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SCRUTINIZER'S REPORT

To,

Board of Director,
MATRU-SMRITI TRADERS LIMITED
Registered Office:
36,37,38A, 227 Nariman Bhavan, 3rd Floor,
Backbay Reclamation, Nariman Point ,
Mumbai ,Maharashtra ,400021

Dear Sir,

I have been appointed as a Scrutinizer for the purpose of scrutinizing the Extra Ordinary General Meeting (EOGM) e-voting & Poll voting process in fair and transparent manner and ascertaining the requisite majority of EOGM e-voting & Poll voting carried out as per the EOGM on the below mentioned resolutions passed by e-voting & Poll.

Ordinary Resolution:

ITEM NO. 1: APPOINTMENT OF MR. ABHISHEK BANSAL AS MANAGING DIRECTOR

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197 and 203 and all other applicable provisions of Companies Act, 2013 ("the Act") and the Rules made thereunder (including any statutory modifications or re-enactments thereof for the time being in force) and read with Schedule V of the Act and subject to such approval as may be necessary, the Company hereby accord its consent for the redesignation/appointment of Mr. Abhishek Bansal (DIN: 01445730) as a Managing Director of the Company for period of 5 years with effect from 7th January, 2016 on such terms and conditions for payment of remuneration and other perquisites/ benefits to Mr. Abhishek Bansal during the said period of five years as recommended by Remuneration Committee and also set out in explanatory statement under this item annexed to the notice convening this meeting.

FURTHER RESOLVED THAT in the event of any statutory amendment, modification or relaxation by the Central Government to the provisions of Schedule V to the Companies Act, 2013, the Board of Directors of the Company (hereinafter referred to as "the Board" which terms shall be deemed to include any committee which the Board may constitute to exercise its powers, including powers conferred by this resolution) be and is hereby authorized to alter and vary the terms and conditions of appointment including remuneration, if necessary, in such manner as may be agreed to by and between the Board and Mr. Abhishek Bansal, within such prescribed limit(s) or ceiling and the agreement between the Company and the Managing Director be suitably amended to give effect to such modification, relaxation or variation without any further reference to the members of the Company in General Meeting."

Ordinary Resolution:

ITEM NO. 2: APPOINTMENT OF MRS. SHRIYAM BANSAL AS NON EXECUTIVE DIRECTOR:.

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 ('Act') and SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, Mrs. Shriyam Bansal (DIN - 03481102), who was appointed as an Additional Director on 11th December, 2015, pursuant to the provisions of

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sub-section (1) of section 161 of the Companies Act, 2013 & the Articles of Association of the Company and who has given a notice in writing proposing her candidature for the office of director and who is eligible for appointment, be and is hereby appointed as Non-Independent and Non Executive Director of the Company, liable to retire by rotation."

Ordinary Resolution:

ITEM NO. 3: APPOINTMENT OF MR. PARANTAP DAVE AS AN INDEPENDENT DIRECTOR:.

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 ("**Act**") and the Rules made thereunder read with Schedule IV to the Act, as amended from time to time, Mr. Parantap Dave, a nonexecutive director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who has given a notice in writing proposing his candidature for the office of director and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company with effect from 7th January, 2016 up to 6th January, 2021."

Ordinary Resolution:

ITEM NO.4: APPOINTMENT OF MR. PRABHULAL TATARIA AS AN INDEPENDENT DIRECTOR:

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Rules made thereunder read with Schedule IV to the Act, as amended from time to time, Mr. Prabhulal Tataria, a nonexecutive director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who has given a notice in writing proposing his candidature for the office of director and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company with effect from 7th January, 2016 up to 6th January, 2021."

