



SANJAY DHOLAKIA & ASSOCIATES

COMPANY SECRETARIES

B.COM. LL.B. F.C.S.

213, Gr. Floor, Raghuleela Mall,
Behind Poincur Bus Depot,
Kandivali (West), Mumbai - 400 067.

☎ : 2807 3233
98700 31365

E-mail : sanjayrd65@yahoo.com

Date: 13th June 2015

To,
The Chairman
FDC LIMITED
B-8 MIDC Industrial Estate,
Waluj,
Aurangabad- 431130.

Dear Sir,

SCRUTINIZER REPORT

I, Sanjay R. Dholakia, a Practicing Company Secretary have been appointed as a Scrutinizer by FDC LIMITED and I have furnished and submitted my reports as per the provision of Section 108 & 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rule 2014.

The Board appointed me at their Meeting of the Company held on Wednesday, 6th May 2015 as the Scrutinizer for the Postal Ballot conducted and also the Company had appointed me Scrutinizer for the E-Voting facilities, provided by CDSL, for the E-Voting period which commenced on 14th May 2015 (10.00 a. m.) and ended on 12th June 2015 (5.00 p. m.).

Based on my scrutiny, I am enclosing herewith my Report.

Thanking you,

Yours faithfully,

For SANJAY DHOLAKIA & ASSOCIATES

Dholakia Sanjay R
(SANJAY R. DHOLAKIA)
Practicing Company Secretary
Proprietor
Encl.: as above





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I have issued Scrutinizer's Reports on E-Voting and Postal Ballot on 13th June 2015. As requested by the Management, I submit herewith the combined report on the results of E-Voting and Postal Ballot as under:

RESOLUTION_ID	Resolutions	Votes in favour of the resolutions		Votes in against of the resolutions	
		VOTE COUNT ASSENT	% OF ASSENT VOTES	VOTE COUNT DISSENT	% OF DISSENT VOTES
1	APPROVAL OF THE SCHEME OF AMALGAMATION AND ARRANGEMENT	26997557	99.99	1765	0.01
2	UTILIZATION OF THE RESERVES INCLUDING CAPITAL REDEMPTION RESERVE, PURSUANT TO THE SCHEME	26946082	99.84	43065	0.16
3	ALTERATION OF THE ARTICLES OF ASSOCIATION OF THE COMPANY	149387399	99.93	106609	0.07

Thanking you,

For SANJAY DHOLAKIA & ASSOCIATES

Dholakia Sanjay R

(SANJAY R. DHOLAKIA)

Practicing Company Secretary

Proprietor



Place: Mumbai

Date: 13th June 2015

Witness:

1. Nikunj Shah

Signature: *Nikunj Shah*

2. Suryakant Shinde

Signature: *Suryakant Shinde*