

AMIT GUPTA

(Advocate)

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Combined Report of Scrutinizer for e-voting and Poll conducted at AGM

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rule, 2014 as amended from time to time]

To,

The Chairman,

CAREER POINT LIMITED

Registered & Corporate Office: CP Tower 1, IPIA,
Kota-324005, Rajasthan-324005


Sub: Consolidated Scrutinizer's Report on Remote E-voting and Physical Poll conducted pursuant to the provisions of Section 108 and 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration Rules, 2015 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting at the Annual General Meeting of Career Point Limited held on Saturday, September 26, 2015 at 4 pm

Dear Sir,

Pursuant to the resolution passed by the Board of Directors of Career Point Limited (hereinafter referred to as the "Company") on 12th August 2015, I have been appointed as the Scrutinizer for the e-voting process as mentioned under Rule 20 of the Companies (Management and Administration) Rules , 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and the Chairman of the 15th Annual General Meeting has appointed me as scrutinizer for Poll held at the AGM of the Company on September 26, 2015.

The Company has 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 September 23, 2015 (10:00 AM) to September 25, 2015 (6:00 PM). M/s. Link Intime India Private Limited is the Registrar and Share Transfer Agent (RTA) for the Company. The remote e-voting results were unblocked and downloaded by me on September 28, 2015 in presence of two witnesses Ms. Renu Jain and Ms. Divya Reejwani who are not in employment of the Company and who have signed below in confirmation of the votes being unblocked in their presence.

At the 15th AGM of the Company held on 26th September, 2015, the Chairman of the Company had called for a poll to facilitate the members present in the meeting who could not participate in the remote e-voting to record their votes through the poll process. The Chairman of the AGM had appointed me as Scrutinizer for the same. For further details kindly refer to my Scrutinizer Report in form MGT-13 of dated September 28, 2015.


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I now submit a Scrutinizer's Report containing the following results for every resolution under E- voting & Physical Poll voting at 15th AGM of the Company:

Item No.	Details of the Agenda	Resolution required (Ordinary/Special)	Mode of voting(Show of hand/poll/Postal Ballot/E-voting)	Remark
1	Adoption of Audited Financial Statements for the year ended 31 st March, 2015	Ordinary	E-Voting & Poll conducted at AGM	The resolution was passed with requisite majority
2	Confirmation of payment of interim dividend paid during financial year 2014-2015	Ordinary	E-Voting & Poll conducted at AGM	The resolution was passed with requisite majority
3	Re-appointment of Mr. Om Prakash Maheshwari (DIN: 00185677) as Director of the Company, who retired by rotation.	Ordinary	E-Voting & Poll conducted at AGM	The resolution was passed with requisite majority
4	Re-appointment of Mr. Nawal Kishore Maheshwari (DIN : 00185762) as Director of the Company, who retired by rotation.	Ordinary	E-Voting & Poll conducted at AGM	The resolution was passed with requisite majority
5	Ratification of appointment of M/s Sharp & Tannan, Chartered Accountants, New Delhi as the Statutory Auditor of the Company for Financial Year 2015-16.	Ordinary	E-Voting & Poll conducted at AGM	The resolution was passed with requisite majority
6	Approval for Inter-corporate loan, investments, guarantee & security under section 186 of the Companies Act, 2013	Special	E-Voting & Poll conducted at AGM	The resolution was passed with requisite majority
7	Approval for borrowing power under section 180(1)(c) of the Companies Act, 2013	Special	E-Voting & Poll conducted at AGM	The resolution was passed with requisite majority
8	Approval for creations of mortgage, charges etc under section 180(1)(a) of the Companies Act, 2013	Special	E-Voting & Poll conducted at AGM	The resolution was passed with requisite majority
9	Adoption of new set of Memorandum of Association based on Companies Act,2013	Special	E-Voting & Poll conducted at AGM	The resolution was passed with requisite majority
10	Appointment of Cost Auditor	Special	E-Voting & Poll conducted at AGM	The resolution was passed with requisite majority
11	Approval for Related Party Transaction under section 188 of the Companies Act, 2013.	Special	E-Voting & Poll conducted at AGM	The resolution was passed with requisite majority

A consolidated detailed voting is given as an Annexure to this report.

Amit
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I hereby confirm that I am maintaining the Registers in respect of the votes cast through e-voting and Poll by the shareholders of the Company. I shall be arranging to handover these records to you or such other person as authorized.

You may accordingly declare the result of the voting as all resolutions passed with the requisite majority.


