

Scrutinizer's Report on E-voting

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman,

27th Annual General Meeting of the Equity Shareholders of

Weizmann Limited held on Thursday, 11th September, 2014, Maharashtra Chamber of Commerce, Orion House, 6th Floor, Maharashtra Chamber of Commerce Path, Kalaghoda, Mumbai – 400 001

Dear Sir,

Pursuant to the Resolution passed by the Board of Weizmann Limited on 27th May, 2014 I have been appointed as the Scrutinizer for the e-voting process as mentioned under clause (ix) of sub rule 3 of Rule 20 of the Companies (Management and Administration) Rules, 2014. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said rules in the SEBI circular dated 17th April, 2014 issued in this regard.

Weizmann Limited has appointed NSDL for extending the facility of electronic voting to the shareholders of the Company. Bigshare Services India Private Limited is the Registrar and Transfer Agent (RTA) for the Company. NSDL had provided a system for recording the votes of the shareholders electronically on all the items of the business (both Ordinary and Special business) sought to be transacted in the 27th Annual General Meeting (AGM) of the Company, which is scheduled to be held on Thursday, 11th September, 2014. NSDL had accordingly setup e-voting facility on their website www.evoting.nsdl.com. Weizmann Limited had uploaded all the items of the business to be transacted on its website and the website of NSDL to facilitate their shareholders to cast their vote through e-voting.



The Notices sent (both through email and physical form) contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014. The Company has also decided to extend voting in physical form to those shareholders, who do not have access to e-voting facility to send their assent or dissent in writing on a physical ballot form pursuant to revised Clause 35B in the Listing Agreement as notified by SEBI vide its circular CIR/CFD/POLICY CELL/2/2014 dated 17th April, 2014.

The Cut-off date (Record date) for the purposes of identifying the shareholders who will be entitled to vote on the resolutions placed for approval of the shareholders was Friday, 18th July, 2014. As prescribed in the aforesaid Rules, the e-voting facility was kept open for two days from Tuesday, 2nd September, 2014 at 9:00 a.m. to Thursday, 4th September, 2014 at 6:00 p.m. Similarly receipt of physical ballot forms from those shareholders who did not have access to e-voting facility was made available till 4th September, 2014.

As prescribed in clause (v) of sub rule 3 of the Rule 20, Weizmann Limited also released an advertisement which was published more than 5 days in advance from the date of beginning of the voting period in English newspaper i.e Financial Express dated 21st August, 2014 and in Marathi newspaper i.e Tarun Bharat dated 21st August, 2014. The Notice published in the Newspaper carried the required information as specified in sub rule 3 (v)(a) to (g) of the said Rule 20.

At the end of the voting period on 4th September, 2014 at 6:00 p.m. the voting portal of NSDL was blocked forthwith. On 5th September, 2014 the votes cast through e-voting facility was duly unblocked by me as a Scrutinizer in the manner prescribed in sub rule 3(xi) of the said Rule 20.

As a Scrutinizer the report of e-voting carried out by the shareholders together with the physical ballot forms was duly compiled, the details of which are as follows:

There are in all 4 shareholders holding 148 equity shares of the Company who have participated in the e-voting process carried out by the Company, whereas in case of physical ballot, 22 shareholders holding 12867227 shares participated.



The result is as under: **Item No. 1 – Ordinary Resolution**

To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2014, including the Statement of Profit & Loss for the year ended on that date, audited Balance Sheet as at 31st March, 2014 and the Reports of the Directors' and the Auditors' thereon.

E-VOTING							
Promoter / Public	No. of shares held	No. of votes polled	% of voted polled on Outstanding shares	Number of votes - in favour	Number of votes - against	% of votes in favour of votes polled	% of Votes Against on votes polled
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]* 100	(7) = [(5)/(2)]* 100
Promoter	12866170	0	0	0	0	0	0
Public – Institutional Holders	200	0	0	0	0	0	0
Public Others	4405166	148	0.003	148	0	100	0
Total [A]	17271536	148	0.00	148	0	100	0
*PHYSICAL BALLOT FORMS							
Promoter	12866170	12866170	100	12866170	0	100	0
Public – Institutional Holders	200	0	0	0	0	0	0
Public Others [B]	4405166	1057	0.02	1057	0	100	0
Total [B]	17271536	12867227	74.49	12867227	0	100	0
Total [A+B]	17271536	12867375	74.50	12867375	0	100	0

* Physical Ballot Forms have received only from Category Public-Others

Results:

Percentage of votes cast in favour: 100%

Percentage of votes cast against: 0%



Item No. 2 – Ordinary Resolution

To declare dividend on Equity Shares.