Special Resolution

ITEM NO.5: INCREASE IN AUTHORISED CAPITAL OF THE COMPANY AND CONSEQUENT CHANGES IN MEMORANDUM OF ASSOCIATION:

"RESOLVED THAT pursuant to the provisions of Sections 13, 61 and all other applicable provisions of Companies Act, 2013 ("the Act") and the Rules made there under (including any statutory modifications or re-enactments thereof for the time being in force) the Authorized Share Capital of the Company be and is hereby increased from 2,00,00,000 (Rupees Two Crore Only) divided into 20,00,000 (twenty lakh) equity shares of Rs. 10/- each (Rupees ten Only) to 15,00,00,000 (Rupees Fifteen Crore Only) divided into 1,50,00,000 (One Crore Fifty Lac) equity shares of Rs. 10/- each (Rupees ten Only) by creation of additional 1,30,00,000 (One Crore Thirty Lac) equity shares of Rs. 10/- each (Rupees Ten only).

RESOLVED FURTHER THAT the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V by the following Clause V:

"V: The Authorised Share Capital of the Company is Rs. 15,00,00,000/- (Rupees Fifteen Crore Only) divided into 1,50,00,000 (One Crore Fifty Lac) equity shares of Rs. 10/- each (Rupees ten Only). The Company has power to increase or reduce its capital and to divide the Shares in the capital for the time being into other classes and to attach thereto respectively such Preferential,

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deferred, qualified or other special rights, privileges, conditions as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify or abrogate any such rights, privileges or conditions or restrictions in such manner as may for the time being be permitted by the Articles of Association of the Company or the legislative provisions for the time being in force in that behalf.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the board be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper or desirable and further to do all such acts, deeds and things and to file any such forms and execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution."

Ordinary Resolution

ITEM NO. 6: ISSUE OF BONUS SHARES:

"**RESOLVED THAT** pursuant to Section 63 and all other applicable provisions of the Companies Act, 2013 or any amendment or re-enactment thereof and as authorized by Articles of Association of the Company and in accordance with the Securities & Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and subject to such consents and approvals as may be required from the appropriate authorities and subject to such terms and modifications as may be specified while according such approvals, the Board of Directors (which term shall include any Committee thereof) of the Company be and is hereby authorized to capitalize a sum of Rs. 12,20,60,540 (Rupees Twelve crore twenty lacs sixty thousands five hundred and forty only) out of the Company's Free Reserve, Securities Premium Account, Capital Reserve, Capital Redemption Reserves Account, or such other accounts as are permissible to be utilized for the purpose and as per the interim audited financial accounts of the Company for the nine months ended 31st December , 2015 and that the said amount be transferred to the Share Capital Account and be applied for issue and allotment of 1,22,06,054 (One crore Twenty Two lacs Six Thousand and Fifty Four only) Equity Shares of Rs.10/- each as Bonus Equity Shares credited as fully paid up, to the eligible Members of the Company holding equity shares of Rs. 10/- each whose names appear in the Register of Members/Beneficial Owners' position of the Company on such date ("Record Date") as the Board may determine, in the proportion of 7 (Seven) new Equity Share of Rs. 10/- each for every 1 (One) Equity Share of Rs. 10/- each held as on the Record Date and that the new Bonus Equity Shares so issued and allotted shall be treated for all purposes as an increase of the Equity Share Capital of the Company held by each such members and not as income in lieu of dividend.

RESOLVED FURTHER THAT the new equity shares of Rs. 10/- each to be allotted as bonus shares shall be subject to the terms of Memorandum and Articles of Association of the Company and shall rank pari passu in all respects with and carry the same rights as the existing fully paid equity shares of the Company and shall be entitled to dividend(s) to be declared after the bonus shares are allotted.

RESOLVED FURTHER THAT no letter of allotment shall be issued to the allottees of the new equity bonus shares and the share certificate(s) in respect of the new equity bonus shares shall be issued and dispatched to the allottees thereof within the period prescribed or that may be prescribed in this behalf, from time to time, except that the new equity bonus shares will be credited to the demat account of the allottees, who are holding the existing equity shares in electronic form.

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RESOLVED FURTHER THAT the allotment of the new equity Bonus Shares to the extent that they relate to Non-Resident Members, Foreign Institutional Investors (FIIs) and other Foreign Investors of the Company, shall be subject to the approval, if any, of the Reserve Bank of India under the Foreign Exchange Management Act, 1999.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take necessary steps for listing of such shares on the Stock Exchanges where the securities of the Company are listed as per the provisions of the Listing Agreement with the concerned Stock Exchange(s) and other applicable guidelines, rules and regulations.

