

**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,

Chairman  
Yogakshemam Loans Limited  
Thrissur – 680022.

24<sup>th</sup> Annual General Meeting of the Equity Shareholders of Yogakshemam Loans Limited held on 18<sup>th</sup> August 2015 at 3.30 PM at Kerala Sahitya Academy Auditorium, Palace Road, Thrissur – 680020.

Dear Sir,

I, M Vasudevan FCS, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the Annual General Meeting of the Equity Shareholders of Yogakshemam Loans Limited, held on 18<sup>th</sup> August 2015 at 3.30 PM at Kerala Sahitya Academy Auditorium, Palace Road, Thrissur – 680020, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, 2 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 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 as under ( Aggregate of E voting and Polling ) :

1) **Item No.1 – Ordinary Resolution**

**To adopt financial statements for the year 2014 - 15**

i). 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
97	2,20,38,486	99.40

ii). 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
7	1,32,900	0.60

iii). *Invalid* votes :

Total number of members (in person or proxy) whose votes were declared invalid)	Total number of votes cast by them
Nil	Nil

2) **Item No.2 – Ordinary Resolution**

**To appoint M/s S R Batliboi & Associates, LLP, Chennai, as Statutory Auditors**

i). 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
91	2,20,22,561	99.39

ii). 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
8	1,34,900	0.61



iii). **Invalid** votes :

Total number of members (in person or proxy) whose votes were declared invalid)	Total number of votes cast by them
Nil	Nil

**3) Item No.3 – Ordinary Resolution**

**To Re-appoint Mr.P N Pasupathy as an Independent Director**

i). 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
96	2,21,22,561	99.71

ii). 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
8	64,200	0.29

iii). **Invalid** votes :

Total number of members (in person or proxy) whose votes were declared invalid)	Total number of votes cast by them
Nil	Nil

**4) Item No.4 – Ordinary Resolution**

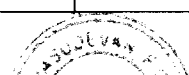
**To appoint Mr.Anoop Ganapathy as an Independent Director**

i). 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
95	2,21,59,761	99.77

ii). 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
7	52,100	0.23



iii). **Invalid** votes :

Total number of members (in person or proxy) whose votes were declared invalid)	Total number of votes cast by them
Nil	Nil

**5) Item No.5 – Ordinary Resolution**

**To appoint Dr.M Pushpangathan as an Independent Director**

i). 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
93	2,21,24,261	99.71

ii). 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
7	64,100	0.29

iii). **Invalid** votes :

Total number of members (in person or proxy) whose votes were declared invalid)	Total number of votes cast by them
Nil	Nil

**6) Item No.6 – Ordinary Resolution**

**To appoint Mr.O Ramachandran as Director**

i). 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
97	2,21,52,361	99.97



ii). 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
3	7100	0.03

iii). **Invalid** votes :

Total number of members (in person or proxy) whose votes were declared invalid)	Total number of votes cast by them
Nil	Nil

**7) Item No.7 – Special Resolution  
To issue Debentures in Private Placement**

i). 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
101	2,21,71,786	99.81

ii). 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
2	41,800	0.19

iii). **Invalid** votes :

Total number of members (in person or proxy) whose votes were declared invalid)	Total number of votes cast by them
Nil	Nil

**8) Item No.8 – Special Resolution  
Approval of ESOP scheme**

i). 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
96	2,20,45,286	99.26

ii). 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
5	1,63,300	0.74

iii). **Invalid** votes :

Total number of members (in person or proxy) whose votes were declared invalid)	Total number of votes cast by them
Nil	Nil

9) 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.

10) 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,

Place : Thrissur

Dated : 19.08.2015

Yours faithfully,



M Vasudevan, FCS



**M. VASUDEVAN, F.C.S.**  
FCS 4177/CP 2437  
COMPANY SECRETARY  
SOORYA GARDENS APARTMENTS  
PALIYAM ROAD, THRISSUR - 686004