

To,

**The Chairperson**

Anandam Rubber Company Limited  
41/298 - D2 ,2nd Floor, Saniya Plaza, Mahakavi Bharathiyar Road,Near KSRTC Bus Stand  
Cochin Kerala- 682035 India.

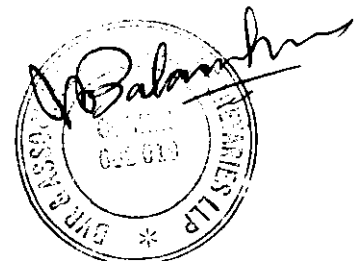
**Scrutinizer Report on Electronic Evoting pursuant to Passing of Resolutions through postal ballot and Electronic Evoting under the relevant provisions of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013, along with the rules as may be prescribed therein (including any statutory modification or reenactment thereof)**

Dear Sir,

**Sub: Scrutinizer report on Electronic voting**

I, CS N. Balasubramanian, Designated Partner, BVR & Associates Company Secretaries LLP, Lal Salam Road, Ponnuruni, Vytilla-682019, appointed as scrutinizer for the electronic voting of resolutions mentioned in the notice, submit my report as under:

1. Electronic voting remained open for the members from Saturday, December 03, 2016, 9.00 AM to Sunday, January 01, 2017, 05.00 PM.
2. I have unblocked the votes on Sunday, January 01, 2017 in the presence of two witnesses, who were not the employees of the Company. Name and signatures of the witnesses have been provided at the end of this report and the same is in compliance with the provisions of Rule 20 (3) (xi) of the Companies (Management and Administration) Rules 2014.
3. In the e-voting result given below, votes cast by (1) Mr. Nirej V Paul, Folio No. IN30151610240856, (2) V M Paulose, Folio No. IN30151610240864, (3) Jaya Paulon Folio No. IN30151610240910 and (4) T J Leelamma Folio No. IN30151610240928 on Resolution Number 1 and 2 cannot be counted as they are interested in those resolutions.



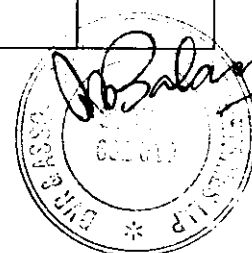
An extract of the Electronic voting is given below:-

Detailed report of the voting generated from the website is annexed with this report.

**Total Folios Voted: -04**

**Pattern of voting is given below.**

<b>Resolution No</b>	<b>Subject matter of Resolution</b>	<b>No of Votes Assenting the resolution</b>	<b>No of Votes Dissenting the resolution</b>	<b>Total</b>
1	<p><b><u>DISPOSING OF INVESTMENTS IN THE CATHOLIC SYRIAN BANK LTD</u></b></p> <p><b>“RESOLVED THAT pursuant to the provisions of section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, and the relevant Rules framed there under (including any statutory modification(s) or re-enactment thereof, for the time being in force), approval and consent of the members of the Company be and is hereby granted to the Board of Directors to sell or otherwise dispose of the whole or Substantially the whole of the investments in Equity Shares of The Catholic Syrian bank Limited by the Company at a fair value which will not be lower than Rs. 100( Hundred Rupees) per share to any body corporate or person(s), whether shareholders/ promoters of the Company or not”</b></p>	181188	NIL	181188



	<p>or modification to the transaction documents from time to time on such terms and conditions as the Board may deem fit in the best interest of the Company and to settle any questions, difficulty or doubt that may arise with regard to giving effect to the above resolutions, as it may deem in its discretion necessary."</p>		
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**Votes Unblocked in the presence of following witnesses**

1. **Sreenivasa Bhat S**  
8/1643 A.K Road, Kochi- 682002
  
2. **Krishna Kumar Prabhu,**  
4/1121, Gosree Nikethan,  
Cherlai, Mattacherry-682002

**For BVR and Associates Company Secretaries LLP**

Place: Kochi  
Date: 02<sup>nd</sup> January, 2017



**CS. N Balasubramanian**  
Designated Partner  
CP No: 4996  
Membership No: F 6439

**N BALASUBRAMANIAN, B.Com, LLB, FCS**  
Designated Partner  
**BVR & Associates Company Secretaries LLP**  
"Swastika", 31/1444, Lal Salam Road  
Off. Convent Road, Ponnurunni  
Vytila P.O., Cochin - 682 019  
C P No: 4996, FCS 6439  
LLP IN AAE - 7079

**I SUBMIT MY REPORT AS UNDER:**

1. The dispatch of the Postal Ballot Forms to the members of the Company whose name(s) appeared on the Register of Members/ List of Beneficial Owners as on 30<sup>th</sup> November, 2016, was completed on Thursday, 01<sup>st</sup> December, 2016.