FURTHER RESOLVED THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as may in its absolute discretion, deem necessary, expedient including settling any question, doubt or difficulties that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that they shall be deemed to have given their approval thereto and for matters connected herewith or incidental hereto expressly by the authority of this resolution and the Board's decision in this regard shall be final and binding."

Special Resolution

ITEM NO.7: CHANGE OF NAME:

"RESOLVED THAT pursuant to the provisions of Section 4 (4), 13 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force) and subject to the approval of any other regulatory authorities as may be necessary, consent of the members be and is hereby accorded for changing the name of the Company from "Matru-Smriti Traders Limited" To "Abans Enterprises Limited" or any other name as may be approved by the Registrar of Companies, Mumbai or any other regulatory authorities whether under the Companies Act, 2013 or any other rules, law, acts, statues or regulations as may be applicable to the Company.

RESOLVED FURTHER THAT Name Clause being Clause I in the Memorandum of Association of the Company be altered accordingly.

RESOLVED FURTHER THAT pursuant to section 14 of the Companies Act, 2013, the Articles of Association of the Company be altered by deleting the existing name of the Company wherever appearing and substituting it by the new name of the Company.

RESOLVED FURTHER THAT the Board of Directors or any Committee thereof is thereby authorized to accept any other name approved by the relevant regulatory authorities and seek approval for the Change in name of the Company accordingly without making any further reference to the members of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any director/Company Secretary of the Company, be and are hereby severally/jointly authorized, on behalf of the Company to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose

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of giving effect to the above resolution along with filing of necessary e-form for making application for change of name & to do all such acts, deeds, things and matters as may be required or necessary in this matter on behalf of the Company."

Special Resolution:

ITEM NO. 8: APPROVAL OF RELATED PARTY TRANSACTION UNDER SEC 188 OF THE COMPANIES ACT, 2013:

"**RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 (the "Companies Act") read with the applicable provisions of the Companies (Meetings of Board and its Powers) Rules, 2014 and all other provisions of applicable law/rules and subject to the approval/consent of such appropriate authorities, as may be required, under any statute for time being in force, consent of the Company be and is hereby accorded to the Board of Directors of the Company {hereinafter referred to as the "Board", which term shall include any committee constituted by the Board of Directors of the Company or any person(s) authorized by the Board to exercise the powers conferred on the Board of Directors of the Company by this Resolution} for entering into transaction with a related party by way of purchase of shares of M/s. ABans Finance Private Limited from M/s. Abans Vanijya Private Limited as per the terms and conditions as set out in the explanatory statement annexed to the notice.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take from time to time all decisions and steps necessary or expedient or proper in respect of the above investment including the timing, the amount and other terms and conditions of such investment and including variation of such timing, amount, terms, conditions etc. as it may, in its absolute discretion, deem appropriate for the purpose of giving effect to this Resolution."

I Submit the Report on e-voting & Poll as under:

1. The Company has completed by 30th January, 2016 the dispatch of Notice of EOGM to its Members whose name(s) appeared on the Register of Member as on 15th January, 2016.
2. Particulars of all the Poll Forms received from the Members have been entered in a register separately maintained for the purpose.
3. The Poll Forms were kept under safe custody in sealed and tamper proof poll box before commencing the scrutiny of such Poll Forms.
4. The poll Forms were duly opened in my presence and scrutinized and the shareholding was confirmed with the Register of Members of the Company.
5. The poll box in the Presence of Director was opened on 23.02.2016.
6. I did not find any defaced or mutilated poll paper.
7. As stated in sub rule 3 of Rule 20 under the Chapter on "Management and Administration " Rules as notified by MCA as advertisement was published by the Company in "The Free Press Journal", English Newspaper, and "Navshakti" in Marathi edition Newspaper, on 01st February, 2016, informing about the completion of dispatch of the Notice of Extra Ordinary General Meeting.
8. On scrutiny, I report that out of 170 shareholders, Zero (0) shareholders have exercised their vote through e-voting and Seven (7) shareholders have exercised their votes through Poll Forms in the EOGM. The details of polling results for the item placed for consideration by the members are given below;

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Item No. 1. Ordinary Resolution: Appointment of Mr. Abhishek Bansal As Managing Director.

