



# R. SONI & CO.

## CHARTERED ACCOUNTANTS

46, Mulji Jetha Bldg., 2nd Floor, Above Bank of Baroda, 185/187, Princess Street, Mumbai-400 002  
E-mail : carrsoni@gmail.com / info@rsonica.com • Website : www.rsonica.com

### SCRUTINIZERS' REPORT

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

To,

The Chairman  
**Sparc Systems Limited**  
Plot No. 11, Survey No. 118 / 1 - 2,  
Village Pundhe, Taluka Shahapur,  
At Post Athgaon, District Thane - 421301

Dear Sir,

### Result of E-voting for 25<sup>th</sup> AGM of the Company

The Board of Directors of the Company had appointed me as a scrutinizer to conduct E-Voting process pursuant to provision of Section 108 of the Companies Act, 2013 read with Rule 20 of The Companies (Management and Administration) Rules, 2014, in fair and transparent manner in respect of agendas set out in notice dated 30/05/2014 to the shareholders. I hereby submit my report and result of E-Voting.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to voting through electronic means on the resolutions contained in the Notice to the Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to make the Scrutinizer's Report of the votes cast "in favour", "against" or remain "abstain / invalid" on the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facility engaged by the Company.

The arrangement of E-Voting was made with CDSL E-Voting System and voting was kept open for two days, Wednesday, September 24, 2014 at 9.00 am and end on Thursday, September 25, 2014 at 6.00 pm.

All E-Votes received up to the closing of voting hours at 6.00 p.m. on September 25, 2014, the last day and time fixed by the Company to cast E-votes were considered for my scrutiny.

The votes were unblocked on Saturday the 27<sup>th</sup> September, 2014 at 5.50 p.m. in the presence of two witnesses who are not in the employment of the Company. In confirmation of the votes being unblocked in their presence, the names and signatures of the witnesses appear elsewhere in this report.

The details containing interalia, list of Equity Shareholders, who voted "for", or "against" on each of the resolutions specified in the Notice dated May 30, 2014 that were put to vote, were generated from the [www.evotingindia.com](http://www.evotingindia.com).




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Based on the aforesaid the results of the e-voting are as under.

Agenda No.	Particular	Type of Resolution	Total No. of e-votes casted	Total no. & % of e-votes casted in favour	Total no. & % of e-votes casted against
1	Adoption of Audited Financial Statements, Directors' and Auditors' Report for the year ended 31st March, 2014	Ordinary	1700	700(41.18%)	1000(58.82%)
2	Re-appointment of Mr. Anand Raj Jain, retiring by rotation and being eligible, offering himself for re-appointment	Ordinary	1700	700(41.18%)	1000(58.82%)
3	Appointment of Auditors and fix their remuneration	Ordinary	1700	200(11.76%)	1500(88.24%)
4	Appointment of Mr. Amit Bothra as an Independent Director of the Company in terms of the Companies Act, 2013	Ordinary	1700	700(41.18%)	1000(58.82%)
5	Appointment of Mr. Santosh Shetty as an Independent Director of the Company in terms of the Companies Act, 2013	Ordinary	1700	200(11.76%)	1500(88.24%)
6	Appointment of Mr. Bharat Jain as an Independent Director of the Company in terms of the Companies Act, 2013	Ordinary	1700	200(11.76%)	1500(88.24%)
7	Change in period of office of Mr. J. T. D'souza, Managing Director, to be liable to determination by rotation	Special	1700	700(41.18%)	1000(58.82%)
8	Change in period of office of Ms. Punit Neb, Whole-time Director, to be liable to determination by rotation	Special	1700	200(11.76%)	1500(88.24%)
9	Adoption of New Articles of the Company	Special	1700	700(41.18%)	1000(58.82%)

You may accordingly declare the e-voting result.

Thanking You.  
Yours faithfully,  
For R. Soni & Co.,

  
Rajesh Soni  
(Partner)  
Place: Mumbai  
Date: 27/09/2014



Witness to unblocking of votes

  
Swati Jagetia

  
Ravi Toshniwal