Yours Faithfully,

Amit Gupta, Advocate

Bar Council Registration: R/2005/1550

September 28, 2015

Place: Kota


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Item No.1

To receive, consider, approve and adopt the Balance Sheet as at March 31, 2015, Statement of Profit and Loss for the financial year ended as on that date together with the Reports of the Auditors and the Directors thereon.

Particulars	Number of Votes contained in						% of total valid votes cast
	Remote e-voting		Voting at AGM		Total		
	No. of members voted	No. of votes cast by them	No. of members voted	No. of votes cast by them	No. of members voted	No. of votes cast by them	
Voted in favour	10	15,62,160	30	1,09,93,538	40	1,25,55,698	100.00
Voted against	0	0	0	0	0	0	0.00
Abstains/invalid	0	0	0	0	0	0	0.00
Total	10	15,62,160	30	1,09,93,538	40	1,25,55,698	100.00

Based on the aforesaid results, Ordinary Resolution as contained in item no.1 has been passed unanimously.

Item No.2

Confirmation of payment of interim dividend paid during financial year 2014-2015.

Particulars	Number of Votes contained in						% of total valid votes cast
	Remote e-voting		Voting at AGM		Total		
	No. of members voted	No. of votes cast by them	No. of members voted	No. of votes cast by them	No. of members voted	No. of votes cast by them	
Voted in favour	10	15,62,160	30	1,09,93,538	40	1,25,55,698	100.00
Voted against	0	0	0	0	0	0	0.00
Abstains/invalid	0	0	0	0	0	0	0.00
Total	10	15,62,160	30	1,09,93,538	40	1,25,55,698	100.00

Based on the aforesaid results, Ordinary Resolution as contained in item no2 has been passed unanimously.

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Item No.3

To appoint a Director in place of Mr. Om Prakash Maheshwari (DIN: 00185677), who retires by rotation and is eligible for re-appointment.

Particulars	Number of Votes contained in						% of total valid votes cast
	Remote e-voting		Voting at AGM		Total		
	No. of members voted	No. of votes cast by them	No. of members voted	No. of votes cast by them	No. of members voted	No. of votes cast by them	
Voted in favour	10	15,62,160	30	1,09,93,538	40	1,25,55,698	100.00
Voted against	0	0	0	0	0	0	0.00
Abstains/invalid	0	0	0	0	0	0	0.00
Total	10	15,62,160	30	1,09,93,538	40	1,25,55,698	100.00

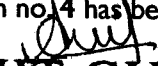
Based on the aforesaid results, Ordinary Resolution as contained in item no31 has been passed unanimously.

Item No.4

To appoint a Director in place of Mr. Nawal Kishore Maheshwari (DIN : 00185762), who retires by rotation and is eligible for re-appointment.

Particulars	Number of Votes contained in						% of total valid votes cast
	Remote e-voting		Voting at AGM		Total		
	No. of members voted	No. of votes cast by them	No. of members voted	No. of votes cast by them	No. of members voted	No. of votes cast by them	
Voted in favour	10	15,62,160	30	1,09,93,538	40	1,25,55,698	100.00
Voted against	0	0	0	0	0	0	0.00
Abstains/invalid	0	0	0	0	0	0	0.00
Total	10	15,62,160	30	1,09,93,538	40	1,25,55,698	100.00

Based on the aforesaid results, Ordinary Resolution as contained in item no4 has been passed unanimously.


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Item No.5

Ratification of appointment of M/s Sharp & Tannan, Chartered Accountants, New Delhi as the Statutory Auditor of the Company for FY 2015-16

Particulars	Number of Votes contained in						% of total valid votes cast
	Remote e-voting		Voting at AGM		Total		
	No. of members voted	No. of votes cast by them	No. of members voted	No. of votes cast by them	No. of members voted	No. of votes cast by them	
Voted in favour	10	15,62,160	30	1,09,93,538	40	1,25,55,698	100.00
Voted against	0	0	0	0	0	0	0.00
Abstains/invalid	0	0	0	0	0	0	0.00
Total	10	15,62,160	30	1,09,93,538	40	1,25,55,698	100.00

Based on the aforesaid results, Ordinary Resolution as contained in item no. 5 has been passed unanimously.