Total No. of Shareholders	170						
Total No. of Shares	1743722						
Date of E-Voting	20/02/2016 at 10.00am To 22/02/2016 at 5.00 pm.						
Date of EOGM	23rd February, 2016						
		Votes in favor of the resolution		Votes in against of the resolution		Invalid Votes	
		No. of Votes	No. of Shares	No. of Votes	No. of Shares	No. of Votes	No. of Shares
Total Votes Cast through e-Voting	A	0	0	0	0	0	0
Total Votes Cast through poll	B	*6	*390681	0	0	0	0
Grand Total of e-voting/ Poll (A+B)	C	*6	*390681	0	0	0	0
Less: Invalid e-voting/ Poll Forms	D	0	0	0	0	0	0
Net e-voting/ Poll (C-D)	E	*6	*390681	0	0	0	0

***Mr. Abhishek Bansal is interested person in Resolution No.1, hence his vote for 1300099 number of shares has not been considered.**

Category	Mode of Voting	No. of Shares held	No. of Votes Polled	No. of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)		
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0.00	0.00
	Poll	256278	256278	100.00	256278	0	100.00	0.00
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	256278	256278	100.00	256278	0	100.00	0.00
Public-Institutions	E-Voting	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Poll	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	N.A	N.A	N.A	N.A	N.A	N.A	N.A
Public-Non Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	1487444	134403	9.03	134403	0	100.00	0
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	1487444	134403	9.03	134403	0	100.00	0
Total		1743722	390681	22.41	390681	0	100.00	0

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Item No. 2. Ordinary Resolution: APPOINTMENT OF MRS. SHRIYAM BANSAL AS NON EXECUTIVE DIRECTOR

Total No. of Shareholders	170						
Total No. of Shares	1743722						
Date of E-Voting	20/02/2016 at 10.00am To 22/02/2016 at 5.00 pm.						
Date of EOGM	23rd February, 2016						
		Votes in favor of the resolution		Votes in against of the resolution		Invalid Votes	
		No. of Votes	No. of Shares	No. of Votes	No. of Shares	No. of Votes	No. of Shares
Total Votes Cast through e-Voting	A	0	0	0	0	0	0
Total Votes Cast through poll	B	*6	*390681	0	0	0	0
Grand Total of e-voting/ Poll (A+B)	C	*6	*390681	0	0	0	0
Less: Invalid e-voting/ Poll Forms	D	0	0	0	0	0	0
Net e-voting/ Poll (C-D)	E	*6	*390681	0	0	0	0

***Mr. Abhishek Bansal is interested person in Resolution No. 2, hence his vote for 1300099 number of shares has not been considered.**

Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	No. of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0.00	0.00
	Poll	256278	256278	100.00	256278	0	100.00	0.00
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	256278	256278	100.00	256278	0	100.00	0.00
Public-Institutions	E-Voting	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Poll	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	N.A	N.A	N.A	N.A	N.A	N.A	N.A
Public-Non Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	1487444	134403	9.03	134403	0	100.00	0
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	1487444	134403	9.03	134403	0	100.00	0
Total		1743722	390681	22.41	390681	0	100.00	0

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Item No. 3. Ordinary Resolution APPOINTMENT OF MR. PARANTAP DAVE AS AN INDEPENDENT DIRECTOR:

Total No. of Shareholders	170						
Total No. of Shares	1743722						
Date of E-Voting	20/02/2016 at 10.00am To 22/02/2016 at 5.00 pm.						
Date of EOGM	23rd February, 2016						
		Votes in favor of the resolution		Votes in against of the resolution		Invalid Votes	
		No. of Votes	No. of Shares	No. of Votes	No. of Shares	No. of Votes	No. of Shares
Total Votes Cast through e-Voting	A	0	0	0	0	0	0
Total Votes Cast through poll	B	7	1690780	0	0	0	0
Grand Total of e-voting/ Poll (A+B)	C	7	1690780	0	0	0	0
Less: Invalid e-voting/ Poll Forms	D	0	0	0	0	0	0
Net e-voting/ Poll (C-D)	E	7	1690780	0	0	0	0

