

VCU DATA MANAGEMENT LIMITED

CIN NO: U74999MH2013PLC240938

www.vcupack.com

18th February, 2015

To
Corporate Relationship Department
The Bombay Stock Exchange Limited
25, P J Towers, Dalal Street,
Mumbai – 400 001

Sub: Scrutinizers Report for Postal Ballot

Dear Sir / Madam,

We are hereby submitting Scrutinizer's Report for Postal Ballot conducted as per Section 110 of the Companies Act, 2013.

For VCU Data Management Limited


Binita Gosalia
Company Secretary



SCRUTINIZER'S REPORT

To,
The Chairman,
VCU Data Management Limited,
303, 3rd Floor, Aaditya Arcade,
Topiwala Lane, Grant Road (East),
Mumbai – 400007

Dear Sir,

Pursuant to the resolution passed by the Board of Directors of “VCU Data Management Limited” (hereinafter referred to as ‘the company’) on 08th January, 2015, I have been appointed as the Scrutinizer to receive, process and scrutinize postal ballot papers in respect of the following resolution:

Reference to the Companies Act, 2013	Type and Description of the Resolution
Special Resolution pursuant to section 186 of the Companies Act, 2013 for providing loan, investment and guarantee by the Company upto a limit of Rs.100 Crores.	Special Resolution (i) to give any loans to any person or other body corporate or (ii) give any guarantees or to provide security in connection with a loan to any other body corporate or person, or (iii) Acquire by way of subscription, purchase or otherwise, the securities of any other body corporate exceeding sixty percent of company's paid-up capital and its free reserves and securities premium account or 100% of its free reserves and securities premium account whichever is more as the Board of Directors may think fit, provided that the total loans or investments made, guarantee given and securities provided shall not any time exceed Rs.100 crores over and above the paid up capital of the Company and its free reserves.

I submit my report as detailed hereunder:

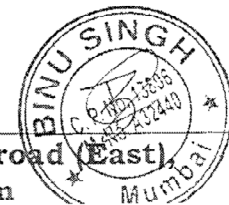
1. As required under Section 110 of the Companies Act, 2013(Act), the company has sent a Notice along with Explanatory Statement under Section 102 of the Act by courier to 112 shareholders along with the postal ballot form and a self- addressed



pre - paid Business Reply Envelope, returnable to scrutinizers and by email to 140 (sent)- 140 (delivered) shareholders as per the details available with the RTA/Service Provider.

2. The Company also provided the E-voting facility offered by National Securities Depository Limited (NSDL) for conducting E-voting by the members of the company.
3. The Shareholders were required to complete the postal ballot form and return the same to Scrutinizer on or before the close of working hours on 13th February, 2015 (6.30 pm) or cast their vote online on the basis of instructions for E-voting appearing in the Notice sent to them.
4. The postal ballots, including e-voting were duly opened / accessed in my presence and scrutinized and a computer statement containing the Shareholder's Name, Folio Number/Client ID No./DP ID, Postal Ballot Number, Number of Shares held, Number of Votes Polled, Assented, Dissented and Rejected were generated.
5. There were no envelopes containing postal ballot forms received after close of working hours i.e., 13th February, 2015 (6.30 pm)
6. Particulars of all the postal ballots received from the Members have been entered in a register separately maintained for the purpose.
7. The postal ballots forms were kept under safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such postal ballots forms.
8. Postal ballot with the defects as mentioned in the instruction in the postal ballot form were rejected and not considered.
9. Shareholder's who have cast their vote both by Physical Ballot and E-voting, in such case voting done through E-voting was considered valid and voting through Postal Ballot Form was considered invalid.
10. None of the Shareholders have cast votes for shares more than their actual holdings.
11. During the course of scrutiny of Postal Ballot Forms, I have not come across any defaced/mutilated Postal Ballot Forms.

On scrutiny, I report that out of Two Fifty Two (252) Shareholders, Eight (8) Shareholders have exercised their vote through E-voting and Two (2) Shareholders have exercised their votes through Postal Ballot Forms, as received. The details of results for the item placed for consideration by the members are given below:



Item No.1: Make loans or investments and to give guarantees or to provide security in connection with a loan made under Section 186 of the Companies Act, 2013.

TABLE A:

Particulars	No. Postal Ballot Forms/E-Voting	No. of Shares (of Rs. 10/- each)	% of Total Paid Up Equity Capital
Total votes cast through postal ballots received (A)	2	110000	0.71
Total votes cast through E-Voting (B)	8	1780000	11.48
Grand Total (C)	10	1890000	12.19
Less : Invalid E-Voting/postal ballots forms (D)	Nil	Nil	Nil
Net E-Voting confirmation/ valid Postal ballot forms (C-D)	10	1890000	12.19

TABLE: B

Particulars	No. Postal Ballot Forms/E-Voting	No. of Shares (of Rs. 10/- each)	% of Total Paid Up Equity Capital
Postal Ballot Forms /E-Voting with Assent for the Resolution	10	1890000	12.19
Postal Ballot Forms /E-Voting with Dissent for the Resolution	Nil	Nil	Nil

Results:

As the number of votes casted in favour of the Resolution i.e.18,90,000 is more than the number of votes casted against the Resolution i.e. 0. I report that the Special Resolution under Section 110 of the Companies Act, 2013, and the Companies (Management and Administration) Rules 2014, as set out in the Item No. 1 has been passed by the shareholders with requisite majority. The Resolution is deemed to be passed as on the date of the announcement of the results.



BINU SINGH
B.COM, A.C.S

The above resolution stand passed under e-voting and postal ballot with the requisite majority.


I shall hand over the postal ballot forms and other related papers/registers and records for safe custody to the Company Secretary of the Company once the Chairman considers, approves and sign the minutes of the Meeting.

You may accordingly declare the result of the voting by Postal Ballot.

I thank you for the opportunity given to act as a Scrutinizer for the above Postal ballot.

Thanking You.

Yours Faithfully,


BINU SINGH
ACS No. 32440
CP No. 13806
Place: Thane
Date: 14th February, 2015

