



FORM NO MGT-13
REPORT OF SCRUTINIZER

(Pursuant to Section 109 of the Companies Act, 2013 ("the Act") and Rule 21 of the Companies (Management and Administration) Rules, 2014

To,

The Chairman

Thirty Fifth Annual General Meeting of the Equity Shareholders of UDDHAV PROPERTIES LIMITED held on Wednesday at 11.00 AM at 19, Community Centre, First Floor, East of Kailash, New Delhi - 110065

Dear Sir,

I, Vikram Jhavar Proprietor of V JHAWAR & CO. having its office at 1855, 2nd Floor, Allahabad Bank Building, Wazir Singh Street, Paharganj, New Delhi appointed as Scrutinizer pursuant to Section 108 of the Companies Act 2013 read with rule 20 of the Companies (Management and Administration) Rules 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 for the purpose of scrutinizing the remote-e voting process and the Poll (in respect of facility for voting through ballot papers for those Members who had not cast their votes by remote e-voting) taken at the 35TH Annual General Meeting (AGM) of the Company held on 20TH day of September, 2017 at 11.00 A. M. at 19, Community Centre, First Floor, East of Kailash, New Delhi - 110065 in respect of the resolutions transacted at the said AGM, do hereby submit my report as follows:

I submit my report as under:

A. Relating to E Voting:

1. The Company has appointed M/s Skyline Financial Services Private Limited, the Registrar and Transfer Agent (RTA) of the Company, to provide and facilitate



remote e-voting process to its members to cast their votes through a secured electronic mode on the resolutions to be transacted at the said AGM.

2. The remote e-voting period remained open from 17th September, 2017 (09:00 a.m.) and ends on Tuesday the 19th September, 2017 (05:00 p.m.).

B. Relating to Voting by Poll:

1. After the time fixed for closing of the Poll by the Chairman the ballot box was open in my presence and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by Skyline Financial Services Private Limited, the RTA of the Company and also with the authorization/proxies lodged with the Company.
2. There was no polling paper which was incomplete or found defective.

C. Relating to E-Voting and Poll is as under:

1. The voting rights were reckoned as on Thursday, September 13, 2017 being the cut of date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the meeting.
2. After conclusion of the poll at the Annual General Meeting venue, the votes cast through remote e-voting were unblocked by me in the presence of two witnesses namely Ms. Sakshi and Mr. Aasif at the venue of the Annual General Meeting who were not in the employment of the Company.
They have signed below in confirmation of the event being blocked in their presence.


(Sakshi)


(Aasif)

And the ballot box was opened and polling papers were removed and examined.

3. Thereafter the details containing inter-alia, list of equity shareholders, who voted "for" and "against", were downloaded from the e-voting website <https://www.evoting.nsdl.com/>
4. The combined result of the remote e-voting and poll is as under:

ORDINARY BUSINESS

RESOLUTION 1: Ordinary Resolution

“Resolved that the Audited Financial Statement of the Company for the year ended March 31, 2016 including Balance Sheet as at March 31, 2017, the Statement of Profit and Loss and Cash flow statement for the year ended March 31, 2017 together with the reports of the Board of Directors and the Auditors of the Company thereon, as circulated to the members and presented to the meeting be are hereby adopted.”

(i) Voted in Favour of Resolution

	Remote E Voting	Voting by Poll	Total
Number of Members Present and Voting (in person or by proxy)	10	7	17
Number of votes cast by them	710360	75660	786020
% of total number of valid votes cast	100	100	100

(ii) Voted against Resolution

	Remote E Voting	Voting by Poll	Total
Number of Members Present and Voting (in person or by proxy)	NIL	NIL	NIL
Number of votes cast by them	NIL	NIL	NIL
% of total number of valid votes cast	NIL	NIL	NIL



(iii) Invalid votes

	Remote E Voting	Voting by Poll	Total
Number of Members Present and Voting (in person or by proxy)	NIL	NIL	NIL
Number of votes cast by them	NIL	NIL	NIL
% of total number of valid votes cast	NIL	NIL	NIL

Resolution 2: Ordinary Resolution

"Resolved that Shri G.S Poddar (DIN: 00917730), who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company."

