

SIDDHI JAIN & ASSOCIATES

Practising Company Secretaries

102/B-4 WING, ASHOK CHAKRAVARTY CHS
JB NAGAR, ANDHERI-(E)
MUMBAI-59

+91.84540.79700(M)

To
The Chairman
SV Trading & Agencies Limited
Shop No. 006, Building No. 1,
Vasant Aishwarya CHSL,
Mathuradas Extn. Road,
Kandivali (W), Mumbai-67

Dear Sir,

Sub: Report of the scrutinizer on the entire process of polling conducted through both e-voting and poll by physical ballot forms

I, Siddhi Jain, Practising Company Secretary, has been appointed as the scrutinizer by the board of Directors of **SV Trading & Agencies Limited** pursuant to the provisions of Sec 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 to scrutinize the entire process of polling conducted through electronic voting and also through the physical ballot forms received from the shareholders in respect of the below mentioned resolutions to be passed at the Thirty-fourth Annual General Meeting of the Company to be held on Friday, the 12th day of Sept 2014.

The Notice dated 20th Aug 2014 convening the Annual General Meeting ("AGM") of the Company along with Statement setting out material facts under Sec 102 of the Act were sent to the shareholders in respect of the below mentioned resolutions to be passed at the said AGM of the Company to be held on 12th Sept 2014.

The Company has availed the e-voting facility offered by Central Depository Services India Limited ("CDSL") for conducting e-voting by the shareholders of the Company. The Company has also provided voting by physical ballot forms to the members who do not have access to e-voting facility.

The shareholders of the Company holding shares as on the "cut-off" date of 22nd Aug 2014 were entitled to vote on the proposed resolutions as set out at item nos. 1 to 9 in the Notice of the 34th AGM of SV Trading & Agencies Limited.

The voting period for e-voting commenced on Monday, 1st Sept 2014 (9:00 A.M.) and ended on Wednesday 3rd Sept 2014 6:00 P.M. and the CDSL e-voting was disabled thereafter and the votes under e-voting facility were then unblocked by me in the presence of two witnesses who were not in the employment of the Company. Votes cast through poll by physical Ballot forms were also considered.

For SIDDHI JAIN & ASSOCIATES
Siddhi
Proprietor
(PRACTISING COMPANY SECRETARIES)

SIDDHI JAIN & ASSOCIATES

Practising Company Secretaries

I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered therein based on the data downloaded from the Central Depository Services India Limited ("CDSL") e-voting system and the ballot forms received respectively.

In accordance with the applicable provisions of the Companies Act read with Rules made thereunder, I now submit the combined report in respect of the ballot form voting and electronic voting, as under:

1. After the time fixed for closing of the poll by the Chairman, 02 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 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. I did not find any poll papers invalid.
4. The combined results (e-voting and poll) of the said resolutions are as under:

Item No. 1: Adoption of Financial Statements and director's report for the year ended 31st Mar 2014

(i) Voted in favour of the resolution:

No. of members voted in e-voting	No. of votes cast (Shares) -E-voting	No. of members/proxies voted by poll	No. of votes cast (Shares) -Poll	Total no. of votes cast through E-voting and Poll	% of total no. of valid votes cast
NIL	NIL	25	7124000	7124000	100%

(ii) Voted against the resolution:

No. of members voted in e-voting	No. of votes cast (Shares) -E-voting	No. of members/proxies voted by poll	No. of votes cast (Shares) -Poll	Total no. of votes cast through E-voting and Poll	% of total no. of valid votes cast
NIL	NIL	NIL	NIL	NIL	0%

For SIDDHI JAIN & ASSOCIATES
Siddhi
Proprietor
(PRACTISING COMPANY SECRETARIES)

SIDDHI JAIN & ASSOCIATES

Practising Company Secretaries

Item No. 2: Appointment of retiring auditors & fixing their remuneration

(i) Voted in favour of the resolution:

No. of members voted in e-voting	No. of votes cast (Shares) –E-voting	No. of members/pr oxies voted by poll	No. of votes cast (Shares) –Poll	Total no. of votes cast through E-voting and Poll	% of total no. of valid votes cast
NIL	NIL	25	7124000	7124000	100%

(ii) Voted against the resolution:

No. of members voted in e-voting	No. of votes cast (Shares) –E-voting	No. of members/pr oxies voted by poll	No. of votes cast (Shares) –Poll	Total no. of votes cast through E-voting and Poll	% of total no. of valid votes cast
NIL	NIL	NIL	NIL	NIL	0%

Item No. 3: Regularisation of Mr. Gopal Paliwal as director

(i) Voted in favour of the resolution:

No. of members voted in e-voting	No. of votes cast (Shares) –E-voting	No. of members/pr oxies voted by poll	No. of votes cast (Shares) –Poll	Total no. of votes cast through E-voting and Poll	% of total no. of valid votes cast
NIL	NIL	24	6697430	6697430	100%

(ii) Voted against the resolution:

No. of members voted in e-voting	No. of votes cast (Shares) –E-voting	No. of members/pr oxies voted by poll	No. of votes cast (Shares) –Poll	Total no. of votes cast through E-voting and Poll	% of total no. of valid votes cast
NIL	NIL	NIL	NIL	NIL	0%