2. As per the requirements of the Companies Act, 2013, the particulars of all the Postal Ballot Forms received (through physical and electronic mode) from the members have been registered in a register maintained separately for the purpose.

3. All the Postal Ballot Forms including e-Voting received up to the close of working hours, i.e. 5.00 P.M. on Sunday, 01<sup>st</sup> January, 2016, the last day and time fixed by the Company for the receipt of the ballot forms, were scrutinized by me with respect to their validity, and has been recorded.

4. No Postal Ballot Form including E-Voting received after the close of working hours, i.e. 5.00 P.M. on Sunday, 01<sup>st</sup> January, 2016, the last day and time fixed by the Company has been considered.

5. None of the incomplete, unsigned or incorrect Postal Ballot Forms have been considered.

6. I report that the e-Voting data and physical Ballots were scrutinized by me for verification of votes cast in favor and against the resolutions.

7. In terms of the requirements of the Companies Act, 2013, the postal Ballot Forms and other Related papers/ registers and records will be handed over to the Company.

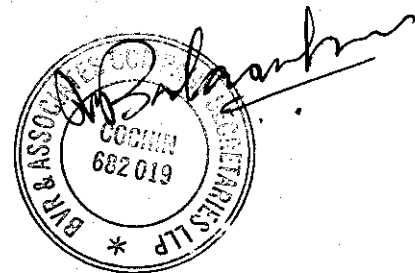


8. The summary of the votes cast and Ballot forms received is as given below:-

**SUMMARY OF THE VOTES CAST**

**Resolution 1- Disposing of Investments in the Catholoc Syrian Bank Ltd**

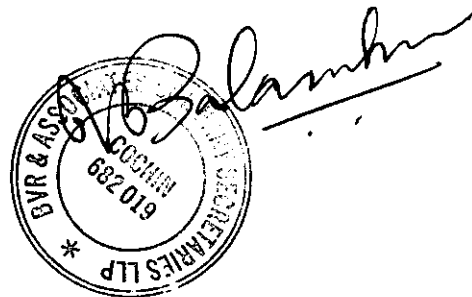
Particulars	No of Postal Ballot forms	No of shares/Votes	% of Votes
<b>Physical Mode</b>			
Total Postal Ballot Forms received.	07	730720	100
Less: Invalid Ballot forms	NIL	NIL	NIL
Total valid Postal Ballot Forms.	07	730720	100
Postal Ballot Forms giving assent (A)	07	730720	100
Postal Ballot Forms giving dissent	NIL	NIL	NIL
<b>Electronic Voting</b>			
Total e-voting done	04	181188	100
Less: Invalid e-voting	NIL	NIL	NIL
Total valid e-voting	04	181188	100
e-voting giving assent (B)	04	181188	100
e-voting giving dissent	-	-	-
<b>Total Votes in favor of the Resolution</b>	<b>11</b>	<b>911908</b>	<b>100</b>
<b>Total Votes against the Resolution</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>



**Resolution 2- Approval of Related Party Transaction**

Particulars	No of Postal Ballot forms	No of shares/Votes	% of Votes
<b>Physical Mode</b>			
Total Postal Ballot Forms received.	07	730720	100
Less: Invalid Ballot forms	NIL	NIL	NIL
Total valid Postal Ballot Forms.	07	730720	100
Postal Ballot Forms giving assent (A)	07	730720	100
Postal Ballot Forms giving dissent	NIL	NIL	NIL
<b>Electronic Voting</b>			
Total e-voting done	04	181188	100
Less: Invalid e-voting	NIL	NIL	NIL
Total valid e-voting	04	181188	100
e-voting giving assent (B)	04	181188	100
e-voting giving dissent	-	-	-
<b>Total Votes in favor of the Resolution</b>	<b>11</b>	<b>911908</b>	<b>100</b>
<b>Total Votes against the Resolution</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

9. Both the resolutions have been passed by the requisite majority since more than three fourth of the votes are being casted in favor of the resolution.



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

**For BVR and Associates Company Secretaries LLP**

Place: Kochi

Date: 02<sup>nd</sup> January, 2017



A handwritten signature in black ink, appearing to read "N. Balasubramanian".

**CS. N Balasubramanian**  
**Designated Partner**  
**CP No: 4996**  
**Membership No: F 6439**

**N BALASUBRAMANIAN, B.Com, LLB, FCS**  
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