

AJIT KUMAR & ASSOCIATES

COMPANY SECRETARIES

SCRUTINIZER'S REPORT- COMBINED

To,

The Chairman of Genus Prime Infra Limited (Formerly Gulshan Chemfil Limited),

15th Annual General Meeting of the Members of Genus Prime Infra Limited (Formerly Gulshan Chemfil Limited) held on Thursday, 24th Day of September, 2015 at 2.00 p.m. at the registered Office of the Company at 9th K. M., Jansath Road, Muzaffarnagar, Uttar Pradesh-251001

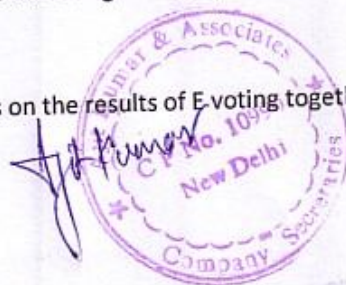
Dear Sir,

1. I, Ajit Kumar, Practicing Company Secretary, have been appointed as a Scrutinizer by the Board of Directors of Genus Prime Infra Limited (Formerly Gulshan Chemfil Limited) for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the Chairman of the Annual General Meeting on poll under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, on the resolutions contained in the Notice to the 15th Annual General Meeting of the Members of the Company held on Thursday, 24th Day of September, 2015 at 2.00 p.m. at the registered Office of the Company at 9th K. M., Jansath Road, Muzaffarnagar, Uttar Pradesh-251001.

The management of the Company is responsible to ensure the Compliance with requirement of the Companies Act, 2013 and Rules relating to e-voting and poll on the resolutions contained in the Notice to the 15th Annual General Meeting of the Members of the Company. My responsibility as a Scrutinizer for the e-voting process and for poll at the AGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provide by Central depository Services(India) Limited(CDSL), the Authorised Agency engaged by the company to provide e-voting and at the time of poll at AGM.

2. I have issued separately my reports on E- voting and voting through poll at the AGM held on Thursday, 24th Day of September, 2015. The Details are as under:
 - a. My report dated 25.09.2015 on E-voting.
 - b. My report dated 25.09.2015 on voting through poll at AGM held on 24.09.2015.

I submit herewith my combined reports on the results of E voting together with that poll as under:



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COMPANY SECRETARIES

Item No. 1

Ordinary Resolution- To receive, consider and adopt the Audited Standalone and Consolidated Balance Sheet as at 31st March 2015 and the Statement of Profit & Loss of the Company for the year ended on that date and the Directors' and the Auditors' Reports thereon.

Promoters/ Public	No. of shares held	No. of Votes Polled	No. of valid Votes	No. of votes polled by the interes ted parties	No. of inval id Vote s	% of Valid Voted Polled on outstanding shares	No. of Votes in Favour	No. of Votes in Against	% of Votes in Favour on valid votes	% of Votes in Against on valid votes
(1)	(2)	(3)	(4)	(5)	(6)	(7)=[(4)/2 *100]	(8)	(9)	(10)=[(8/4*100)]	(11)=(9/4)
Promoter and Promoter Group	11226993	10226993	10226993	0	0	91.09	10226993	0	100 %	0
Public Institutional holders	0	0	0	0	0	0	0	0	0	0
Public Others	565437	565437	565437	0	0	100	565437	0	100 %	0
Total	11792430	10792430	10792430	0	0	91.52	10792430	0	100 %	0

Voted In Favour of Resolution

Category	No. of Valid Votes	% of Valid Votes to Valid Votes Polled i.e. 10792430
Promoter and Promoter Group	10226993	100 %
Public Institutional holders	0	0
Public Others	565437	100 %
Total	10792430	100 %

Voted In against of Resolution

Category	No. of Valid Votes	% of Valid Votes to Valid Votes Polled i.e. 10792430
Promoter and Promoter Group	0	0
Public Institutional holders	0	0
Public Others	0	0
Total	0	0



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COMPANY SECRETARIES

Item No. 2

Ordinary Resolution- To appoint a director in place of Mr. Amit Agarwal (DIN: 00016133), who retires from office by rotation and being eligible, offers himself for re-appointment.

