

ANNEXURE-III

FORM No. MGT-13
Report of Scrutinizer

CERTIFIED TRUE COPY

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

For HURTOWN LIMITED

Chetan S. Mody

CHETAN S. MODY
COMPANY SECRETARY

To,
The Chairman,
Annual General Meeting of the Members
Of Hubtown Limited held on 29th September, 2016 at 10.00 a.m.
At Kilachand Conference Room, 2nd Floor, Indian Merchants Chamber Building, Indian
Merchants Chamber Marg, Churchgate, Mumbai- 400020, Maharashtra.

Dear Sir,

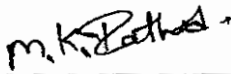
I, Ashish C. Bhatt, Proprietor of Ashish Bhatt & Associates, Company Secretaries having its office at 227, Devashree Commercial Complex, Majiwada, Thane (W) 400601 have been appointed as Scrutinizer for the purpose of remote e-voting, Postal Ballots as well as the voting to be conducted at the Annual General Meeting of the Members of Hubtown Limited held on 29th September, 2016 at 10.00 a.m. at Kilachand Conference Room, 2nd Floor, Indian Merchants Chamber Building, Indian Merchants Chamber Marg, Churchgate, Mumbai- 400020, Maharashtra.

We submit our report as under:

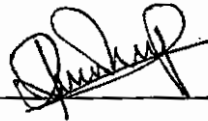
1. The remote e-voting period remained open from Monday 26th September, 2016 (09.00 a.m.) to Wednesday 28th September, 2016 (5.00 p.m.) both days inclusive.
2. The Postal Ballot Form duly completed and signed should be returned in the enclosed self-addressed postage pre-paid envelope to the Scrutinizer so as to reach the Scrutinizer on or before 5.00 p.m. on Wednesday, September 28, 2016.
3. The shareholders holding shares as on the "cut off" date 22nd September, 2016 were entitled to vote on the proposed resolutions.
4. The votes were unblocked in the presence of two witnesses Mr. Mayur K. Rathod, residing at 9/ Shanti Niwas, Carter Road No.5. Borivali (E) Mumbai 400 066 and Mr. Pradeepkumar Prajapati, residing at Room No. 07, Ramesh Shelke Chawl, Near Shivai Nagar Bus stop,



Pokhran Road No. 1, Thane (W)-400606 who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Mayur Rathod

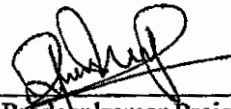


Name: Pradeepkumar Prajapati

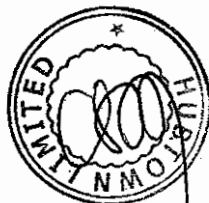
5. Thereafter the details containing, inter alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Central Depository Services (India) Limited (www.evotingindia.com). Annexure A
6. At the Annual General Meeting after the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
7. The locked ballot box was subsequently opened in my presence and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the M/S Link Intime India Private Limited, Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
8. The ballot Box was opened in the presence of Mr. Mayur K. Rathod, residing at 9/ Shanti Niwas, Carter Road No.5. Borivali (E) Mumbai 400 066 Mr. Pradeepkumar Prajapati, residing at Room No. 07, Ramesh Shelke Chawl, Near Shivai Nagar Bus stop, Pokhran Road No. 1, Thane (W)-400606 as witnesses after the voting process was over.



Ms. Mayur Rathod



Mr. Pradeepkumar Prajapati



9. I found Nil ballot papers invalid.

10. The consolidated results of remote e-voting, as well as of the Ballots held at the aforesaid Annual General Meeting are as under:

(a) Resolution 1 - Adoption of the Audited Financial Statements and Consolidated Financial Statements of the Company together with Directors' Report and also Auditors' Report for the year ended March 31, 2016

(i) Voted in favour of the resolution:

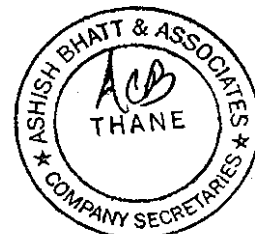
Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	7	335	97.10
Postal Ballot	2	11	100
Ballot	79	60027405	100
Total	88	60027751 ✓	100

(ii) Voted against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	10	2.90
Postal Ballot	0	0	0
Ballot	3	17	0
Total	4	27 ✓	0

(iii) Invalid votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	NA	NA
Postal Ballot	NA	NA
Ballot	NA	NA



(b) Resolution 2 - Re-appointment of Mr. Vyomesh M. Shah (DIN 00009596) as a Director, who retires by rotation.

