



Combined Scrutinizer's For E-voting, Ballot form and Poll for  
IB Infotech Enterprises Limited

To,

The Chairperson of the 27<sup>th</sup> Annual General Meeting of,  
IB Infotech Enterprises Limited  
428, Kailash Plaza,  
Vallabh Baug Lane,  
Ghatkopar (E),  
Mumbai 400 075

Dear Madam,

Reg:- Passing of Resolution through electronic, ballot form and poll conducted at the 27<sup>th</sup> Annual General Meeting (AGM) of IB Infotech Enterprises Limited ("the Company") held on 30<sup>th</sup> September, 2014

The Board of Directors of the Company has appointed us as Scrutinizer for the purpose of the e-voting, Postal Ballot and Poll on the below mentioned resolution(s), at the 27<sup>th</sup> Annual General Meeting of the Equity Shareholders of **IB Infotech Enterprises Limited** held on 30<sup>th</sup> September, 2014 at 05.00 p.m. at 428, Kailash Plaza, Vallabh Baug Lane, Ghatkopar (E), Mumbai 400075 and submit our report as under:

- 1) The company had appointed Central Depository Services (India) Limited (CDSL) as the service provider for extending the facility of Electronic voting to the shareholders of the company from 22<sup>nd</sup> September, 2014 (9.00 a.m. IST) to 23<sup>rd</sup> September, 2014 (6.00 p.m. IST). The E-voting results were unblocked by me on 24<sup>th</sup> September, 2014 in the presence of two witnesses. For further details, kindly refer to my Scrutinizer's report dated 24<sup>th</sup> September, 2014, which is attached herewith.
- 2) The Company has also given facility of voting by Postal Ballot to facilitate the Members who could not participate in the e-voting or who could not be present for the meeting. The voting by Postal Ballot was concluded on 23<sup>th</sup> September, 2014 (6.00 p.m. IST) and for further details kindly refer to my Scrutinizer's Report dated 24<sup>th</sup> September, 2014, which is attached herewith.
- 3) At the 27<sup>th</sup> AGM of the Company, held 30<sup>th</sup> September, 2014, the Chairman of the Company had, as statutorily required, suo motu called for a poll to facilitate the Members present in the meeting who could not participate in the e-voting and Postal ballot to record their votes through the poll process. The Chairman of the AGM has appointed me as the Scrutinizer for the same. For further details kindly refer my





Scrutinizers Report in form MGT-13 dated 01<sup>st</sup> October, 2014, which is attached herewith.

4) The result of the E-voting / Postal Ballot together with that of the Poll is as under:

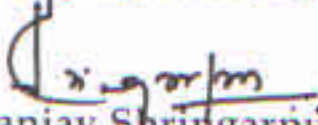
Sr. No.	Subject matter (as set out in the Notice of the AGM)	Voting Process	Votes in favour of the Resolution	Votes against the Resolution	Invalid votes / Ballot
1.	Adoption of Financial statements for the year ended March 31, 2014 and the Directors' and Auditors' Reports thereon	E-Voting	Nil	Nil	Nil
		Postal Ballot	Nil	Nil	Nil
		AGM Poll	1,95,440	Nil	Nil
		<b>Total</b>	<b>1,95,440</b>	<b>Nil</b>	<b>Nil</b>
2.	Re-appointment of Mr. Jasmin Parekh as Director, who retires by rotation	E-Voting	Nil	Nil	Nil
		Postal Ballot	Nil	Nil	Nil
		AGM Poll	1,95,440	Nil	Nil
		<b>Total</b>	<b>1,95,440</b>	<b>Nil</b>	<b>Nil</b>
3.	Appointment of M/s MVK Associates., Chartered Accountants as Auditors and fixing their remuneration	E-Voting	Nil	Nil	Nil
		Postal Ballot	Nil	Nil	Nil
		AGM Poll	1,95,440	Nil	Nil
		<b>Total</b>	<b>1,95,440</b>	<b>Nil</b>	<b>Nil</b>
4.	Appointment of Mr. Manish Sheth as an Independent Director	E-Voting	Nil	Nil	Nil
		Postal Ballot	Nil	Nil	Nil
		AGM Poll	1,95,440	Nil	Nil
		<b>Total</b>	<b>1,95,440</b>	<b>Nil</b>	<b>Nil</b>
5.	Appointment of Mrs. Preeti Sheth as an Independent Director	E-Voting	Nil	Nil	Nil
		Postal Ballot	Nil	Nil	Nil
		AGM Poll	1,95,440	Nil	Nil
		<b>Total</b>	<b>1,95,440</b>	<b>Nil</b>	<b>Nil</b>
6.	Increase in Borrowing Powers upto Rs. 10 crores	E-Voting	Nil	Nil	Nil
		Postal Ballot	Nil	Nil	Nil
		AGM Poll	1,95,440	Nil	Nil
		<b>Total</b>	<b>1,95,440</b>	<b>Nil</b>	<b>Nil</b>
7.	Appointment of Mrs. Rita Singh as the whole time	E-Voting	Nil	Nil	Nil
		Postal	Nil	Nil	Nil