(i) Voted in Favour of Resolution

	Remote E Voting	Voting by Poll	Total
Number of Members Present and Voting (in person or by proxy)	10	7	17
Number of votes cast by them	710360	75660	786020
% of total number of valid votes cast	100	100	100



(ii) Voted against Resolution

	Remote E Voting	Voting by Poll	Total
Number of Members Present and Voting (in person or by proxy)	NIL	NIL	NIL
Number of votes cast by them	NIL	NIL	NIL
% of total number of valid votes cast	NIL	NIL	NIL

(iii) Invalid votes

	Remote E Voting	Voting by Poll	Total
Number of Members Present and Voting (in person or by proxy)	NIL	NIL	NIL
Number of votes cast by them	NIL	NIL	NIL
% of total number of valid votes cast	NIL	NIL	NIL

Resolution 3: Ordinary Resolution

"RESOLVED THAT pursuant to the provisions of Section 139 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time M/s K.N Gutgutia & Co. Chartered Accountants (Firm Registration No -304153E) be and are hereby appointed as the Statutory Auditors of the Company in place of M/s Saluja & Associate, Chartered Accountants, for a term of five (s) consecutive years, to hold office from the conclusion of this Annual General Meeting until the conclusion of



40th Annual General of the Company to be held in the calendar year 2022, subject to annual ratification by members at every subsequent Annual General Meeting, on such remuneration as may be decided by the Board of Directors of the Company."

(i) Voted in Favour of Resolution

	Remote E Voting	Voting by Poll	Total
Number of Members Present and Voting (in person or by proxy)	10	7	17
Number of votes cast by them	710360	75660	786020
% of total number of valid votes cast	100	100	100

(ii) Voted against Resolution

	Remote E Voting	Voting by Poll	Total
Number of Members Present and Voting (in person or by proxy)	NIL	NIL	NIL
Number of votes cast by them	NIL	NIL	NIL
% of total number of valid votes cast	NIL	NIL	NIL



(iii) Invalid votes

	Remote E Voting	Voting by Poll	Total
Number of Members Present and Voting (in person or by proxy)	NIL	NIL	NIL
Number of votes cast by them	NIL	NIL	NIL
% of total number of valid votes cast	NIL	NIL	NIL

SPECIAL BUSINESS

Resolution 1: Ordinary Resolution

RESOLVED THAT pursuant to the provisions of section 149,150,160 read with schedule IV any other applicable provisions of the Companies Act,2013 including any statutory modification(s) or re-enactment thereof for the time being in force and Companies (Appointment and Qualification of Directors)Rules,2014 and as per Listing Obligations & Disclosure Requirements,Regulations,2015 (Listing Regulations),Ms. Alka Sabharwal (DIN:07755323) an additional director of the Company, who has submitted a declaration that she ,meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, in respect of whom the company has received a notice in writing under section 160 of the Companies Act,2013 from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office, for five consecutive years for a term upto the conclusion of the 40th Annual General Meeting of the Company in the Calendar Year 2022."



(iv) Voted in Favour of Resolution

	Remote E Voting	Voting by Poll	Total
Number of Members Present and Voting (in person or by proxy)	NIL	7	7
Number of votes cast by them	NIL	75660	75660
% of total number of valid votes cast	NIL	100	100

(v) Voted against Resolution

	Remote E Voting	Voting by Poll	Total
Number of Members Present and Voting (in person or by proxy)	NIL	NIL	NIL
Number of votes cast by them	NIL	NIL	NIL
% of total number of valid votes cast	NIL	NIL	NIL

(vi) Invalid votes

	Remote E Voting	Voting by Poll	Total
Number of Members	NIL	NIL	NIL



Present and Voting (in person or by proxy)			
Number of votes cast by them	NIL	NIL	NIL
% of total number of valid votes cast	NIL	NIL	NIL

5. A Compilation of Data containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary/Director authorized by the Board for safe keeping.