Item No.6

Approval for inter corporate loan, investments, guarantee & security under section 186 of the Companies Act, 2013

Particulars	Number of Votes contained in						% of total valid votes cast
	Remote e-voting		Voting at AGM		Total		
	No. of members voted	No. of votes cast by them	No. of members voted	No. of votes cast by them	No. of members voted	No. of votes cast by them	
Voted in favour	9	4,75,239	30	1,09,93,538	39	1,14,68,777	91.34
Voted against	1	10,86,921	0	0	1	10,86,921	8.66
Abstains/invalid	0	0	0	0	0	0	0.00
Total	10	15,62,160	30	1,09,93,538	40	1,25,55,698	100.00

Based on the aforesaid results, Special Resolution as contained in item no.6 has been passed with requisite majority.

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Item No.7

Approval for borrowing power under section 180(1)(c) of the Companies Act,2013

Particulars	Number of Votes contained in						% of total valid votes cast
	Remote e-voting		Voting at AGM		Total		
	No. of members voted	No. of votes cast by them	No. of members voted	No. of votes cast by them	No. of members voted	No. of votes cast by them	
Voted in favour	10	15,62,160	30	1,09,93,538	40	1,25,55,698	100.00
Voted against	0	0	0	0	0	0	0.00
Abstains/invalid	0	0	0	0	0	0	0.00
Total	10	15,62,160	30	1,09,93,538	40	1,25,55,698	100.00

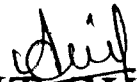
Based on the aforesaid results, Special Resolution as contained in item no.7 has been passed unanimously.

Item No.8

Approval for creations of mortgage, charges etc under section 180(1)(a) of the Companies Act, 2013

Particulars	Number of Votes contained in						% of total valid votes cast
	Remote e-voting		Voting at AGM		Total		
	No. of members voted	No. of votes cast by them	No. of members voted	No. of votes cast by them	No. of members voted	No. of votes cast by them	
Voted in favour	10	15,62,160	30	1,09,93,538	40	1,25,55,698	100.00
Voted against	0	0	0	0	0	0	0.00
Abstains/invalid	0	0	0	0	0	0	0.00
Total	10	15,62,160	30	1,09,93,538	40	1,25,55,698	100.00

Based on the aforesaid results, Special Resolution as contained in item no. 8 has been passed unanimously.


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Item No.9

Adoption of new set of Memorandum of Association based on Companies Act, 2013

Particulars	Number of Votes contained in						% of total valid votes cast
	Remote e-voting		Voting at AGM		Total		
	No. of members voted	No. of votes cast by them	No. of members voted	No. of votes cast by them	No. of members voted	No. of votes cast by them	
Voted in favour	10	15,62,160	30	1,09,93,538	40	1,25,55,698	100.00
Voted against	0	0	0	0	0	0	0.00
Abstains/invalid	0	0	0	0	0	0	0.00
Total	10	15,62,160	30	1,09,93,538	40	1,25,55,698	100.00

Based on the aforesaid results, Special Resolution as contained in item no.9 has been passed unanimously.

Item No.10

Appointment of Cost Auditor

Particulars	Number of Votes contained in						% of total valid votes cast
	Remote e-voting		Voting at AGM		Total		
	No. of members voted	No. of votes cast by them	No. of members voted	No. of votes cast by them	No. of members voted	No. of votes cast by them	
Voted in favour	10	15,62,160	30	1,09,93,538	40	1,25,55,698	100.00
Voted against	0	0	0	0	0	0	0.00
Abstains/invalid	0	0	0	0	0	0	0.00
Total	10	15,62,160	30	1,09,93,538	40	1,25,55,698	100.00

Based on the aforesaid results, Special Resolution as contained in item no.10 has been passed unanimously.

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Item No.11

Approval for Related Party Transaction under section 188 of the Companies Act, 2013.

Particulars	Number of Votes contained in						% of total valid votes cast
	Remote e-voting		Voting at AGM		Total		
	No. of members voted	No. of votes cast by them	No. of members voted	No. of votes cast by them	No. of members voted	No. of votes cast by them	
Voted in favour	9	1562159	21	6,174	30	15,68,333	100.00
Voted against	1	1	0	0	1	1	0.00
Abstains/invalid	0	0	0	0	0	0	0.00
Total	10	15,62,160	21	6,174	31	15,68,334	100.00

Based on the aforesaid results, Special Resolution as contained in item no.11 has been passed with requisite majority.

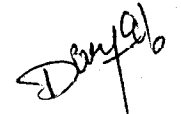
Amit Gupta, Advocate
BCR Enrol No. 1550/2005
Kota, September 28, 2015


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Witness

We have undersigned witness that the votes were unblocked from e-voting website CDSL (<https://www.evotingindia.com/>) in our presence at 1:50 p.m. on Monday, September 28, 2015.


Renu Jain


Divya Reejwani