

**COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL CARRIED OUT FOR
KOTHARI WORLD FINANCE LIMITED**

Chairman of 30TH Annual General Meeting of Kothari World Finance Limited, (The Company) held on the 28th Day of September, 2015 At "121/C, Mittal Tower, 12th Floor, Nariman Point, Mumbai – 400021.

Sub: Passing of Resolution through electronic AND poll conducted at the 30th Annual General Meeting of Kothari World Finance Limited (The Company), held on the 28th Day of September, 2015.

Pursuant to the Resolution passed by the Board of Directors of Kothari World Finance Limited at the meeting held on 28th July 2015, I have been appointed as a Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per 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 30th Annual General Meeting (AGM) has appointed me as the Scrutinizer for the Poll under the provisions of Section 109 of Companies Act, 2013 read with and rule 21(2) of the Companies (Management and Administration) Rules, 2014], on the resolution contained in the notice to the 30th Annual General Meeting (AGM) of the members of the Company held on the 28th Day of September, 2015 At 121/C, Mittal Tower, 12th Floor, Nariman Point, Mumbai – 400021.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means and polls on the resolution contained in the notice to the 30th Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the e-voting process and for poll at the Annual General Meeting is restricted to make a scrutinizer report for the votes cast "in favour" or "against" the resolution stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company to provide e-voting facility and also at the time of poll at the Annual general Meeting.

Further, I submit my report as under:

- 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.



