and Administration) Rules, 2014]

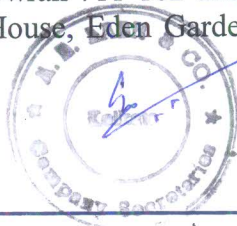
To,
The Chairman
WILLIAMSON MAGOR & CO. LIMITED
Four Mangoe Lane,
Surendra Mohan Ghosh Sarani,
Kolkata-700 001

Dear Sir,

I, Atul Kumar Labh, Practising Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the Scrutinizer in connection with the Annual General Meeting of the members of “**WILLIAMSON MAGOR & CO. LIMITED**” (“Company”) to be held on Wednesday, 10th September, 2014 at 11 A.M. at the Williamson Magor Hall of The Bengal Chamber of Commerce and Industry, 6, Netaji Subhas Road, Kolkata – 700001, for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of the Companies Act, 2013 and sub-rule (xi) of Rule 20 of the Companies (Management and Administration) Rules, 2014 on the resolutions referred to in this report.

I submit my report as under:

1. The e-voting period remained open from 10.00 A.M (IST) on Thursday, the 4th day of September, 2014 up to 10.00 A.M (IST) on Sunday, the 7th day of September, 2014.
2. The Shareholders holding shares as on the “cut off” date, i.e. 8th day of August, 2014 were entitled to vote on the proposed 12 (Twelve) resolutions as mentioned in the notice dated 23rd day of July, 2014 of the Annual General Meeting of the Company.
3. The votes were unblocked on Monday, the 8th day of September, 2014 at 11.00 A.M. (IST) in the presence of two witnesses, namely, Mr. Narayan Chandra Saha, residing at 108 Sarat Chatterjee Road, Howrah-711 102 and Mr. Raju Chowdhury residing at The C.A.B., Dr. B. C. Roy Club House, Eden Gardens, Kolkata – 700 021 who are not in employment of the company.





4. Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-Voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com>)
5. The result of the e-voting [140722015] is as under:

<A> ORDINARY BUSINESS:**a) Resolution 1*****Adoption of Accounts for the year ended 31.03.2014***

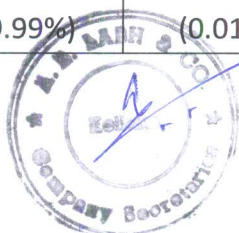
<i>Total No. of votes casted</i>	<i>Total No. of votes casted in favour</i>	<i>Total No. of votes casted against</i>	<i>Result</i>
6797028	6796997 (99.99%)	31 (0.01%)	Carried By Majority

b) Resolution 2***Re-appointment of Mr. R.S. Jhawar as a director***

<i>Total No. of votes casted</i>	<i>Total No. of votes casted in favour</i>	<i>Total No. of votes casted against</i>	<i>Result</i>
6797028	6796988 (99.99%)	40 (0.01%)	Carried By Majority

c) Resolution 3***Appointment of Auditors***

<i>Total No. of votes casted</i>	<i>Total No. of votes casted in favour</i>	<i>Total No. of votes casted against</i>	<i>Result</i>
6797028	6796988 (99.99%)	40 (0.01%)	Carried By Majority



** SPECIAL BUSINESS:****d) Resolution 4*****Appointment of Mr. Tuladri Mallick as the Manager of the Company.*****Type of Resolution: Special Resolution**

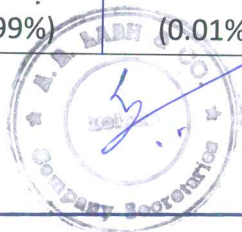
Total No. of votes casted	Total No. of votes casted in favour	Total No. of votes casted against	Result
6797028	6796988 (99.99%)	40 (0.01%)	Carried By Majority

e) Resolution 5***Appointment of Ms. T.R. Swaminathan as an Independent Director*****Type of Resolution: Ordinary Resolution**

Total No. of votes casted	Total No. of votes casted in favour	Total No. of votes casted against	Result
6797028	6796988 (99.99%)	40 (0.01%)	Carried By Majority

f) Resolution 6***Appointment of Dr. R Srinivasan as an Independent Director*****Type of Resolution: Ordinary Resolution**

Total No. of votes casted	Total No. of votes casted in favour	Total No. of votes casted against	Result
6797028	6796988 (99.99%)	40 (0.01%)	Carried By Majority



**g) Resolution 7*****Appointment of Mr. G Momen as an Independent Director*****Type of Resolution: Ordinary Resolution**

Total No. of votes casted	Total No. of votes casted in favour	Total No. of votes casted against	Result
6797028	6796988 (99.99%)	40 (0.01%)	Carried By Majority

h) Resolution 8***Appointment of Mr. Bharat Bajoria as an Independent Director*****Type of Resolution: Ordinary Resolution**

Total No. of votes casted	Total No. of votes casted in favour	Total No. of votes casted against	Result
6797028	6796988 (99.99%)	40 (0.01%)	Carried By Majority

i) Resolution 9***Appointment of Mr. H. M. Parekh as an Independent Director*****Type of Resolution: Ordinary Resolution**

Total No. of votes casted	Total No. of votes casted in favour	Total No. of votes casted against	Result
6797028	6796988 (99.99%)	40 (0.01%)	Carried By Majority



**j) Resolution 10*****Appointment of Mr. Padam Kumar Khaitan as an Independent Director*****Type of Resolution: Ordinary Resolution**

Total No. of votes casted	Total No. of votes casted in favour	Total No. of votes casted against	Result
6797028	6796988 (99.99%)	40 (0.01%)	Carried By Majority

k) Resolution 11***To create Charge, Mortgage on the assets of the Company*****Type of Resolution: Special Resolution**

Total No. of votes casted	Total No. of votes casted in favour	Total No. of votes casted against	Result
6797028	6796878 (99.99%)	150 (0.01%)	Carried By Majority

l) Resolution 12***Fixation of borrowing limits*****Type of Resolution: Special Resolution**

Total No. of votes casted	Total No. of votes casted in favour	Total No. of votes casted against	Result
6797028	6796868 (99.99%)	160 (0.01%)	Carried By Majority



A. K. LABH

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



A. K. LABH & Co.

Company Secretaries

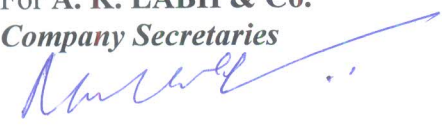
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Mobile : 9 8 3 0 0 - 5 5 6 8 9 / 9 8 3 0 0 - 5 7 6 8 9
e-mail aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

6. The Registers, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company.

Thanking You,

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


(CS A. K. LABH)
Practicing Company Secretary
FCS – 4848 / CP - 3238



Place: Kolkata

Dated: 08.09.2014