(i) Voted in favour of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	6	285 ✓	96.61
Postal Ballot	2	11	100
Ballot	79	60027405	100
Total	87	60027701	100

(ii) Voted against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	10 ✓	3.39
Postal Ballot	0	0	0
Ballot	3	17	0
Total	4	27	0

(iii) Invalid votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	NA	NA
Postal Ballot	NA	NA
Ballot	NA	NA

Note : One member has not casted his vote for resolution number 2.



(c) **Resolution 3 – Ratification of the Appointment of M/s Dalal Doshi & Associates, Chartered Accountants, as Auditor of the company from the conclusion of this AGM until the conclusion of AGM of the Company to be held for the financial year 2016-2017.**

(i) Voted in favour of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	6	302	87.54
Postal Ballot	2	11	100
Ballot	79	60027405	100
Total	87	60027718	100

(ii) Voted against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	2	43	12.46
Postal Ballot	0	0	0
Ballot	3	17	0
Total	5	60	0

(iii) Invalid votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	NA	NA
Postal Ballot	NA	NA
Ballot	NA	NA



(d) Resolution 4 - Reappointment of Mr. Hemant M. Shah as Wholetime Director Designated as Executive Chairman of the Company.

(i) Voted in favour of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	6	302	87.54
Postal Ballot	2	11	100
Ballot	79	60027405	100
Total	87	60027718	100

(ii) Voted against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	2	43	12.46
Postal Ballot	0	0	0
Ballot	3	17	0
Total	5	60	0

(iii) Invalid votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	NA	NA
Postal Ballot	NA	NA
Ballot	NA	NA



(e) Resolution 5 - Reappointment of Mr. Vyomesh M. Shah as Managing Director of the Company.

(i) Voted in favour of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	6	302	87.54
Postal Ballot	2	11	100
Ballot	79	60027405	100
Total	87	60027718	100

(ii) Voted against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	2	43	12.46
Postal Ballot	0	0	0
Ballot	3	17	0
Total	5	60	0

(iii) Invalid votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	NA	NA
Postal Ballot	NA	NA
Ballot	NA	NA



(f) Resolution 6 - Appointment of Mr. Shirish Gajendragadkar as an Independent Director of the Company.

(i) Voted in favour of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	7	335	97.10
Postal Ballot	1	10	91
Ballot	79	60027405	100
Total	87	60027750	100

(ii) Voted against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	10	2.90
Postal Ballot	1	1	9
Ballot	3	17	0
Total	5	28	0

(iii) Invalid votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	NA	NA
Postal Ballot	NA	NA
Ballot	NA	NA



(g) Resolution 7 - Ratification of the Remuneration payable to M/s. D. C. Dave & Co., the Cost Auditors of the Company.

(i) Voted in favour of the resolution:

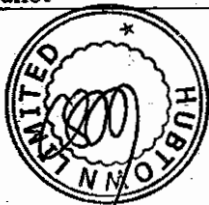
Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	7	335	97.10
Postal Ballot	1	1	9
Ballot	79	60027405	100
Total	87	60027741	100

(ii) Voted against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	10	2.90
Postal Ballot	1	10	91
Ballot	3	17	0
Total	5	37	0

(iii) Invalid votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	NA	NA
Postal Ballot	NA	NA
Ballot	NA	NA



(h) Resolution 8 - Issue of non-convertible debentures on private placement basis

(i) Voted in favour of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	7	335	97.10
Postal Ballot	1	10	91
Ballot	79	60027405	100
Total	87	60027750	100

(ii) Voted against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	10	2.90
Postal Ballot	1	1	9
Ballot	3	17	0
Total	5	28	0

(iii) Invalid votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	NA	NA
Postal Ballot	NA	NA
Ballot	NA	NA

11. A Compact Disc (CD)/ excel sheet containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for the resolution is enclosed.

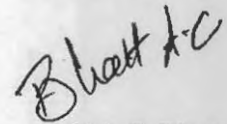


12. The register, all the papers and relevant records relating to remote voting as well as Ballots voting shall remain in our safe custody until the Chairman consider, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,

Place: Mumbai
Dated: September 29, 2016

Yours faithfully,



Ashish C. Bhatt
Ashish Bhatt & Associates
Company Secretaries



Annexure A

Row No	Option 1	Option 2	Total
1	335 (0.00%)	10 (0.00%)	345
2	285 (0.00%)	10 (0.00%)	295
3	302 (0.00%)	43 (0.00%)	345
4	302 (0.00%)	43 (0.00%)	345
5	302 (0.00%)	43 (0.00%)	345
6	335 (0.00%)	10 (0.00%)	345
7	335 (0.00%)	10 (0.00%)	345
8	335 (0.00%)	10 (0.00%)	345

For **ASHISH BHATT & ASSOCIATES**
COMPANY SECRETARIES

Bhatt & C
ASHISH C. BHATT