E-VOTING							
Promoter / Public	No. of shares held	No. of votes polled	% of voted polled on Oustand-ing shares	Number of votes - in favour	Number of votes - against	% of votes in favour of votes polled	% of Votes Against on votes polled
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]* 100	(7) = [(5)/(2)]* 100
Promoter	12866170	0	0	0	0	0	0
Public – Institutional Holders	200	0	0	0	0	0	0
Public Others	4405166	148	0.003	148	0	100	0
Total [A]	17271536	148	0.00	148	0	100	0
*PHYSICAL BALLOT FORMS							
Promoter	12866170	12866170	100	12866170	0	100	0
Public – Institutional Holders	200	0	0	0	0	0	0
Public Others [B]	4405166	1057	0.02	1057	0	100	0
Total [B]	17271536	12867227	74.49	12867227	0	100	0
Total [A+B]	17271536	12867375	74.50	12867375	0	100	0

* Physical Ballot Forms have received only from Category Public-Others

Results:

Percentage of votes cast in favour: 100%

Percentage of votes cast against: 0%



Item No. 3 – Ordinary Resolution

To appoint a Director in place of Mr. H.V.Siraj, who retires by rotation and being eligible, offers himself for re-appointment.

E-VOTING							
Promoter / Public	No. of shares held	No. of votes polled	% of voted polled on Oustand- ing shares	Number of votes - in favour	Number of votes - against	% of votes in favour of votes polled	% of Votes Against on votes polled
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter	12866170	0	0	0	0	0	0
Public – Institutional Holders	200	0	0	0	0	0	0
Public Others	4405166	148	0.003	148	0	100	0
Total [A]	17271536	148	0.00	148	0	100	0
*PHYSICAL BALLOT FORMS							
Promoter	12866170	12866170	100	12866170	0	100	0
Public – Institutional Holders	200	0	0	0	0	0	0
Public Others [B]	4405166	1057	0.02	1057	0	100	0
Total [B]	17271536	12867227	74.49	12867227	0	100	0
Total [A+B]	17271536	12867375	74.50	12867375	0	100	0

* Physical Ballot Forms have received only from Category Public-Others

Results:

Percentage of votes cast in favour: 100%

Percentage of votes cast against: 0%



Item No. 4 – Ordinary Resolution

To appoint Messrs. U. B. Sura & Co., Chartered Accountants and Messrs Shyam C. Agrawal & Co., Chartered Accountants, the retiring Auditors of the Company, as Joint Auditors, who shall hold office from the conclusion of this Annual General Meeting for a period of 3 years and to fix their remuneration.

E-VOTING							
Promoter / Public	No. of shares held	No. of votes polled	% of voted polled on Oustand- ing shares	Number of votes - in favour	Number of votes - against	% of votes in favour of votes polled	% of Votes Against on votes polled
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)] *100
Promoter	12866170	0	0	0	0	0	0
Public – Institutional Holders	200	0	0	0	0	0	0
Public Others	4405166	148	0.003	148	0	100	0
Total [A]	17271536	148	0.00	148	0	100	0
*PHYSICAL BALLOT FORMS							
Promoter	12866170	12866070	99.99	12866070	0	100	0
Public – Institutional Holders	200	0	0	0	0	0	0
Public Others [B]	4405166	1057	0.02	1057	0	100	0
Total [B]	17271536	12867127	74.49	12867127	0	100	0
Total [A+B]	17271536	12867275	74.49	12867275	0	100	0

* Physical Ballot Forms have received only from Category Public-Others

Results:

Percentage of votes cast in favour: 100%

Percentage of votes cast against: 0%



Item No. 5 – Ordinary Resolution

Appointment of Shri Vishnu P. Kamath (DIN:00025682) as an Independent Director.

E-VOTING							
Promoter / Public	No. of shares held	No. of votes polled	% of voted polled on Oustand-ing shares	Number of votes - in favour	Number of votes - against	% of votes in favour of votes polled	% of Votes Against on votes polled
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter	12866170	0	0	0	0	0	0
Public – Institutional Holders	200	0	0	0	0	0	0
Public Others	4405166	148	0.003	148	0	100	0
Total [A]	17271536	148	0.00	148	0	100	0
*PHYSICAL BALLOT FORMS							
Promoter	12866170	12866170	100	12866170	0	100	0
Public – Institutional Holders	200	0	0	0	0	0	0
Public Others [B]	4405166	1057	0.02	1057	0	100	0
Total [B]	17271536	12867227	74.49	12867227	0	100	0
Total [A+B]	17271536	12867375	74.50	12867375	0	100	0

* Physical Ballot Forms have received only from Category Public-Others

Results:

Percentage of votes cast in favour: 100%

Percentage of votes cast against: 0%



Item No. 6 – Ordinary Resolution

Appointment of Shri Vinesh N. Davda (DIN:0050175), as an Independent Director.