Category	Mode of Voting	No. of Shares held	No. of Votes Polled	No. of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on 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 and Promoter Group	E-Voting	0	0	0	0	0	0.00	0.00
	Poll	256278	256278	100.00	256278	0	100.00	0.00
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	256278	256278	100.00	256278	0	100.00	0.00
Public-Institutions	E-Voting	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Poll	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	N.A	N.A	N.A	N.A	N.A	N.A	N.A
Public-Non Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	**1487444	**1434502	**96.44	**1434502	0	100.00	0
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	**1487444	**1434502	**96.44	**1434502	0	100.00	0
Total		1743722	1690780	96.96	1690780	0	100.00	0

** As per information submitted to BSE by the Company, Mr. Abhishek Bansal has completed the open offer procedure by making the payment to the shareholders, who have tendered their shares in open offer on 27/11/2015. However, as informed by the Company certain procedure has to be followed for Inducting his name as Promoter of the Company, though he has acquired 1300099 Shares representing 74.56% of the paid-up capital of the Company.

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Item No. 4. Ordinary Resolution APPOINTMENT OF MR. PRABHULAL TATARIA AS AN INDEPENDENT DIRECTOR

Total No. of Shareholders	170						
Total No. of Shares	1743722						
Date of E-Voting	20/02/2016 at 10.00am To 22/02/2016 at 5.00 pm.						
Date of EOGM	23rd February, 2016						
		Votes in favor of the resolution		Votes in against of the resolution		Invalid Votes	
		No. of Votes	No. of Shares	No. of Votes	No. of Shares	No. of Votes	No. of Shares
Total Votes Cast through e-Voting	A	0	0	0	0	0	0
Total Votes Cast through poll	B	7	1690780	0	0	0	0
Grand Total of e-voting/ Poll (A+B)	C	7	1690780	0	0	0	0
Less: Invalid e-voting/ Poll Forms	D	0	0	0	0	0	0
Net e-voting/ Poll (C-D)	E	7	1690780	0	0	0	0

Category	Mode of Voting	No. of Shares held	No. of Votes Polled	No. of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on 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 and Promoter Group	E-Voting	0	0	0	0	0	0.00	0.00
	Poll	256278	256278	100.00	256278	0	100.00	0.00
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	256278	256278	100.00	256278	0	100.00	0.00
Public-Institutions	E-Voting	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Poll	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	N.A	N.A	N.A	N.A	N.A	N.A	N.A
Public-Non Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	**1487444	**1434502	96.44	**1434502	0	100.00	0
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	**1487444	**1434502	96.44	**1434502	0	100.00	0
Total		1743722	1690780	96.96	1690780	0	100.00	0

** As per information submitted to BSE by the Company, Mr. Abhishek Bansal has completed the open offer procedure by making the payment to the shareholders, who have tendered their shares in open offer on 27/11/2015. However, as informed by the Company certain procedure has to be followed for Inducting his name as Promoter of the Company, though he has acquired 1300099 Shares representing 74.56% of the paid-up capital of the Company.

S. K. PANDEY CP No. 5484 ACS No. 8546 Company Secretaries

S. K. PANDEY
Practicing Company Secretary
ACS No. 8546 / COP No. 5484
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Item No. 5. Special Resolution INCREASE IN AUTHORISED CAPITAL OF THE COMPANY AND CONSEQUENT CHANGES IN MEMORANDUM OF ASSOCIATION

