



S. Anantha Rama Subramanian  
BBA, LLB, FCS

**S. ANANTHA & CO.**  
COMPANY SECRETARIES

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23<sup>rd</sup> September, 2014

**The Chairman**  
**Fifteenth Annual General Meeting of the Shareholders of**  
**UJAAS ENERGY LIMITED**  
**(Formerly Known as M and B Switchgears Limited)**  
Survey No. 211/1, Opp. Sector C & Metalman  
Sanwer Road Industrial Area, Indore - 452 015 (MP).

Dear Sir,

**Sub.: Report of the Scrutinizer on e-voting conducted pursuant to the provisions of the Section 108 of the Companies Act, 2013 ('Act') read with the Rule 20 of the Companies (Management and Administration) Rules, 2014.**

I, S. Anantha Rama Subramanian, Practising Company Secretary (FCS: 4443; CP: 1925) have been appointed as the Scrutinizer by the Board of Directors of Ujaas Energy Limited (Formerly Known as M and B Switchgears Limited) ('Company') vide resolution dated 14<sup>th</sup> August 2014, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to scrutinize and report on the electronic voting done by the shareholders of the Company in respect of the resolutions proposed to be passed at the Fifteenth Annual General Meeting ('AGM') of the Company scheduled to be held on Friday, 26<sup>th</sup> September, 2014.

In this connection, I furnish the following information:

- As per the information and explanations provided and the documents verified, the Notice dated 14<sup>th</sup> August, 2014 convening the AGM of the Company, along with the statement setting out material facts under Section 102 of the Act, had been sent to the shareholders in respect of the said proposed resolutions to be passed at the said AGM of the Company;
- The Company has availed the e-voting facility offered by Central Depository Services (India) Limited ('CDSL') for conducting e-voting by the shareholders of the Company;
- The voting period for e-voting commenced on Saturday, 20<sup>th</sup> September, 2014 (9.00 am IST) and ended on Monday, 22<sup>nd</sup> September, 2014 (6.00 pm IST). The CDSL platform was thereafter blocked and the votes cast under the e-voting were unblocked on Tuesday, 23<sup>rd</sup> September, 2014 in the presence of the two witnesses who were not in the employment of the Company; and
- As per the data downloaded from the CDSL e-voting system, I have scrutinized the voting through electronic means and the votes casted therein.

I hereby submit my report on the votes cast through e-voting in respect of the said proposed Resolutions.  
(Annexure)

Thanking you,

Yours faithfully,  
For S. ANANTHA & Co.,  
Company Secretaries

  
S. Anantha Rama Subramanian  
Proprietor



Encl.: As above

**Annexure – Scrutinizer’s Report on the votes cast through e-voting by Shareholders of UJAAS ENERGY LIMITED (Formerly Known as M<sup>And</sup>B Switchgears Limited), Indore**

**A) Resolution No. 1**

**Receive, Consider and Adopt Audited Financial Statements, Reports of the Board of Directors and Auditors thereon.**

Sr. No.	Particulars	e-voting		
		No. of Members voted	No. of Shares	% of total No. of valid e-votes cast
1.	Votes in Favour of the Resolution	22	148662942	100.00
2.	Votes Against the Resolution	0	0	0.00
3.	<b>Total Valid Votes (1+2)</b>	<b>22</b>	<b>148662942</b>	<b>100.00</b>

**B) Resolution No. 2**

**Declaration of Dividend on the Equity Shares of the Company**

Sr. No.	Particulars	e-voting		
		No. of Members voted	No. of Shares	% of total No. of valid e-votes cast
1.	Votes in Favour of the Resolution	22	148662942	100.00
2.	Votes Against the Resolution	0	0	0.00
3.	<b>Total Valid Votes (1+2)</b>	<b>22</b>	<b>148662942</b>	<b>100.00</b>

**C) Resolution No. 3**

**Appointment of Mr. Anurag Mundra (DIN: 00133172) as a Director, liable to retire by rotation.**

Sr. No.	Particulars	e-voting		
		No. of Members voted	No. of Shares	% of total No. of valid e-votes cast
1.	Votes in Favour of the Resolution	22	148662942	100.00
2.	Votes Against the Resolution	0	0	0.00
3.	<b>Total Valid Votes (1+2)</b>	<b>22</b>	<b>148662942</b>	<b>100.00</b>

*Anantha*



**Annexure – Scrutinizer’s Report on the votes cast through e-voting by Shareholders of UJAAS ENERGY LIMITED (Formerly Known as M&B Switchgears Limited), Indore**

**D) Resolution No. 4**

**Re-appointment of M/s. Ashok Khasgiwala & Co., Chartered Accountants, Indore, (Firm Registration No. 0743C) as Statutory Auditor for a period of two (2) consecutive years.**

Sr. No.	Particulars	e-voting		
		No. of Members voted	No. of Shares	% of total No. of valid e-votes cast
1.	Votes in Favour of the Resolution	22	148662942	100.00
2.	Votes Against the Resolution	0	0	0.00
3.	<b>Total Valid Votes (1+2)</b>	<b>22</b>	<b>148662942</b>	<b>100.00</b>

**E) Resolution No. 5**

**Appointment of Mrs. Aarti Jhaveri (DIN 00851063) as an Independent Director.**

Sr. No.	Particulars	e-voting		
		No. of Members voted	No. of Shares	% of total No. of valid e-votes cast
1.	Votes in Favour of the Resolution	22	148662942	100.00
2.	Votes Against the Resolution	0	0	0.00
3.	<b>Total Valid Votes (1+2)</b>	<b>22</b>	<b>148662942</b>	<b>100.00</b>

**F) Resolution No. 6**

**Appointment of Mr. Santosh Muchhal (DIN 00645172) as an Independent Director.**

Sr. No.	Particulars	e-voting		
		No. of Members voted	No. of Shares	% of total No. of valid e-votes cast
1.	Votes in Favour of the Resolution	22	148662942	100.00
2.	Votes Against the Resolution	0	0	0.00
3.	<b>Total Valid Votes (1+2)</b>	<b>22</b>	<b>148662942</b>	<b>100.00</b>

*Santosh Muchhal*



**Annexure – Scrutinizer’s Report on the votes cast through e-voting by Shareholders of UJAAS ENERGY LIMITED (Formerly Known as MAB Switchgears Limited), Indore**

**G) Resolution No. 7**

**Appointment of Mr. Rajiva Srivastava (DIN 02465001) as an Independent Director.**

Sr. No.	Particulars	e-voting		
		No. of Members voted	No. of Shares	% of total No. of valid e-votes cast
1.	Votes in Favour of the Resolution	22	148662942	100.00
2.	Votes Against the Resolution	0	0	0.00
3.	<b>Total Valid Votes (1+2)</b>	<b>22</b>	<b>148662942</b>	<b>100.00</b>

**H) Resolution No. 8**

**Ratification and confirmation of the remuneration to be paid to M/s. Vijay P. Joshi & Associates, Cost Accountants for the financial year ending on 31<sup>st</sup> March, 2015.**

Sr. No.	Particulars	e-voting		
		No. of Members voted	No. of Shares	% of total No. of valid e-votes cast
1.	Votes in Favour of the Resolution	22	148662942	100.00
2.	Votes Against the Resolution	0	0	0.00
3.	<b>Total Valid Votes (1+2)</b>	<b>22</b>	<b>148662942</b>	<b>100.00</b>

The Register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid AGM and the same will be handed over to the Company Secretary of the Company for safe keeping.

*Rajiv Joshi*