E-VOTING							
Promoter / Public	No. of shares held	No. of votes polled	% of voted polled on Oustand- ing shares	Number of votes - in favour	Number of votes - against	% of votes in favour of votes polled	% of Votes Against on votes polled
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)] *100
Promoter	12866170	0	0	0	0	0	0
Public – Institutional Holders	200	0	0	0	0	0	0
Public Others	4405166	148	0.003	147	1	99.32	0.68
Total [A]	17271536	148	0.00	147	1	99.32	0.68
*PHYSICAL BALLOT FORMS							
Promoter	12866170	12866170	100	12866170	0	100	0
Public – Institutional Holders	200	0	0	0	0	0	0
Public Others [B]	4405166	1057	0.02	1057	0	100	0
Total [B]	17271536	12867227	74.49	12867227	0	100	0
Total [A+B]	17271536	12867375	74.50	12867374	1	100	0

* Physical Ballot Forms have received only from Category Public-Others

Results:

Percentage of votes cast in favour: 100%

Percentage of votes cast against: 0%



Item No. 7 – Special Resolution

Borrowing Limits under Section 180(1)(c) of the Companies Act, 2013.

E-VOTING							
Promoter / Public	No. of shares held	No. of votes polled	% of voted polled on Oustand-ing shares	Number of votes - in favour	Number of votes - against	% of votes in favour of votes polled	% of Votes Against on votes polled
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]* 100	(7) = [(5)/(2)]* 100
Promoter	12866170	0	0	0	0	0	0
Public – Institutional Holders	200	0	0	0	0	0	0
Public Others	4405166	148	0.003	61	87	41.21	58.79
Total [A]	17271536	148	0.00	61	87	41.21	58.79
*PHYSICAL BALLOT FORMS							
Promoter	12866170	12866170	100	12866170	0	100	0
Public – Institutional Holders	200	0	0	0	0	0	0
Public Others [B]	4405166	1057	0.02	1057	0	100	0
Total [B]	17271536	12867227	74.49	12867227	0	100	0
Total [A+B]	17271536	12867375	74.50	12867288	87	99.99	0.01

* Physical Ballot Forms have received only from Category Public-Others

Results:

Percentage of votes cast in favour: 99.9993%

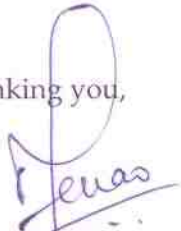
Percentage of votes cast against: 0.0006%



All the Resolutions stand passed through e-voting and physical ballot forms with the requisite majority.

I hereby confirm that I am maintaining the Registers received from the RTA both electronically and manually, in respect of the votes cast through e-voting and physical ballot forms by the shareholders of the Company. I shall be arranging to hand over these records to the Chairman of the Bank or such person to be authorised by him in due course as prescribed in the said Rules.

Thanking you,



MARTINHO FERRAO
Scrutinizer
Practicing Company Secretary



Date: 05th September, 2014

Place: Mumbai

COMBINED SCRUTINIZER REPORT FOR E-VOTING, PHYSICAL BALLOT & POLL FOR WEIZMANN LIMITED

To,
**The Chairman,
27th Annual General Meeting
WEIZMANN LIMITED**

Maharashtra Chamber of Commerce, Oricon House, 6th Floor,
Maharashtra Chamber of Commerce Path, Kalaghoda,
Mumbai - 400 001

Sub: Passing of Resolution through Electronic Voting, Physical Ballot Paper and Poll conducted at the 27th AGM of Weizmann Limited (the Company) held on Thursday, 11th September, 2014 at Maharashtra Chamber of Commerce, Oricon House, 6th Floor, Maharashtra Chamber of Commerce Path, Kalaghoda, Mumbai – 400 001.

Dear Sir,

The Company had appointed me as a Scrutinizer to scrutinize the E-voting process together with voting through the physical Ballot Forms and also for the Poll held at the 27th AGM of the Company held on September 11, 2014.

The E-voting was held between September 02, 2014 to September 04, 2014. Receipt of the physical Ballot Forms from those shareholders who did not have access to E-voting facility was made available up to the closure of E-Voting period on September 04, 2014.

