

NITU PODDAR

Practicing Company Secretary
1006-1009, Krishna Building, 224 A.J.C. Bose Road
Kolkata – 700 017, India
Phone: +91 – 9830406084
email: nitu@vinodkothari.com
Web: www.vinodkothari.com
PAN No - BVZPP7389A
ACS No - A37398 | PCS No. 15113

Before the National Company Law Tribunal

Kolkata Bench

Company Application No. 353

In the matter of
The Companies Act, 2013

AND

In the matter of:

An Application under section 230(1) read with
232(1) of the said Act

AND

In the matter of:

1. Shristi Infrastructure Development Corporation
Limited
2. East Kolkata Infrastructure Development Private
Limited
3. Vipani Hotels & Resorts Private Limited

SCRUTINIZER'S REPORT

[Pursuant to Section 230(1) and 232(1) of the Companies Act, 2013 read with Sections 109 of the said Act, the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and Companies (Management and Administration) Rules, 2014]

Date: 27.10.2017

To,
Shri Anuj Singh
The Chairperson,

Meeting of Secured Creditors of Shristi Infrastructure Development Corporation Limited



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Dear Sir,

Re: Report of Scrutinizer on the result of voting by way poll conducted at the venue in connection with Resolution detailed in the Notice dated 21st September, 2017, convening the meeting of the Secured Creditors of Shristi Infrastructure Development Corporation Limited (hereinafter referred to as “Company”) held at “India Power Convergence Centre” Plot No. X-1, 2 & 3, Block-EP, Sector-V, Salt Lake City Kolkata-700 091, on Wednesday, 25th October 2017 at 2:00 PM pursuant to the directions issued by the Hon’ble National Company Law Tribunal, Kolkata Bench (“NCLT”) vide Order dated 6th September, 2017, in Company Application No. 353 of 2017

I, Nitu Poddar, Practising Company Secretary, appointed as the Scrutinizer for the Meeting of Secured Creditors of Shristi Infrastructure Development Corporation Limited (“the Company”) by the Hon’ble National Company Law Tribunal, Kolkata Bench (‘NCLT’/‘Tribunal’), vide order dated the 6th September, 2017 for ascertaining the result of the voting by the Secured Creditors of Shristi Infrastructure Development Corporation Limited by Poll at the meeting held at “India Power Convergence Centre” Plot No. X-1, 2 & 3, Block-EP, Sector-V, Salt Lake City Kolkata-700 091 on Wednesday, 25th October 2017 at 2:00 P.M. on the below mentioned Resolution, do hereby submit my report as under:

Compliances with the provisions of the Companies Act, 2013 and the rules framed thereunder and NCLT Order dated 6th September, 2017 relating to voting through Poll Paper at the venue by the Secured Creditors of the Company as on 30th June 2017, on the Resolution contained in the Notice dated 21st September, 2017, are the responsibility of the Management of the Company. My responsibility as Scrutinizer is to ensure that voting process is conducted in a fair and transparent manner and to make a Scrutinizer’s Report, being this Report, of the total votes cast “in favour” and “against” the said Resolution, based on the Poll Papers and other records.

I submit my Report as under:

1. In terms of the NCLT Order dated 6th September, 2017, the Company had completed the dispatch of Notice on 22nd September, 2017, to its Secured Creditors. The Notice was also placed on the Company’s website www.shristicorp.com.
2. The requisite advertisements in terms of the said order of NCLT were published in the “Business Standard” (in English language) and in “Aajkal” (in Bengali language), in their respective issues dated 24th September 2017.
3. The Company has provided the facility of voting through Poll Paper at the venue of the meeting. 1 (One) empty Ballot Box was locked and sealed by me in the presence of participants



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at the venue.

4. The locked ballot box was subsequently opened by me in the presence of two witnesses (1) Ms. Smriti Wadehra and (2) Ms. Barsha Dikshit and the representatives from Karvy Computershare Private Limited, Registrar and Share Transfer Agents of the Company and the total number of Poll Papers taken out from the Ballot Box were 3(Three), which were considered for my scrutiny.
5. The Poll Papers were diligently scrutinized and were reconciled with the records maintained by Karvy Computershare Private Limited, Registrar and Share Transfer Agents of the Company and the authorizations lodged with the Company.
6. I have been informed that the Company has received 3 Authorisations (including Proxies) from its Secured Creditors.
7. None of the poll papers were treated as invalid.
8. I have relied on information provided by Karvy Computershare Private Limited, the Registrar & Share Transfer Agents of the Company and the Company, in relation to Secured Creditors details including details regarding the authorized representatives and their respective signatures.

Based on the votes cast by Poll Papers distributed at the meeting, the results of the voting on the following Resolution, is given below:

Resolution:

“RESOLVED THAT the Scheme of Arrangement between Shristi Infrastructure Development Corporation Limited, East Kolkata Infrastructure Development Private Limited and Vipani Hotels & Resorts Private Limited, and their respective shareholders presented in Company Application (CAA) No.353/KB/2017 filed jointly by the said companies before the Hon'ble National Company Law Tribunal, Kolkata Bench (“Tribunal”) be and is hereby approved.”

NP

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

Number of Secured creditors present and voting (in person or by proxy)	Number of votes cast by them	Total Debt due of the creditors who voted	% of total number of valid votes cast
3	2,058,971,588	Rs. 2,058,971,588	100

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

Number of Secured creditors present and voting (in person or by proxy)	Number of votes cast by them	Total Debt due of the creditors who voted	% of total number of valid votes cast
0	0	0	0

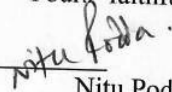
(iii) Invalid votes:

Total number of Secured creditors (in person or by proxy) whose votes were declared invalid	Total Debt due	Total number of votes cast by them
0	0	0

The Resolution was thus passed unanimously by the Secured Creditor of the Company through poll at the venue.

All relevant documents, records and papers relating to poll were handed over to the Chairperson of the meeting.

Thanking you,
Yours' faithfully


Nitu Poddar
Scrutinizer
ACS No-A37398
PCS No- 15113

Place: Kolkata
Dated: 27th October, 2017