Total No. of Shareholders	170						
Total No. of Shares	1743722						
Date of E-Voting	20/02/2016 at 10.00am To 22/02/2016 at 5.00 pm.						
Date of EOGM	23rd February, 2016						
		Votes in favor of the resolution		Votes in against of the resolution		Invalid Votes	
		No. of Votes	No. of Shares	No. of Votes	No. of Shares	No. of Votes	No. of Shares
Total Votes Cast through e-Voting	A	0	0	0	0	0	0
Total Votes Cast through poll	B	7	1690780	0	0	0	0
Grand Total of e-voting/ Poll (A+B)	C	7	1690780	0	0	0	0
Less: Invalid e-voting/ Poll Forms	D	0	0	0	0	0	0
Net e-voting/ Poll (C-D)	E	7	1690780	0	0	0	0

Category	Mode of Voting	No. of Shares held	No. of Votes Polled	No. of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on 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 and Promoter Group	E-Voting	0	0	0	0	0	0.00	0.00
	Poll	256278	256278	100.00	256278	0	100.00	0.00
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	256278	256278	100.00	256278	0	100.00	0.00
Public-Institutions	E-Voting	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Poll	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	N.A	N.A	N.A	N.A	N.A	N.A	N.A
Public-Non Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	**1487444	**1434502	**96.44	**1434502	0	100.00	0
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	**1487444	**1434502	**96.44	**1434502	0	100.00	0
Total		1743722	1690780	96.96	1690780	0	100.00	0

** As per information submitted to BSE by the Company, Mr. Abhishek Bansal has completed the open offer procedure by making the payment to the shareholders, who have tendered their shares in open offer on 27/11/2015. However, as informed by the Company certain procedure has to be followed for Inducting his name as Promoter of the Company, though he has acquired 1300099 Shares representing 74.56% of the paid-up capital of the Company.

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Item No. 6. Ordinary Resolution ISSUE OF BONUS SHARES

Total No. of Shareholders	170						
Total No. of Shares	1743722						
Date of E-Voting	20/02/2016 at 10.00am To 22/02/2016 at 5.00 pm.						
Date of EOGM	23rd February, 2016						
		Votes in favor of the resolution		Votes in against of the resolution		Invalid Votes	
		No. of Votes	No. of Shares	No. of Votes	No. of Shares	No. of Votes	No. of Shares
Total Votes Cast through e-Voting	A	0	0	0	0	0	0
Total Votes Cast through poll	B	7	1690780	0	0	0	0
Grand Total of e-voting/ Poll (A+B)	C	7	1690780	0	0	0	0
Less: Invalid e-voting/ Poll Forms	D	0	0	0	0	0	0
Net e-voting/ Poll (C-D)	E	7	1690780	0	0	0	0

Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	No. of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0.00	0.00
	Poll	256278	256278	100.00	256278	0	100.00	0.00
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	256278	256278	100.00	256278	0	100.00	0.00
Public-Institutions	E-Voting	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Poll	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	N.A	N.A	N.A	N.A	N.A	N.A	N.A
Public-Non Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	**1487444	**1434502	**96.44	**1434502	0	100.00	0
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	**1487444	**1434502	**96.44	**1434502	0	100.00	0
Total		1743722	1690780	96.96	1690780	0	100.00	0

**** As per information submitted to BSE by the Company, Mr. Abhishek Bansal has completed the open offer procedure by making the payment to the shareholders, who have tendered their shares in open offer on 27/11/2015. However, as informed by the Company certain procedure has to be followed for Inducting his name as Promoter of the Company, though he has acquired 1300099 Shares representing 74.56% of the paid-up capital of the Company.**

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Item No. 7. Special Resolution CHANGE OF NAME from "Matru-Smriti Traders Limited" To "Abans Enterprises Limited"

Total No. of Shareholders	170						
Total No. of Shares	1743722						
Date of E-Voting	20/02/2016 at 10.00am To 22/02/2016 at 5.00 pm.						
Date of EOGM	23rd February, 2016						
		Votes in favor of the resolution		Votes in against of the resolution		Invalid Votes	
		No. of Votes	No. of Shares	No. of Votes	No. of Shares	No. of Votes	No. of Shares
Total Votes Cast through e-Voting	A	0	0	0	0	0	0
Total Votes Cast through poll	B	7	1690780	0	0	0	0
Grand Total of e-voting/ Poll (A+B)	C	7	1690780	0	0	0	0
Less: Invalid e-voting/ Poll Forms	D	0	0	0	0	0	0
Net e-voting/ Poll (C-D)	E	7	1690780	0	0	0	0