For V. JHAWAR & CO
Company Secretaries



Date : 20.09.2017
Place : New Delhi





Report of Scrutinizer(s)

*[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]*

To,

The Chairman

Thirty Fifth Annual General Meeting of the Equity Shareholders of UDDHAV PROPERTIES LIMITED held on Wednesday at 11.00 AM at 19, Community Centre, First Floor, East of Kailash, New Delhi - 110065

Dear Sir,

I, Vikram Jhavar, Proprietor of V JHAWAR & CO. having its office at 1855, 2nd Floor, Allahabad Bank Building, Wazir Singh Street, Paharganj, New Delhi-110055, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 35th Annual General Meeting of the Equity Shareholders of M/s Uddhav Properties Limited held on Wednesday, the 20th day of September, 2017 at 11.00 a.m at the Registered Office of the Company at 19, Community Centre, First Floor, East of Kailash, New Delhi – 110065.

I submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one (1) ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.



3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

4. The result of the poll is as under:

ORDINARY BUSINESS

Resolution 1: Ordinary Resolution

“Resolved that the Audited Financial Statement of the Company for the year ended March 31, 2017 including Balance Sheet as at March 31, 2017, the Statement of Profit and Loss and Cash flow statement for the year ended March 31, 2017 together with the reports of the Board of Directors and the Auditors of the Company thereon, as circulated to the members and presented to the meeting be are hereby adopted.”

Particulars	Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	7	75660	100
(ii) Voted against the resolution	NIL	NIL	
	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of Votes cast by them	
(iii) Invalid Votes	NIL	NIL	



Resolution 2: Ordinary Resolution

"Resolved that Shri G.S Poddar (DIN: 00917730), who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company."

Particulars	Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	7	75660	
(ii) Voted against the resolution	NIL	NIL	
	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of Votes cast by them	
(iii) Invalid Votes	NIL	NIL	

Resolution 3: Ordinary Resolution

"RESOLVED THAT pursuant to the provisions of Section 139 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time M/s K.N Gutgutia & Co. Chartered Accountants (Firm Registration No -304153E) be and are hereby appointed as the Statutory Auditors of the Company in place of M/s Saluja & Associate, Chartered Accountants, for a term of five (5) consecutive years, to hold office from the conclusion of this Annual General Meeting until the conclusion of 40th Annual General of the Company to be held in the calendar year 2022, subject to annual ratification by members at every subsequent Annual General Meeting, on such remuneration as may be decided by the Board of Directors of the Company."



Particulars	Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	7	75660	100
(ii) Voted against the resolution	NIL	NIL	
	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of Votes cast by them	
(iii) Invalid Votes	NIL	NIL	

SPECIAL BUSINESS

Resolution 4: Ordinary Resolution

“RESOLVED THAT pursuant to the provisions of section 149,150,160 read with schedule IV any other applicable provisions of the Companies Act,2013 including any statutory modification(s) or re-enactment thereof for the time being in force and Companies (Appointment and Qualification of Directors)Rules,2014 and as per Listing Obligations & Disclosure Requirements,Regulations,2015 (Listing Regulations),Ms. Alka Sabharwal (DIN:07755323) an additional director of the Company, who has submitted a declaration that she ,meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, in respect of whom the company has received a notice in writing under section 160 of the Companies Act,2013 from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office, for five consecutive years for a term upto the conclusion of the 40th Annual General Meeting of the Company in the Calendar Year 2022.”



Particulars	Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	7	75660	100
(ii) Voted against the resolution	NIL	NIL	
	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of Votes cast by them	
(iii) Invalid Votes	NIL	NIL	

5. A list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

For V. JHAWAR & CO
Company Secretaries

Vikram Jhavar
CP No. 1204

Date: .20.09.2017
Place: New Delhi



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
Thirty Fifth Annual General Meeting of the Equity Shareholders of UDDHAV PROPERTIES LIMITED held on Wednesday at 11.00 AM at 19, Community Centre, First Floor, East of Kailash, New Delhi - 110065

Dear Sir,

I, Vikram Jhavar, Proprietor of V JHAWAR & CO. having its office at 1855, 2nd Floor, Allahabad Bank Building, Wazir Singh Street, Paharganj, New Delhi-110055 appointed as Scrutinizer for the purpose of the Scrutinizing the e-voting process in a fair and transparent manner and also for 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 on the resolutions contained in the notice of the 35th Annual General Meeting of the Shareholders of the Company to be held on Wednesday at 11.00 AM at 19, Community Centre, First Floor, East of Kailash, New Delhi – 110065.

