



Arihant Kumar Bothra

Chartered Accountant

305 MIDAS COMPLEX , FAFADIH

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Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rule, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015]

Date: 30.09.2015

To

The Chairman,

Scan Steels Limited

104/105, E-Square, Subhash Road,

Opp. Havmor Ice Cream,

Vile Parle (E), Mumbai – 400 057

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting at the Annual General Meeting of Scan Steels Limited held on Wednesday, September 30, 2015

Dear Sir,

I, Mr. Arihant Kumar Bothra, a Practicing Chartered Accountants had been appointed as the Scrutinizer by M/s. Scan Steels Limited (formerly known as Clarus Infrastructure Realities Limited) ("the Company") for the purpose of scrutinizing the voting process (electronically or otherwise) at the 22nd Annual General Meeting of the shareholders of the Company held on Wednesday, September 30, 2015 at 10.30 a.m. at its registered office situated at 104/105, E-Square, Subhash Road, Opp. Havmor Ice Cream, Vile Parle (E), Mumbai – 400 057 in a fair and transparent manner and ascertaining the requisite majority of voting carried out as per the provisions of the companies act, 2013 on the below mentioned resolution(s). The company had provided to the members facility of remote e-voting and voting at the Annual General Meeting by physical ballot.

The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules made there under relating to remote e-voting and voting through physical ballot on the Resolution contained in the notice of 22nd Annual General Meeting dated 31st August, 2015.

My responsibility as Scrutinizer is restricted to make a Scrutinizer's Report of the Votes Cast "In favour" or "Against" the resolutions and "Invalid" Votes based on report generated from the Electronic platform Provided by Central Depository Services (India) Limited, The Authorized





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agency to provide remote e-voting Facilities ,engaged by the Company and voting at the Annual General Meeting by Physical Ballot.

I, submit my report as under:

1. The company had availed the remote e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the shareholders of the Company.
2. The Company had also provided voting facility through ballot paper to the shareholders present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.
3. The voting period for remote e-voting commenced on Sunday, September 27, 2015 at 09.00 a.m. (IST) and ended on Tuesday, September 29, 2015 at 05.00 p.m. (IST) and the CDSL e-voting platform was blocked thereafter.
4. The shareholders of the company holding shares as on the "cut-off" date of September 23, 2015 were entitled to vote on the resolutions as contained in the Notice of the Annual General Meeting.
5. After the close of period for remote e-voting, the details of the members, such as their names, folio numbers, number of shares held, who had casted their votes through remote e-voting, were downloaded from the e-voting website of CDSL, for the purpose of ensuring that the members who have casted their votes through remote e-voting do not vote again at the 22nd AGM.
6. At the venue of AGM, the empty ballot box kept for voting through ballot process and members who were present at the meeting were voted. After the closure of the voting at the Annual General Meeting, the report on voting done at the meeting was generated and the voting was diligently scrutinized.
7. The votes cast under remote e-voting facility were thereafter unblocked/ opened in the presence of two witnesses who were not in the employment of the company and after the conclusion of the voting at the Annual General Meeting the votes cast there under were counted.
8. The Ballot papers which were found to be incomplete and /or which were otherwise defective were treated as invalid and kept separately.
9. The E voting Results with details of the Equity Share Holders who have voted in favour of the Resolutions or against the resolutions and those who have abstained from voting were down loaded from the website of Central Depository Services (India) Limited. i.e.(<https://www.evotingindia.com>)





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10. Based on reports generated from the e-voting website of CDSL and voting through ballot paper at the 22nd Annual General Meeting, the consolidated report on the results of the voting on each resolution are given hereunder.

Resolution No. 1

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2015 and the Report of the Board of Directors and Auditors thereon (Ordinary resolution)

Particulars	Number of Members voted through Remote e-voting	Number of Remote E-votes casted	Number of Members voted through Physical Ballot forms	Number of votes casted through Physical Ballot forms	Number of Members voted through Ballot at the AGM	Number of votes casted by ballot papers at AGM	Total Number of votes cast through Remote e-voting and Physical Ballot Papers	% of total number of valid votes cast
	1	2	3	4	5	6	7=(2+4+6)	8
Voted in favour of the resolutions	29	35306978	17	168	9	131	35307277	99.999
Voted against the resolutions	1	275	0	0	0	0	275	0.001
Total	30	35307253	17	168	9	131	35307552	100
Invalid / Abstain votes	0	0	0	0	0	0	0	0



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Resolution No. 2

To appoint a director in place of Mr. Rajesh Gadodia (DIN: 00574465), who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution)

