



**A. Mohan Kumar, B.A., B.L., F.C.S., ACMA.,**  
**Practising Company Secretary**

**COMBINED SCRUTINIZER REPORT**

**OF**

**THE WATERBASE LIMITED**

To,  
THE CHAIRMAN,  
THE WATERBASE LIMITED,  
ANANTHAPUR VILLAGE, NELLORE,  
ANDHRA PRADESH – 524344.

Dear Sir,

**SUB: PASSING OF RESOLUTIONS THROUGH E-VOTING AND POLL CONDUCTED AT THE**  
**30<sup>TH</sup> ANNUAL GENERAL MEETING**

1. I, A. Mohan Kumar, Practising Company Secretary, Chennai, have been appointed as a Scrutinizer by

- i. The Board of Directors at their meeting of the Company held on 29<sup>th</sup> November 2017 for the purpose of Scrutinizing the e-voting process under the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and
- ii. The Chairman of the 30<sup>th</sup> Annual General Meeting of the Company for conducting poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) rules, 2014 on the resolutions contained in the notice to the 30<sup>th</sup> Annual General Meeting of the Members of the Company.

2. The Management of the Company is responsible to ensure the compliance requirement of the Companies Act, 2013 and Rules relating to e-voting and poll on the resolutions contained in the Notice to the 30<sup>th</sup> Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for poll at the AGM 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 M/s. Central Depository Services Ltd, the authorized agency engaged by the Company to provide facilities for e-voting and at the time of poll at Annual General Meeting.

3. At the 30<sup>th</sup> Annual General Meeting of the Company held on 30<sup>th</sup> December 2017, the Chairman of the meeting had suo motto called for a poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process.

4. The e-voting results were unblocked by me at 05:30 P.M. on 30<sup>th</sup> December, 2017 in the presence of two witnesses after counting the votes cast at the meeting as per Rule 20 of the Companies (Management and Administration) Rules, 2014 read with Section 108 of the Companies Act, 2013.





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The results of the e-voting together with that of the poll are as under:

Item No of Notice	Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid*/ Abstained Votes	Total	
		Nos.	%	Nos.	%		Nos.	%
Item No: 1 of the Notice (Ordinary Resolution)	e-Voting	24083994	100.00	0	0%	0	24083994	99.96
	Poll	5297	55.98	0	0%	4166	9463	0.04
	Total	24089291	99.98	0	0%	4166	24093457	100.00
Item No: 2 of the Notice (Ordinary Resolution)	e-Voting	24083985	100.00	9	0%	0	24083994	99.96
	Poll	5297	55.98	0	0%	4166	9463	0.04
	Total	24089282	100.00	9	0%	4166	24093457	100.00
Item No: 3 of the Notice (Ordinary Resolution)	e-Voting	24083994	100.00	0	0%	0	24083994	99.96
	Poll	5297	55.98	0	0%	4166	9463	0.04
	Total	24089291	99.98	0	0%	4166	24093457	100.00
Item No: 4 of the Notice (Ordinary Resolution)	e-Voting	24083994	100.00	0	0%	0	24083994	99.96
	Poll	5297	55.98	0	0%	4166	9463	0.04
	Total	24089291	99.98	0	0%	4166	24093457	100.00
Item No: 4 of the Notice (Ordinary Resolution)	e-Voting	24083994	100.00	0	0%	0	24083994	99.96
	Poll	5297	55.98	0	0%	4166	9463	0.04
	Total	24089291	99.98	0	0%	4166	24093457	100.00
Item No: 5 of the Notice (Special Resolution)	e-Voting	24083994	100.00	0	0%	0	24083994	99.96
	Poll	5297	55.98	0	0%	4166	9463	0.04
	Total	24089291	99.98	0	0%	4166	24093457	100.00
Item No: 6 of the Notice (Special Resolution)	e-Voting	24083994	100.00	0	0%	0	24083994	99.96
	Poll	5297	55.98	0	0%	4166	9463	0.04
	Total	24089291	99.98	0	0%	4166	24093457	100.00

All the resolutions stand passed under e-voting and poll with the requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, 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 other person as authorized by you.

Thanking You.

Yours Faithfully,

A. MOHAN KUMAR  
PRACTISING COMPANY SECRETARY  
C.P. No. 19145



Date : 31/12/2017