I submit my report as under:

1. The e-Voting period remained open from Sunday the 17th September, 2017 (09:00 a.m.) and ends on Tuesday the 19th September, 2017 (05:00 p.m.).



2. The Shareholders holding shares as on the "cut-off date" i.e. the 13th day of September, 2017 were entitled to vote on the proposed 3 (Three) Resolutions as mentioned in the Notice of the 35th Annual General Meeting of M/s Uddhav Properties Limited (Item No. 1 to 3 of the Notice of the 35th AGM of M/s Uddhav Properties Limited).
3. The votes were unblocked by me in the presence of 2 witnesses, who were not in the employment of the Company.
4. Thereafter the details containing inter-alia, list of equity shareholders, who voted "for" and "against", were downloaded from the e-voting website <https://www.evoting.nsdl.com/>
5. The result of the E-voting is as under:

ORDINARY BUSINESS

Resolution 1: Ordinary Resolution

"Resolved that the Audited Financial Statement of the Company for the year ended March 31, 2017 including Balance Sheet as at March 31, 2017, the Statement of Profit and Loss and Cash flow statement for the year ended March 31, 2017 together with the reports of the Board of Directors and the Auditors of the Company thereon, as circulated to the members and presented to the meeting be are hereby adopted."

THE RESULT OF E-VOTING ARE AS UNDER:

Number of members voted through electronic voting system	No. of Shares	% of total paid equity capital
10	710360	50.38

(i) Voted in favour of the Resolution:

Number of members voted through electronic voting system	No. of Shares	% of total paid equity capital



10	710360	50.38
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(ii) Voted against the resolution:

Number of members voted through electronic voting system	No. of Shares	% of total paid equity capital
Nil	Nil	Nil

(iii) Invalid/ Abstain votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Resolution 2: Ordinary Resolution

“Resolved that Shri G.S Poddar (DIN: 00917730), who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company.”

THE RESULT OF E-VOTING ARE AS UNDER:

Number of members voted through electronic voting system	No. of Shares	% of total paid equity capital
10	710360	50.38

(i) Voted in favour of the Resolution:

Number of members voted through electronic voting system	No. of Shares	% of total paid equity capital
10	710360	50.38



(ii) Voted against the resolution:

Number of members voted through electronic voting system	No. of Shares	% of total paid equity capital
Nil	Nil	Nil

(iii) Invalid/ Abstain votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Resolution 3: Ordinary Resolution

"RESOLVED THAT pursuant to the provisions of Section 139 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time M/s K.N Gutgutia & Co. Chartered Accountants (Firm Registration No -304153E) be and are hereby appointed as the Statutory Auditors of the Company in place of M/s Saluja & Associate, Chartered Accountants, for a term of five (5) consecutive years, to hold office from the conclusion of this Annual General Meeting until the conclusion of 40th Annual General of the Company to be held in the calendar year 2022, subject to annual ratification by members at every subsequent Annual General Meeting, on such remuneration as may be decided by the Board of Directors of the Company."

THE RESULT OF E-VOTING ARE AS UNDER:

Number of members voted through electronic voting system	No. of Shares	% of total paid equity capital
10	710360.	50.38

(i) Voted in favour of the Resolution:

Number of members voted through electronic voting system	No. of Shares	% of total paid equity capital
10	710360.	50.38



(ii) Voted against the resolution:

Number of members voted through electronic voting system	No. of Shares	% of total paid equity capital
Nil	Nil	Nil

(iii) Invalid/ Abstain votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Resolution 4: Ordinary Resolution

RESOLVED THAT pursuant to the provisions of section 149,150,160 read with schedule IV any other applicable provisions of the Companies Act,2013 including any statutory modification(s) or re-enactment thereof for the time being in force and Companies (Appointment and Qualification of Directors)Rules,2014 and as per Listing Obligations & Disclosure Requirements,Regulations,2015 (Listing Regulations),Ms. Alka Sabharwal (DIN:07755323) an additional director of the Company, who has submitted a declaration that she ,meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, in respect of whom the company has received a notice in writing under section 160 of the Companies Act,2013 from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office, for five consecutive years for a term upto the conclusion of the 40th Annual General Meeting of the Company in the Calendar Year 2022."

