

**Scrutinizer's Report**

**[e-Voting]**

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014]**

To,

The Chairman/ Board of Directors of Paragon Finance Limited, a company incorporated under the Companies Act, 1956 and having its registered office at "Sikkim House", 4/1, Middleton Street, 4<sup>th</sup> Floor, Kolkata- 700071

Sub: **Scrutinizer's Report on the e-voting conducted by the company pursuant to the provisions of section 108 of the Companies Act, 2013 read with Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014 to pass the items on the Agenda as contained in the notice dated 14.08.2017.**

Dear Sir / Mam,

1. I, Shibnath Bhattacharya, Advocate, have been appointed by the Board of Directors of Paragon Finance Limited (the Company) 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 and Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014] in connection with the 31<sup>st</sup> Annual General Meeting of the members of the company to be held on Tuesday, 26<sup>th</sup> September, 2017 at 10:00 A.M. at its registered office at "Sikkim House", 4/1, Middleton Street, 4<sup>th</sup> Floor, Kolkata- 700071.
2. In terms of the aforesaid Notice, the e- voting period commenced on 23<sup>rd</sup> September, 2017 at 09:00 A.M. (IST) and ended on 25<sup>th</sup> September, 2017 at 5:00 P.M. (IST) and members were requested to cast their votes electronically conveying their assent or dissent in respect of the ordinary resolution on e-voting platform provided by NSDL.
3. The members of the company as on the cut-off date, i.e., 19<sup>th</sup> September, 2017 were entitled to vote on the resolutions and the company had completed the dispatch of notice by 2<sup>nd</sup> September, 2017.
4. The votes were unblocked on 26<sup>th</sup> September, 2017 in the presence of two witnesses namely, Mr. Bimal Kumar Mondal & Mr. Biswajit Kar of 6, Old Post Office Street, Kolkata- 700001 who are not in employment of the company.

5. Thereafter, the details containing, inter alia, list of equity shareholders, who voted "For" & "Against" each of the resolutions that were put to vote, were generated from the e- voting website of NSDL, i.e., [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and based on such report generated, 25 members have cast their votes on the E-voting platform and the analysis of the results of the e- voting are stated as under:

**ORDINARY BUSINESS REQUIRING ORDINARY RESOLUTION**

Resolution No.	Agenda	Total No. of votes casted	Total No. of votes casted in Favour	Total No. of votes casted Against	Result
1	Adoption of Audited Financial Statements for the year ended 31.03.2017	3560474	3560474 [100 %]	0 [0%]	Carried unanimously
2	Re-appointment Mr. Alope Kumar Gupta who is liable to retire by rotation as the Director .	3560474	3560474 [100 %]	0 [0%]	Carried unanimously
3	Appointment of M/s. Agarwal Maheshwari & Co., Chartered Accountants, as the Statutory Auditors and fixing their remuneration	3560474	3560474 [100 %]	0 [0%]	Carried unanimously

**SPECIAL BUSINESS REQUIRING ORDINARY RESOLUTION**

1	Appointment of Mrs. Anny Jain as an Independent Director	3560474	3560474 [100 %]	0 [0%]	Carried unanimously
2	Appointment of Mr. Sanjay Kumar Gupta as Whole Time Director	3374774	3374774 [100 %]	0 [0%]	Carried unanimously

**SPECIAL BUSINESS REQUIRING SPECIAL RESOLUTION**

1	Fixation of Remuneration of Mr. Sanjay Kumar Gupta and Mr. Alope Kumar Gupta	3374774	3374774 [100 %]	0 [0%]	Carried unanimously
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**SHIBNATH BHATTACHARYA**

*M.A., LL.B.*

**ADVOCATE, HIGH COURT, CALCUTTA**

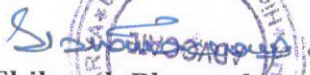
*CHAMBER*

*6, OLD POST OFFICE STREET,  
ROOM NO: 66, KOLKATA-700001*

6. The Registers, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the company.

Thanking You.

Yours Faithfully

  
**Shibnath Bhattacharya**  
**Advocate**

Membership No: **WB496/ 512**



Place: **Kolkata**

Date: **26<sup>th</sup> September, 2017**