SIDDHI JAIN & ASSOCIATES

Practising Company Secretaries

Item No. 4: Regularisation of Mr. Manoharbai P. Joshi as director

(i) Voted in favour of the resolution:

No. of members voted in e-voting	No. of votes cast (Shares) –E-voting	No. of members/proxies voted by poll	No. of votes cast (Shares) –Poll	Total no. of votes cast through E-voting and Poll	% of total no. of valid votes cast
NIL	NIL	24	6691570	6691570	100%

(ii) Voted against the resolution:

No. of members voted in e-voting	No. of votes cast (Shares) –E-voting	No. of members/proxies voted by poll	No. of votes cast (Shares) –Poll	Total no. of votes cast through E-voting and Poll	% of total no. of valid votes cast
NIL	NIL	NIL	NIL	NIL	0%

Item No. 5: Appointment of Mr. Rajeev Sharma as Independent Director

(i) Voted in favour of the resolution:

No. of members voted in e-voting	No. of votes cast (Shares) –E-voting	No. of members/proxies voted by poll	No. of votes cast (Shares) –Poll	Total no. of votes cast through E-voting and Poll	% of total no. of valid votes cast
NIL	NIL	25	7124000	7124000	100%

(ii) Voted against the resolution:

No. of members voted in e-voting	No. of votes cast (Shares) –E-voting	No. of members/proxies voted by poll	No. of votes cast (Shares) –Poll	Total no. of votes cast through E-voting and Poll	% of total no. of valid votes cast
NIL	NIL	NIL	NIL	NIL	0%

SIDDHI JAIN & ASSOCIATES

Practising Company Secretaries

Item No. 6: Appointment of Mr. Kulbir Singh Pasricha as Independent Director

(i) Voted in favour of the resolution:

No. of members voted in e-voting	No. of votes cast (Shares) –E-voting	No. of members/proxies voted by poll	No. of votes cast (Shares) –Poll	Total no. of votes cast through E-voting and Poll	% of total no. of valid votes cast
NIL	NIL	25	7124000	7124000	100%

(ii) Voted against the resolution:

No. of members voted in e-voting	No. of votes cast (Shares) –E-voting	No. of members/proxies voted by poll	No. of votes cast (Shares) –Poll	Total no. of votes cast through E-voting and Poll	% of total no. of valid votes cast
NIL	NIL	NIL	NIL	NIL	0%

Item No. 7: Appointment of Mr. Sunil Upadhayay as Independent Director

(i) Voted in favour of the resolution:

No. of members voted in e-voting	No. of votes cast (Shares) –E-voting	No. of members/proxies voted by poll	No. of votes cast (Shares) –Poll	Total no. of votes cast through E-voting and Poll	% of total no. of valid votes cast
NIL	NIL	25	7124000	7124000	100%

(ii) Voted against the resolution:

No. of members voted in e-voting	No. of votes cast (Shares) –E-voting	No. of members/proxies voted by poll	No. of votes cast (Shares) –Poll	Total no. of votes cast through E-voting and Poll	% of total no. of valid votes cast
NIL	NIL	NIL	NIL	NIL	0%

SIDDHI JAIN & ASSOCIATES

Practising Company Secretaries

Item No. 8: Appointment of Mrs. Jyotsna Joshi as Director

(i) Voted in favour of the resolution:

No. of members voted in e-voting	No. of votes cast (Shares) –E-voting	No. of members/proxies voted by poll	No. of votes cast (Shares) –Poll	Total no. of votes cast through E-voting and Poll	% of total no. of valid votes cast
NIL	NIL	25	7124000	7124000	100%

(ii) Voted against the resolution:

No. of members voted in e-voting	No. of votes cast (Shares) –E-voting	No. of members/proxies voted by poll	No. of votes cast (Shares) –Poll	Total no. of votes cast through E-voting and Poll	% of total no. of valid votes cast
NIL	NIL	NIL	NIL	NIL	0%

Item No. 9: Authorization for loans and investments upto Rs.12 Crores pursuant to Sec 186 of the Companies Act 2013 (Special Resolution)

(i) Voted in favour of the resolution:

No. of members voted in e-voting	No. of votes cast (Shares) –E-voting	No. of members/proxies voted by poll	No. of votes cast (Shares) –Poll	Total no. of votes cast through E-voting and Poll	% of total no. of valid votes cast
NIL	NIL	25	7124000	7124000	100%

(ii) Voted against the resolution:

No. of members voted in e-voting	No. of votes cast (Shares) –E-voting	No. of members/proxies voted by poll	No. of votes cast (Shares) –Poll	Total no. of votes cast through E-voting and Poll	% of total no. of valid votes cast
NIL	NIL	NIL	NIL	NIL	0%

SIDDHI JAIN & ASSOCIATES

Practising Company Secretaries

As the number of votes cast in favour of the resolution was more than three times the number of votes cast against, I report that the special Resolution with regard to Item No. 9 as set out in the notice of the AGM is passed in favour of the resolution with requisite majority.

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

For Siddhi Jain & Associates
Practicing Company Secretaries
For SIDDHI JAIN & ASSOCIATES
Siddhi
Proprietor
(PRACTISING COMPANY SECRETARIES)

Date: 13th Sept 2014
Place: Mumbai

Siddhi Jain

C.P. No. 11779
ACS: 24614