



SCRUTINIZER'S REPORT

[Pursuant to Section 108 and Section 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Crest Ventures Limited
[CIN: L99999MH1982PLC102697]
111, Maker Chambers IV, 11th Floor,
Nariman Point, Mumbai – 400021.

Dear Sir,

Sub: Scrutinizer's Report on passing of a Special Resolution by way of postal ballot/e-Voting.

I, CS Ajit Sathe, a Company Secretary in Practice, have been appointed as Scrutinizer by the Board of Directors of Crest Ventures Limited ("the Company") in their meeting held on 4th May, 2018 for the purpose of Scrutinizing the Postal Ballot process [Both Electronic Voting and Physical Ballot] under the provisions of Section 108 and 110 of the Companies Act, 2013 ("the 2013 Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") in a fair and transparent manner and ascertaining the passing of the resolutions contained in the notice dated 14th May, 2018 dispatched on Monday, 14th May, 2018. The last date for receipt of Postal Ballots was fixed as Wednesday, 13th June, 2018 (not later than 05.00 P.M).

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to Postal Ballot on the resolutions contained in the Notice dated 14th May, 2018. My responsibility as a scrutinizer of the Postal Ballot process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited, the authorised agency engaged by the Company to provide e-voting facility and ballot papers received and till Wednesday, 13th June, 2018 (not later than 05.00 P.M) by post by RTA viz. Link Intime India Private Limited and as provided to us by them.

On the basis of Postal Ballot papers received and e-voting done till 13th June, 2018 (upto 05.00 P.M.); I hereby submit my report as Scrutinizer in the following manner:

- i. In accordance with the notice dated 14th May, 2018 sent to the shareholders and the advertisement pursuant to Rule 22 (5) of the Companies (Management and Administration) Rules, 2014, the voting period remained open from Monday, 14th May, 2018 (11.00 A.M.) to Wednesday, 13th June, 2018 (upto 05.00 P.M).
- ii. The members of the Company as on the "cut-off" date i.e, Friday, 11th May, 2018 were entitled to vote on the resolution (Item No.1) as set out in the notice.
- iii. The votes cast were unblocked at 5.14 P.M. on 13th June, 2018.





* iv. After our scrutiny, the summary of Postal Ballot Forms/ E voting is given below:

Item No.1: Special resolution: Issuance of Equity shares on preferential basis for an aggregate consideration of upto Rs.55,00,00,000 (Rupees Fifty Five Crores Only).

Sr. No.	Particulars	No. of members voted through Postal Ballot Forms	No. of votes cast (Shares) – Postal Ballot Forms	No. of Members voted in E-Voting	No. of Votes Cast (Shares) – E-voting
1	Total Postal ballot/ E-Votes Received	16	1924	41	18398216
2	Less: Invalid	3	306	0	0
3	Net valid votes	13	1618	41	18398216
4	With Assent	11	1607	41	18398216
5	With dissent	2	11	0	0

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of members voted through E-voting and Postal Ballot Forms	Total No. of votes cast (Shares) through E-voting and Postal Ballot Forms	% of total number of valid votes cast
52	18399823	99.9999

(II) VOTED AGAINST THE RESOLUTION:

No. of members voted through E-voting and Postal Ballot Forms	Total No. of votes cast (Shares) through E-voting and Postal Ballot Forms	% of total number of valid votes cast
2	11	0.0001

(III) INVALID VOTES OF THE RESOLUTION:

No. of members voted in E-voting	No. of votes cast (Shares) E-voting	No. of Members Voted – Postal Ballot Forms	No. of Votes cast (Shares) – Postal Ballot Forms	Total No. of Votes cast through E-voting and Postal Ballot
NIL	NIL	3	306	306

Notes:

1) The aforesaid resolution contained in Postal Ballot Notice is passed with requisite majority of the shareholders as specified under the Companies Act, 2013.

2) The figures in percentage have been rounded off to 4 decimal points.

v. I will hand over the Postal Ballot forms and other related papers/registers and records to the Company after signing of the Minutes by the Chairman of the Company.

Thanking you
Yours faithfully,
For A.Y.Sathe & Co.,



CS Ajit Sathe
Company Secretary in Practice & Scrutinizer
FCS No.2899, CP No.738
Place: Mumbai
Date: 14th June, 2018