



PRADEEP DEBNATH & Co.
COMPANY SECRETARIES

FORM No.MGT-13

Report of Scrutinizer (s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman
28th Annual General Meeting of the Equity Shareholders
Of M/s Roadways India Limited on 28th day of September, 2015
At 10.00 a.m. at the Registered Office of the Company located at
“Business Point”, IIIrd Floor, 17, Ganesh Chandra Avenue,
Room No. 302, Kolkata – 700 013

Dear Sir,

I, Pradeep Debnath, Proprietor of M/s Pradeep Debnath & Co, Practising Company Secretary appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolutions, at the 28th Annual General Meeting of the Equity Shareholders of Roadways



PRADEEP DEBNATH & Co.
COMPANY SECRETARIES

India Limited, held on 28th day of September, 2015 at 10.00 p.m. at the Registered Office of the Company located at “Business Point”, IIIrd Floor, 17, Ganesh Chandra Avenue, Room No. 302, Kolkata –700 013, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, two ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and in presence of two witnesses, and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is asunder:

a) RESOLUTION NO. 1 – ADOPTION OF FINANCIAL STATEMENTS FOR THE YEAR ENDED ON MARCH 31, 2015, REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON

Voted in favour of the resolution:		
Number of members Present and Voting (in person or by proxy)	Number of votes cast by Them	% of total number of valid votes cast
25	2565400	72.88

Voted against the resolution		
Number of members Present and Voting (in person or by proxy)	Number of votes cast by Them	% of total number of Valid votes cast
Nil		

Invalid Votes	
Total number of members (in person Or by proxy) whose votes were declared Invalid	Total number of votes cast by them
NIL	NIL

b) RESOLUTION NO. 2 - RE-APPOINTMENT OF MR. VINOD KUMAR,WHO RETIRES BY ROTATION.

Voted in favour of the resolution:		
Number of members Present and Voting (in person or by proxy)	Number of votes cast by Them	% of total number of valid votes cast
25	2565400	72.88

Voted against the resolution		
Number of members Present and Voting (in person or by proxy)	Number of votes cast by Them	% of total number of Valid votes cast
NIL		

Invalid Votes	
Total number of members (in person Or by proxy) whose votes were declared Invalid	Total number of votes cast by them
NIL	NIL

c) RESOLUTION NO. 3—RATIFICATION OF APPOINTMENT OF AUDITOR AND TO FIXING THEIR REMUNERATION

Voted in favour of the resolution:		
Number of members Present and Voting (in person or by proxy)	Number of votes cast by Them	% of total number of valid votes cast
25	2565400	72.88

Voted against the resolution		
Number of members Present and Voting (in person or by proxy)	Number of votes cast by Them	% of total number of Valid votes cast
NIL		

Invalid Votes	
Total number of members(in person Or by proxy)whose votes were declared Invalid	Total number of votes cast by them
NIL	NIL

SPECIAL BUSINESS

d) **RESOLUTION NO.4**— TO APPOINT MRS. ANITA GOEL (DIN-00265706) AS DIRECTOR OF THE COMPANY.

Voted in favour of the resolution:		
Number of members Present and Voting (in person or by proxy)	Number of votes cast by Them	% of total number of valid votes cast
25	2565400	72.88
Voted against the resolution		

Number of members Present and Voting (in person or by proxy)	Number of votes cast by Them	% of total number of Valid votes cast
NIL		

Invalid Votes	
Total number of members(in person Or by proxy)whose votes were declared Invalid	Total number of votes cast by them
NIL	NIL

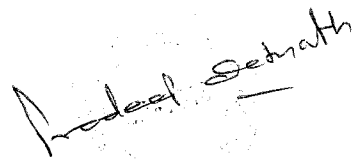
5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

Place: New Delhi

Dated: 30-09-2015



PRADEEP DEBNATH
PRACTISING COMPANY SECRETARY
 Membership NO.: F6654
 Certificate of Practice NO.: 7313