

Priti J Sheth & Associates

Company Secretaries

**Report of Scrutinizer(s) - Consolidated on votes casted through electronic mode
and by poll
(Pursuant to Section 108,109 of the Companies Act, 2013 and Rules framed thereunder)**

To,
**Mr. Deepak Lahoti (Authorized Representative of the Chairman of the 20th Annual
General Meeting of Wallfort Financial Services Limited)**

Subject : Consolidated Results of E-voting and voting through Poll

Dear Sir,

I, Priti J Sheth of M/s. Priti J. Sheth & Associates, Practicing Company Secretary, appointed as the Scrutinizer for the purpose of scrutinizing the electronic voting process and voting through Poll in respect to the below mentioned resolutions, at the 20th Annual General Meeting of the Shareholders of Wallfort Financial Services Limited, held on 30th September, 2015 at 205A, Hari Chambers, S B Marg, Fort, Mumbai 400 001 submit consolidated report of E-voting and voting through Poll as under:

1. The remote e-voting period remained open from 27th September, 2015 @ 09.00 a.m. upto 29th September, 2015 @ 05.00 p.m. through remote e-voting services provided by Central Depository Services (India) Limited (CDSL);
2. The votes casted through ballot process at the 20th Annual General Meeting held on 30th September, 2015 are taken into consideration for preparation of this Consolidated Report;
3. The votes casted through remote e-voting services provided by Central Depository Services (India) Limited (CDSL) were unblocked in presence of two witnesses;
4. Based on the counting of valid votes casted by remote e-voting and through ballot process, I hereby furnish the consolidated result for the business transacted at 20th Annual General Meeting of the Company

I. Resolution No. 1

Adoption of the Audited Balance Sheet of the Company as at March 31st, 2015 and the Profit & Loss Account for the year ended on that date and the Reports of the Directors' & Auditors thereon

- (i) Voted **in favour** of the resolution:

Number of members voted by Poll and electronically	Number of votes cast by them	% of total number of valid votes cast
20	7353420	100

(ii) Voted **against** the resolution:

Number of members voted by Poll and electronically	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes :

Number of members voted by Poll and electronically whose votes were declared invalid	Total number of votes cast by them
0	0

II. Resolution No. 2

Re-appointment of retiring Director, Mr. Manoj Bharadia (DIN: 00035385), as the Director of the Company

(i) Voted **in favour** of the resolution:

Number of members voted by Poll and electronically	Number of votes cast by them	% of total number of valid votes cast
20	7353420	100

(ii) Voted **against** the resolution:

Number of members voted by Poll and electronically	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Number of members voted by Poll and electronically whose votes were declared invalid	Total number of votes cast by them
0	0

III. Resolution No. 3

To appoint M/s. Kochar & Associates, as Statutory Auditors of the Company.

(i) Voted **in favour** of the resolution:

Number of members voted by Poll and electronically	Number of votes cast by them	% of total number of valid votes cast
20	7353420	100

(ii) Voted **against** the resolution:

Number of members voted by Poll and electronically	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes :

Number of members voted by Poll and electronically whose votes were declared invalid	Total number of votes cast by them
0	0

IV. Resolution No. 4

To appoint Mrs. Sangeeta Ashok Bharadia (DIN: 03335888) as Non Executive Promoter Director.

(i) Voted **in favour** of the resolution:

Number of members voted by Poll and electronically	Number of votes cast by them	% of total number of valid votes cast
20	7353420	100

(ii) Voted **against** the resolution:

Number of members voted by Poll and electronically	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes :

Number of members voted by Poll and electronically whose votes were declared invalid	Total number of votes cast by them
0	0

V. Resolution No. 5

To approve increase in remuneration paid to Mr. Ashok Bharadia (DIN: 00407830), Managing Director of the Company

(i) Voted **in favour** of the resolution:

Number of members voted by Poll and electronically	Number of votes cast by them	% of total number of valid votes cast
19	7353400	99.9997

(ii) Voted **against** the resolution:

Number of members voted by Poll and electronically	Number of votes cast by them	% of total number of valid votes cast
1	20	0.0003

(iii) Invalid votes :

Number of members voted by Poll and electronically whose votes were declared invalid	Total number of votes cast by them
0	0

VI. Resolution No. 6

To approve increase in remuneration paid to Mr. Deepak Lahoti (DIN: 01765511),
Whole-time Director of the Company

(i) Voted **in favour** of the resolution:

Number of members voted by Poll and electronically	Number of votes cast by them	% of total number of valid votes cast
19	7353400	99.9997

(ii) Voted **against** the resolution:

Number of members voted by Poll and electronically	Number of votes cast by them	% of total number of valid votes cast
1	20	0.0003

(iii) Invalid votes :

Number of members voted by Poll and electronically whose votes were declared invalid	Total number of votes cast by them
0	0

VII. Resolution No. 7

To approve increase in remuneration paid to Mr. Manoj Bharadia (DIN: 00035385),
Whole-time Director of the Company

(i) Voted **in favour** of the resolution:

Number of members voted by Poll and electronically	Number of votes cast by them	% of total number of valid votes cast
19	7353400	99.9997

(ii) Voted **against** the resolution:

Number of members voted by Poll and electronically	Number of votes cast by them	% of total number of valid votes cast
1	20	0.0003

(iii) Invalid votes :

Number of members voted by Poll and electronically whose votes were declared invalid	Total number of votes cast by them
0	0

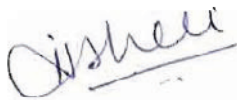
A Compact Disc (CD) containing a list of equity shareholders who voted "FOR" and "AGAINST" for each resolution is enclosed.

The ballot papers, poll papers and all other relevant records were sealed and handed over to the Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

**For Priti J Sheth & Associates
Practising Company Secretaries**



**Priti J Sheth
Membership No. 6833
C.P. No. 5518**

Date: 01/10/2015