	director	Ballot			
		AGM Poll	1,95,440	Nil	Nil
		<b>Total</b>	<b>1,95,440</b>	<b>Nil</b>	<b>Nil</b>
8.	Preferential Allotment of 6,70,000 Equity Shares of Rs. 10/- each to the Promoters and Non Promoters at a price which shall not be lesser than the minimum specified price as per the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009	E-Voting	Nil	Nil	Nil
		Postal Ballot	Nil	Nil	Nil
		AGM Poll	1,95,440	Nil	Nil
		<b>Total</b>	<b>1,95,440</b>	<b>Nil</b>	<b>Nil</b>

5) Based on the foregoing, all the Resolutions as mentioned in serial No.(s) 1 to 8 stands passed unanimously under E-voting, ballot through post and poll.

Thanking You,  
Yours faithfully,  
For PRS Associates  
Company Secretaries

  
Sanjay Shringarpure  
Partner

M. No. FCS 2857  
C. P. No- 6107



Place: Mumbai  
Dated: 01/10/2014





## Scrutinizer's Report on Postal Ballot Process

To,  
The Chairperson,  
IB Infotech Enterprises Limited  
Mumbai

27<sup>th</sup> Annual General Meeting of the Equity Shareholders of IB Infotech Enterprises Limited

To be held on 30<sup>th</sup> September, 2014 at 05.00 p.m. at 428, Kailash Plaza, Vallabh Baug Lane, Ghatkopar (E), Mumbai 400075.

Dear Madam,

I, Sanjay Shringarpure, Partner of M/s PRS Associates, Practicing Company Secretaries having office at C-4, Raja Bahadur Mansion, 2<sup>nd</sup> Floor, 20, Ambalal Doshi Marg, Fort, Mumbai 400023 have been appointed as Scrutinizer of IB Infotech Enterprises Limited ("the Company") for the purpose of the scrutinizing the Postal Ballot process in a fair and transparent manner and ascertaining the requisite majority on Post Ballot carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies ( Management and Administration) Rules, 2014 on the resolution(s) to be passed, at the 27<sup>th</sup> Annual General Meeting of the Equity Shareholders of IB Infotech Enterprises Limited to be held on 30<sup>th</sup> September, 2014 at 05.00 p.m. at 428, Kailash Plaza, Vallabh Baug Lane, Ghatkopar (E), Mumbai 400075.

We submit our report as under:

1. As informed to us, the Company has completed the dispatch of Ballot Forms on 05<sup>th</sup> September, 2014 along with postage prepaid business reply envelope to its Members whose name(s) appeared on the Register of Members / List of Beneficiaries as on 05<sup>th</sup> September, 2014 and were entitled to vote on the proposed resolutions (item no 1 to 8 as set out in the Notice of the 27<sup>th</sup> AGM of IB Infotech Enterprises Limited).

2. No Postal Ballot forms were received upto 23<sup>rd</sup> September, 2014 (6.00 p. m. IST), being the last date and time fixed by the Company for receipt of the forms for our consideration for scrutiny.
3. The Registers, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairperson considers, approves and sign the Minutes of the aforesaid Annual General Meeting and we shall be arranging to handover these records to you or such other person as authorised by you.

Thanking You,

Yours faithfully,

For PRS Associates  
Company Secretaries

  
Sanjay Shrihatpure

Partner

M. No. FCS-2857

C. P. No. 6107

Place: Mumbai

Dated: 24<sup>th</sup> September, 2014



Witnesses:-

Name: - 1. Mr. Narayan Parekh



2. Mr. Parin Shah







### Scrutinizer's Report

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

To,  
The Chairperson,  
IB Infotech Enterprises Limited  
Mumbai

27<sup>th</sup> Annual General Meeting of the Equity Shareholders of IB Infotech Enterprises Limited to be held on 30<sup>th</sup> September, 2014 at 05.00 p.m. at 428, Kailash Plaza, Vallabh Baug Lane, Ghatkopar (E), Mumbai 400 075.

Dear Madam,

I, Sanjay Shringarpure, Partner of M/s PRS Associates, Practicing Company Secretaries having office at C-4, Raja Bahadur Mansion, 2<sup>nd</sup> Floor, 20, Ambalal Doshi Marg, Fort, Mumbai 400023 have been appointed as Scrutinizer of IB Infotech Enterprises Limited ("the Company") for the purpose of the 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 Rule 20 of the Companies (Management and Administration) Rules, 2014 on the resolution(s), at the 27<sup>th</sup> Annual General Meeting of the Equity Shareholders of IB Infotech Enterprises Limited to be held on 30<sup>th</sup> September, 2014 at 05.00 p.m. at 428, Kailash Plaza, Vallabh Baug Lane, Ghatkopar (E), Mumbai 400 075. I submit report as under:

1. The e-voting period remained open from 22<sup>nd</sup> September, 2014 (9.00 a.m. IST) to 23<sup>rd</sup> September, 2014 (06.00 p.m. IST).
2. The shareholders holding shares as on the "cut-off" date i.e. 05<sup>th</sup> September, 2014 were entitled to vote on the proposed resolutions (Item no 01 to 08 as set out in the Notice of the 27<sup>th</sup> AGM of IB Infotech Enterprises Limited)





3. The votes were unblocked on 24<sup>th</sup> September, 2014 in the presence of two witnesses, Mr. Narayan Parekh (A-401, Ambika Plaza, 90 feet Road, Mulund (East), Mumbai - 400 081) and Mr. Parin Shah (A/51 Shubham Apt, Akurli Road, Kandivali (East), Mumbai 400101) who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Narayan Parekh

Name: - Narayan Parekh

Parin Shah

Name: - Parin Shah

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 (<http://www.evoting.india.com/>). None of the Shareholders have casted their votes using E- voting facility provided by the Company.
5. The result of the e-voting is NIL.
6. The Registers, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairperson considers, approves and sign the Minutes of the aforesaid Annual General Meeting and we shall be arranging to handover these records to you or such other person as authorised by you.

Thanking You,  
Yours faithfully,

For PRS Associates  
Company Secretaries

Sanjay Shringarpure  
Sanjay Shringarpure  
Partner

M. No. FCS 2857  
C. P. No- 6107



Place: Mumbai  
Dated: 24/09/2014





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 Chairperson,  
IB Infotech Enterprises Limited  
Mumbai

27<sup>th</sup> Annual General Meeting of the Equity Shareholders of IB Infotech Enterprises Limited

Held on 30<sup>th</sup> September, 2014 at 05.00 p.m. at 428, Kailash Plaza, Vallabh Baug Lane, Ghatkopar (E), Mumbai 400 075

Dear Madam,

I, Sanjay Shringarpure, Partner, M/s PRS Associates, Practicing Company Secretaries Firm having his office at C-4, Raja Bahadur Mansion, 2<sup>nd</sup> Floor, 20, Ambalal Doshi Marg, Fort, Mumbai 400 023 appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 27<sup>th</sup> Annual General meeting of the Equity Shareholders of IB Infotech Enterprises Limited held on 30<sup>th</sup> September, 2014 at 05.00 p.m. at 428, Kailash Plaza, Vallabh Baug Lane, Ghatkopar (E), Mumbai 400 075, submit my report as under:

- 1) After the time fixed for closing of the poll by the Chairperson, one (1) ballot box kept for polling was locked in my presence with due identification marks placed by me.
- 2) The locked ballot box was 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 lodged with the Company.
- 3) The total number of members present at the meeting were 47, out of which only 37 members have casted their votes.
- 4) We did not find any Poll papers invalid.
- 5) The result of the Poll is as under:





- (i) **Resolution 1-** Adoption of Financial statements for the year ended March 31, 2014 and the Directors' and Auditors' Reports thereon

- (a) 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
37	1,95,440	100

- (b) 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	Nil	Nil

- (c) 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

- (ii) **Resolution 2-** Re-appointment of Mr. Jasmin Parekh as Director, who retires by rotation

- a) 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
37	1,95,440	100

- b) 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	Nil	Nil

- c) 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

- (iii) **Resolution 3 -** Appointment of M/s MVK Associates., Chartered Accountants as Auditors and fixing their remuneration

- a) 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
37	1,95,440	100





b) 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	Nil	Nil

c) 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

(iv) Resolution 4 - Appointment of Mr. Manish Sheth as an Independent Director

a) 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
37	1,95,440	100

b) 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	Nil	Nil

c) 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

(v) Resolution 5 - Appointment of Mrs. Preeti Sheth as an Independent Director

a) 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
37	1,95,440	100

b) 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	Nil	Nil





c) 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

(vi) Resolution 6 : Increase in Borrowing Powers upto Rs. 10 crores

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
37	1,95,440	100

a) 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	Nil	Nil

b) 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

(vii) Resolution 7 - Appointment of Mrs. Rita Singh as the whole time director

a) 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
37	1,95,440	100

b) 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	Nil	Nil

c) 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





(viii) Resolution 8- Preferential Allotment of 6,70,000 Equity Shares of Rs. 10/- each to the Promoters and Non Promoters at a price which shall not be lesser than the minimum specified price as per the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009

a) 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
37	1,95,440	100

b) Voted against the resolution:

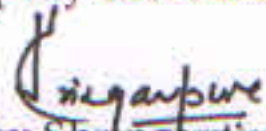
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

c) 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

- 6) A Compact Disk (CD) consisting of a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- 7) The 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 PRS Associates  
Company Secretaries

  
Sanjay Shringarpure  
Partner  
M. No. FCS 2857  
C. P. No- 6107



Place: Mumbai  
Dated: 01/10/2014

Witnesses:-   
Name: - 1. Mr. Narayan Parekh  2. Mr. Parin Shah