Promoters/ Public	No. of shares held	No. of Votes Polled	No. of valid Votes	No. of votes polle d by the intere sted partie s	No. of invalid Votes	% of Valid Voted Polled on outstanding shares	No. of Votes In Favour	No. of Votes In Against	% of Votes in Favour on valid votes	% of Votes in Against on valid votes
(1)	(2)	(3)	(4)	(5)	(6)	(7)=[(4)/2 *100]]	(8)	(9)	(10)=[(8/4*100)]	(11)=(9/4)
Promoter and Promoter Group	11226993	10226993	0	1022 6993	102269 93	0	0	0	0	0
Public Institutional holders	0	0	0	0	0	0	0	0	0	0
Public Others	565437	565437	565437	0	0	100	565437	0	100 %	0
Total	11792430	10792430	565437	1022 6993	102269 93	4.79	565437	0	100 %	0

Voted In Favour of Resolution

Category	No. of Valid Votes	% of Valid Votes to Valid Votes Polled i.e. 565437
Promoter and Promoter Group	0	0
Public Institutional holders	0	0
Public Others	565437	100 %
Total	565437	100 %

Voted In against of Resolution

Category	No. of Valid Votes	% of Valid Votes to Valid Votes Polled i.e. 565437
Promoter and Promoter Group	0	0
Public Institutional holders	0	0
Public Others	0	0
Total	0	0

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COMPANY SECRETARIES

Item No. 3

Ordinary Resolution- To appoint Auditors and fix their remuneration.

Promoters/ Public	No. of shares held	No. of Votes Polled	No. of valid Votes	No. of votes polle d by the intere sted partie s	No. of invalid Votes	% of Valid Voted Polled on outstanding shares	No. of Votes in Favour	No. of Votes in Against	% of Votes in Favour on valid votes	% of Votes in Against on valid votes
(1)	(2)	(3)	(4)	(5)	(6)	(7)=[(4)/2 *100]]	(8)	(9)	(10)=[(8/4*100)]	(11)=(9/4)
Promoter and Promoter Group	11226993	10226993	10226993	0	0	91.09	10226993	0	100 %	0
Public Institutional holders	0	0	0	0	0	0	0	0	0	0
Public Others	565437	565437	565437	0	0	100	565437	0	100 %	0
Total	11792430	10792430	10792430	0	0	91.52	10792430	0	100 %	0

Voted In Favour of Resolution

Category	No. of Valid Votes	% of Valid Votes to Valid Votes Polled i.e. 10792430
Promoter and Promoter Group	10226993	100 %
Public Institutional holders	0	0
Public Others	565437	100 %
Total	10792430	100 %

Voted In against of Resolution

Category	No. of Valid Votes	% of Valid Votes to Valid Votes Polled i.e. 10792430
Promoter and Promoter Group	0	0
Public Institutional holders	0	0
Public Others	0	0
Total	0	0



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COMPANY SECRETARIES

Item No. 4

Ordinary Resolution- To Appoint Mrs. Simple Agarwal as a Director of the Company

Promoters/ Public	No. of shares held	No. of Votes Polled	No. of valid Votes	No. of votes polle d by the intere sted partie s	No. of invalid Votes	% of Valid Voted Polled on outstanding shares	No. of Votes in Favour	No. of Votes in Against	% of Votes in Favour on valid votes	% of Votes in Against on valid votes
(1)	(2)	(3)	(4)	(5)	(6)	(7)=[(4)/2 *100]	(8)	(9)	(10)=[(8/4*100)]	(11)=(9/4)
Promoter and Promoter Group	11226993	10226993	10226993	0	0	91.09	10226993	0	100 %	0
Public Institutional holders	0	0	0	0	0	0	0	0	0	0
Public Others	565437	565437	565437	0	0	100	565437	0	100 %	0
Total	11792430	10792430	10792430	0	0	91.52	10792430	0	100 %	0

Voted In Favour of Resolution

Category	No. of Valid Votes	% of Valid Votes to Valid Votes Polled i.e. 10792430
Promoter and Promoter Group	10226993	100 %
Public Institutional holders	0	0
Public Others	565437	100 %
Total	10792430	100 %

Voted In against of Resolution

Category	No. of Valid Votes	% of Valid Votes to Valid Votes Polled i.e. 10792430
Promoter and Promoter Group	0	0
Public Institutional holders	0	0
Public Others.	0	0
Total	0	0

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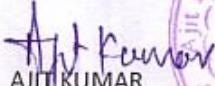
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COMPANY SECRETARIES

Voting Result

S. N.	Resolution	Favour	Against
1	To receive, consider and adopt the Audited Standalone and Consolidated Balance Sheet as at 31st March 2015 and the Statement of Profit & Loss of the Company for the year ended on that date and the Directors' and the Auditors' Reports thereon	100 %	Nil
2	To appoint a director in place of Mr. Amit Agarwal (DIN: 00016133), who retires from office by rotation and being eligible, offers himself for re-appointment.	100 %	Nil
3	To appoint Auditors and fix their remuneration	100 %	Nil
4.	To Appoint Mrs. Simple Agarwal as a Director of the Company	100 %	Nil

Thanking You,
Yours faithfully


AJIT KUMAR
Practicing Company Secretary
M.N. 22741
CP No. 10990
Date: 26.09.2015
Place: New Delhi