Category	Mode of Voting	No. of Shares held	No. of Votes Polled	No. of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on 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 and Promoter Group	E-Voting	0	0	0	0	0	0.00	0.00
	Poll	256278	256278	100.00	256278	0	100.00	0.00
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	256278	256278	100.00	256278	0	100.00	0.00
Public-Institutions	E-Voting	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Poll	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	N.A	N.A	N.A	N.A	N.A	N.A	N.A
Public-Non Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	**1487444	**1434502	**96.44	**1434502	0	100.00	0
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	**1487444	**1434502	**96.44	**1434502	0	100.00	0
Total		1743722	1690780	96.96	1690780	0	100.00	0

** As per information submitted to BSE by the Company, Mr. Abhishek Bansal has completed the open offer procedure by making the payment to the shareholders, who have tendered their shares in open offer on 27/11/2015. However, as informed by the Company certain procedure has to be followed for Inducting his name as Promoter of the Company, though he has acquired 1300099 Shares representing 74.56% of the paid-up capital of the Company.

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Item No. 8. Special Resolution APPROVAL OF RELATED PARTY TRANSACTION UNDER SEC 188 OF THE COMPANIES ACT, 2013

Total No. of Shareholders	170						
Total No. of Shares	1743722						
Date of E-Voting	20/02/2016 at 10.00am To 22/02/2016 at 5.00 pm.						
Date of EOGM	23rd February, 2016						
		Votes in favor of the resolution		Votes in against of the resolution		Invalid Votes	
		No. of Votes	No. of Shares	No. of Votes	No. of Shares	No. of Votes	No. of Shares
Total Votes Cast through e-Voting	A	0	0	0	0	0	0
Total Votes Cast through poll	B	*6	*390681	0	0	0	0
Grand Total of e-voting/ Poll (A+B)	C	*6	*390681	0	0	0	0
Less: Invalid e-voting/ Poll Forms	D	0	0	0	0	0	0
Net e-voting/ Poll (C-D)	E	*6	*390681	0	0	0	0

***Mr. Abhishek Bansal is interested person in Resolution No. 8, hence his vote for 1300099 number of shares has not been considered.**

Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	No. of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0.00	0.00
	Poll	256278	256278	100.00	256278	0	100.00	0.00
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	256278	256278	100.00	256278	0	100.00	0.00
Public-Institutions	E-Voting	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Poll	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	N.A	N.A	N.A	N.A	N.A	N.A	N.A
Public-Non Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	1487444	134403	9.03	134403	0	100.00	0
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	1487444	134403	9.03	134403	0	100.00	0
Total		1743722	390681	22.41	390681	0	100.00	0

S. K. PANDEY ★ Company Secretaries ★ CP No. 5484 ACS No. 8546

S. K. Pandey

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Percentage of Votes cast in favor: 100%

Percentage of Votes cast against: NIL

As the number of votes castes casted in favour of the Resolution i.e. 100%, I report that the Special & Ordinary Resolutions under as set out in Notice of EOGM dated 28/01/2016 has been passed by the shareholders with requisite majority. The Resolution is deemed to be passed as on the date of the announcement of the results.

9. The Registers, all other papers and relevant records relating to EOGM shall remain in my safe custody until the Director considers and approves and thereafter the same will be handed over to the Director for safe keeping.

I thank you for the opportunity given to act as a Scrutinizer for the above Extra Ordinary General Meeting.

Thanking You,

Yours Faithfully,

S. K. Pandey

S. K. PANDEY CP No. 5484 ACS No. 8546 Company Secretaries

S. K. Pandey

(Practicing Company Secretary)

CP No:- 5484

ACS No:- 8546

Date: 23rd February, 2016

Place: Mumbai

Signature of Witnesses

(Sajedabanu Patel)

(Vijaya)