



SCRUTINIZERS REPORT

To
The Managing Director
RAMKY INFRASTRUCTURE LIMITED
Ramky Grandiose, 10th Floor, Sy.No 136/2&4,
Gachibowli, Hyderabad-500032,
Telangana

Dear Sir,

The Board of Directors of your Company at its meeting held on April 9, 2015 has appointed me as a Scrutinizer for conducting the Postal Ballot voting process including voting by electronic means.

The management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of:

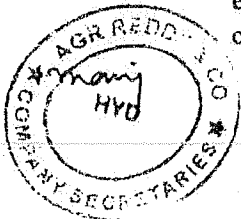
- (a) The Companies Act, 2013 and the Rules made thereunder; and
- (b) The Listing Agreement(s) with the Stock Exchange, relating to Postal Ballot voting including voting by electronic means.

My responsibility as a scrutinizer is restricted to make a Scrutinizer's report of the votes casted by the members for the resolution contained in the Notice dated April 9, 2015, based on the reports generated from the e-voting system provided by Karvy Computershare Private Limited (Karvy), the authorized agency engaged by the Company to provide e-voting facilities for e-voting and scrutiny of the physical ballot received till the time fixed for closing of the voting process i.e. closing of workings hours on May 16, 2015.

I submit my report as under:

- i. The Company has completed on April 15 2015, the dispatch of all Postal Ballot Forms along with postage prepaid business reply envelope, including voting by electronic means (e-voting), to its members whose name(s) appeared on the Register of Members/list of beneficiaries as on April 3, 2015.

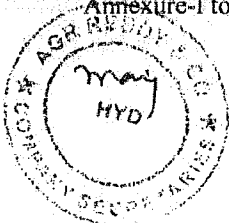
Page 1 of 4



AGR Reddy & Co.
Company Secretaries, Suite #202, Pavani Annexe,
Banjara Hills, Road #2, Hyderabad-500 034, Tel : +91-040-23541900.
E-mail: mail@agrlaws.com, URL: www.agrlaws.com

- ii. After the time fixed for closing of the e-voting on May 16, 2015, a final electronic report of the e-voting was generated by me by accessing the data available to me from the website <https://evoting.karvy.com> of Karvy Computershare Private Limited, the Authorised Agency to provide e-voting facility. Data regarding the e-votes was diligently scrutinized.
- iii. All physical postal ballots received till the time fixed for closing of the Postal Ballot on May 16, 2015, were diligently scrutinized and reconciled with the records maintained by the Company through Karvy Computershare Private Limited, the Registrar and Transfer Agents of the Company and the authorizations lodged with the Company.
- iv. Particulars of all the Postal Ballot forms received from the Members have been entered in a register separately maintained for the purpose.
- v. The Postal Ballot forms were kept under safe custody in a separate ballot box before commencing the scrutiny of such postal ballot forms.
- vi. The Ballot box was opened on May 16, 2015, after closing of working hours, in my presence.
- vii. All Postal Ballot forms received up to the closing of working hours on May 16, 2015, the last date and time fixed by the Company for receipt of the forms were considered for my scrutiny.
- viii. No envelopes containing postal ballot forms were received after the closing of working hours on May 16, 2015.
- ix. 135 envelopes containing postal ballot forms were returned undelivered.
- x. I did not find any defaced or mutilated ballot paper.

A summary of the postal ballot voting including voting by electronic means in respect of passing of the resolution contained in the Notice dated April 9, 2015 through Postal Ballot is enclosed as Annexure-I to this report.

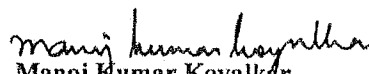


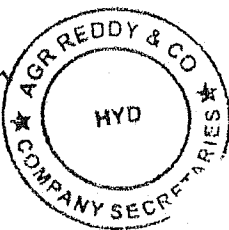
I have handed over the Postal Ballot forms and other related papers/registers and records for safe custody to the Director authorized by the Board to supervise the Postal Ballot process.

After the aforesaid scrutiny of the Postal Ballot Forms and taking into account the e-Voting results. I report that the Ordinary Resolution as contained in the said Notice have been passed with requisite majority as required under the provisions of the Companies Act, 2013.

You may accordingly declare the result of the voting of Postal Ballot

Thanking You


Manoj Kumar Koyalkar
Company Secretary in Practice
Membership No.: 19445
CP No.: 10004



Encl. Annexure-I

Annexure-I

Summary of Postal Ballot and E-Voting

Resolution	Mode	Ballots Received	Total Votes Received	Favour			Against			Invalid	
				Ballots	Votes	% of favour valid votes of Total votes received	Ballots	Votes	% of against valid votes to Total votes Received	Ballots	Votes
Ordinary Resolution for Appointment of Statutory Auditors arising out of Casual Vacancy	E-Voting	44	4,25,64,493	39	4,25,64,078	99.99%	5	415	0	0	
	Physical Ballot	90	17,31,472	83	17,30,311	99.93%	2	84	5	1077	
Total		134	4,42,95,965	122	4,42,94,389		7	499	5	1077	

Manoj Khmar Koyalkar
Manoj Khmar Koyalkar
 Company Secretary in Practice
 Membership No.: 19445
 CP No.: 10004