The Company had appointed National Securities Depository Limited (NSDL) as the Service Provider for extending the facility of electronic voting to the shareholders of the Company from Tuesday, 02nd September, 2014 at 9:00 a.m. to Thursday, 04th September, 2014 at 6:00 p.m. The Company had also sent physical Ballot Forms to the shareholders to facilitate the process of voting through physical forms where such shareholders did not have access to E-voting facility. Bigshare Services (India) Private Limited are the Registrar and Share Transfer Agents of the Company.

At the 27th AGM of the Company held on September 11, 2014, the Chairman of the Company had called for a Poll to facilitate the members present in the meeting who could not participate in the e-voting or could not cast their votes physically through the physical Ballot Forms, to record their votes through the poll process.

The result of the E-voting together with the votes cast through the physical Ballot Forms and those of the Poll are as under:

Item No. 1 - Ordinary Resolution

To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2014, including the Statement of Profit & Loss for the year ended on that date, audited Balance Sheet as at 31st March, 2014 and the Reports of the Directors' and the Auditors' thereon.

Method of Voting	Votes in Favour of the resolution		Votes Against the resolution		Invalid Votes	
	Nos.	%age	Nos.	%age	Nos.	%age
E-voting	148	100	0	0	0	0
Ballot forms	12867227	100	0	0	0	0
Poll	538	100	0	0	0	0
TOTAL	12867913	100	0	0	0	0



Item No. 2 - Ordinary Resolution

To declare dividend on Equity Shares.

Method of Voting	Votes in Favour of the resolution		Votes Against the resolution		Invalid Votes	
	Nos.	%age	Nos.	%age	Nos.	%age
E-voting	148	100	0	0	0	0
Ballot forms	12867227	100	0	0	0	0
Poll	538	100	0	0	0	0
TOTAL	12867913	100	0	0	0	0

Item No. 3 - Ordinary Resolution

To appoint a Director in place of Mr. H.V.Siraj, who retires by rotation and being eligible, offers himself for re-appointment.

Method of Voting	Votes in Favour of the resolution		Votes Against the resolution		Invalid Votes	
	Nos.	%age	Nos.	%age	Nos.	%age
E-voting	148	100	0	0	0	0
Ballot forms	12867227	100	0	0	0	0
Poll	538	100	0	0	0	0
TOTAL	12867913	100	0	0	0	0



Item No. 4 - Ordinary Resolution

Appointment of and fixing of remuneration of Auditors.

Method of Voting	Votes in Favour of the resolution		Votes Against the resolution		Invalid Votes	
	Nos.	%age	Nos.	%age	Nos.	%age
E-voting	148	100	0	0	0	0
Ballot forms	12867127	100	0	0	0	0
Poll	538	100	0	0	0	0
TOTAL	12867813	100	0	0	0	0

Item No. 5 - Ordinary Resolution

Appointment of Shri Vishnu P. Kamath (DIN: 00025682) as an Independent Director.

Method of Voting	Votes in Favour of the resolution		Votes Against the resolution		Invalid Votes	
	Nos.	%age	Nos.	%age	Nos.	%age
E-voting	148	100	0	0	0	0
Ballot forms	12867227	100	0	0	0	0
Poll	538	100	0	0	0	0
TOTAL	12867913	100	0	0	0	0



Item No. 6 - Ordinary Resolution

Appointment of Shri Vinesh N. Davda (DIN: 0050175), as an Independent Director.

Method of Voting	Votes in Favour of the resolution		Votes Against the resolution		Invalid Votes	
	Nos.	%age	Nos.	%age	Nos.	%age
E-voting	147	99.32	1	0.68	0	0
Ballot forms	12867227	100	0	0	0	0
Poll	538	100	0	0	0	0
TOTAL	12867912	99.9999	1	0.0001	0	0

Item No. 7 - Special Resolution

Borrowing Limits under Section 180(1)(c) of the Companies Act, 2013.

Method of Voting	Votes in Favour of the resolution		Votes Against the resolution		Invalid Votes	
	Nos.	%age	Nos.	%age	Nos.	%age
E-voting	61	41.21	87	58.79	0	0
Ballot forms	12867227	100	0	0	0	0
Poll	538	100	0	0	0	0
TOTAL	12867826	99.9993	87	0.0007	0	0



All resolutions stand passed under e-voting, physical ballot forms and poll with 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, physical ballot forms and Poll by the shareholder of the Company. I shall be arranging to hand over these records to the Chairman of the Company or such person to be authorized by him in due course.

Thanking you,


MARTINHO FERRAO
Scrutinizer
Practicing Company Secretary



Date: 11th September, 2014

Place: Mumbai