Particulars	Number of Members voted through Remote e-voting	Number of Remote E-votes casted	Number of Members voted through Physical Ballot forms	Number of votes casted through Physical Ballot forms	Number of Members voted through Ballot at the AGM	Number of votes casted by ballot papers at AGM	Total Number of votes cast through Remote e-voting and Physical Ballot Papers	% of total number of valid votes cast
	1	2	3	4	5	6	7=(2+4+6)	8
Voted in favour of the resolutions	27	28363131	17	168	9	131	28363430	99.999
Voted against the resolutions	1	275	0	0	0	0	275	0.001
Total	28	28363406	17	168	9	131	28363705	100
Invalid / Abstain votes	2	6943847	0	0	0	0	0	0

Resolution No. 3

To ratify the appointment of Statutory Auditors of the Company and to fix their remuneration (Ordinary Resolution)

Particulars	Number of Members voted through Remote e-voting	Number of Remote E-votes casted	Number of Members voted through Physical Ballot	Number of votes casted through Physical Ballot forms	Number of Members voted through Ballot at the AGM	Number of votes casted by ballot papers	Total Number of votes cast through Remote e-voting and Physical	% of total number of valid votes cast
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			forms			at AGM	Ballot Papers	
	1	2	3	4	5	6	7=(2+4+6)	8
Voted in favour of the resolutions	29	35306978	17	168	9	131	35307277	99.999
Voted against the resolutions	1	275	0	0	0	0	275	0.001
Total	30	35307253	17	168	9	131	35307552	100
Invalid / Abstain votes	0	0	0	0	0	0	0	0

Resolution No. 4

Ratification of remuneration of M/s. Ray, Nayak & Associates, Cost Auditors of the Company for the Financial Year 2015-16 (Ordinary Resolution)

Particulars	Number of Members voted through Remote e-voting	Number of Remote E-votes casted	Number of Members voted through Physical Ballot forms	Number of votes casted through Physical Ballot forms	Number of Members voted through Ballot at the AGM	Number of votes casted by ballot papers at AGM	Total Number of votes cast through Remote e-voting and Physical Ballot Papers	% of total number of valid votes cast
	1	2	3	4	5	6	7=(2+4+6)	8
Voted in favour of the resolutions	29	35306978	17	168	9	131	35307277	99.999



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Voted against the resolutions	1	275	0	0	0	0	275	0.001
Total	30	35307253	17	168	9	131	35307552	100
Invalid / Abstain votes	0	0	0	0	0	0	0	0

Resolution No. 5

Preferential allotment of Warrants convertible into equity shares (Special Resolution)

Particulars	Number of Members voted through Remote e-voting	Number of Remote E-votes casted	Number of Members voted through Physical Ballot forms	Number of votes casted through Physical Ballot forms	Number of Members voted through Ballot at the AGM	Number of votes casted by ballot papers at AGM	Total Number of votes cast through Remote e-voting and Physical Ballot Papers	% of total number of valid votes cast
	1	2	3	4	5	6	7=(2+4+6)	8
Voted in favour of the resolutions	29	35306978	17	168	9	131	35307277	99.999
Voted against the resolutions	1	275	0	0	0	0	275	0.001
Total	30	35307253	17	168	9	131	35307552	100
Invalid / Abstain votes	0	0	0	0	0	0	0	0

Resolution No. 6

Adoption of new set of Articles of Association (AOA) of the company in conformity with the provisions of Companies Act, 2013 (Special Resolution)





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Particulars	Number of Members voted through Remote e-voting	Number of Remote E-votes casted	Number of Members voted through Physical Ballot forms	Number of votes casted through Physical Ballot forms	Number of Members voted through Ballot at the AGM	Number of votes casted by ballot papers at AGM	Total Number of votes cast through Remote e-voting and Physical Ballot Papers	% of total number of valid votes cast
	1	2	3	4	5	6	7=(2+4+6)	8
Voted in favour of the resolutions	29	35306978	17	168	9	131	35307277	99.999
Voted against the resolutions	1	275	0	0	0	0	275	0.001
Total	30	35307253	17	168	9	131	35307552	100
Invalid / Abstain votes	0	0	0	0	0	0	0	0

You may accordingly declare the result of voting for each resolution of the AGM.

I hereby confirm that the Registers and records generated from the e-voting platform of the service provider including register maintained in respect of votes cast through remote e-voting and physical ballot at AGM are being maintained in the electronic form.

The Register, all other papers and relevant records relating remote e-voting/ voting through ballot at AGM shall remain in my safe custody until the chairman considers, approves and signs the minutes of the AGM and there after the same shall be handover to the company secretary for safe keeping.

Thinking
Yours faithfully,



CA Arihant Kumar Bothra
(Practicing Chartered Accountant)
M. No. - 426566



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Chartered Accountant

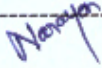
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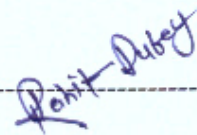
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We, the under signed witnesses that the votes in respect of e-voting of shareholders of Scan Steels Limited, were unblocked from e-voting website of CDSL in our presence at 11.59 a.m. on 30th September, 2015.



Mr. Narayan Choudhary



Mr. Rohit Dubey