THE RESULT OF E-VOTING ARE AS UNDER:

Number of members voted through electronic voting system	No. of Shares	% of total paid equity capital
Nil	Nil	NIL

(i) Voted in favour of the Resolution:

Number of members	No. of Shares	% of total paid equity capital
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voted through electronic voting system		
Nil	Nil	Nil

(ii) Voted against the resolution:

Number of members voted through electronic voting system	No. of Shares	% of total paid equity capital
Nil	Nil	Nil

(iii) Invalid/ Abstain votes:

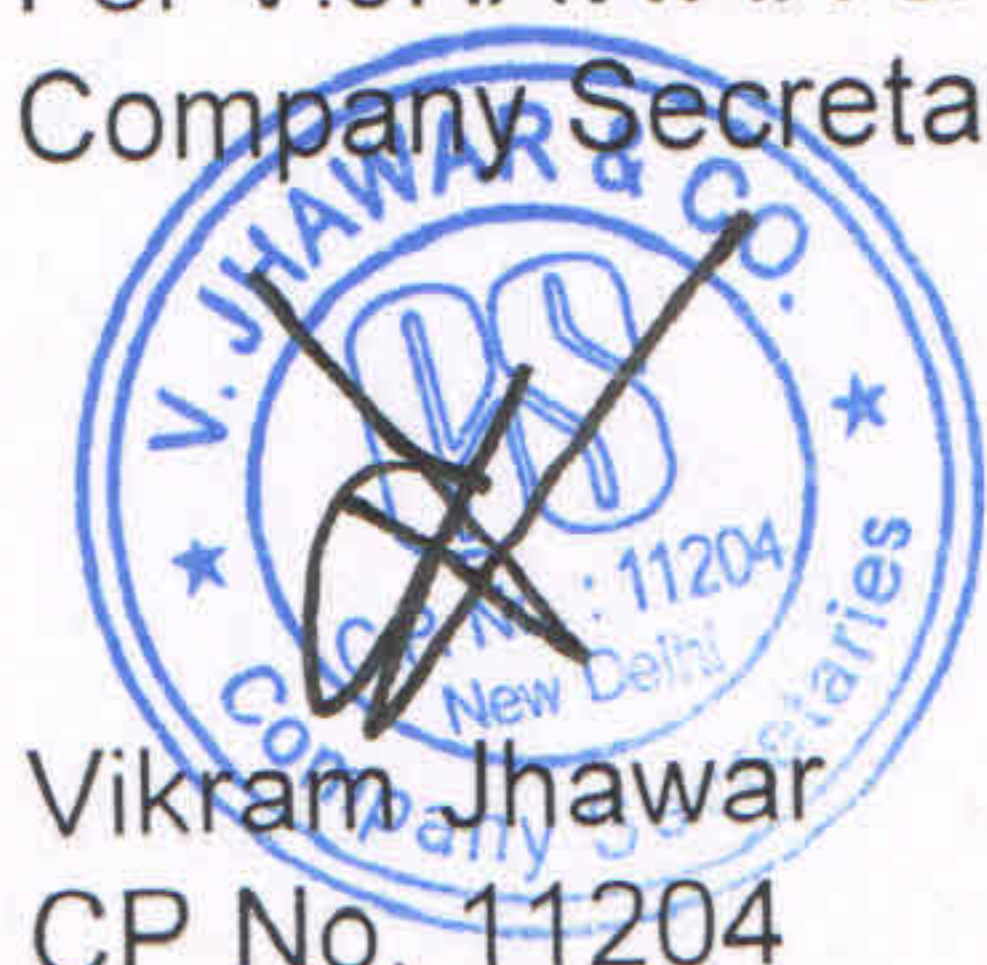
Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

The Register, all other papers and relevant records relating to electronic voting shall remain in my custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping

Thanking you,

Yours Sincerely,

For V.JHAWAR & CO
Company Secretaries



Vikram Jhawar
CP No. 11204

Date : .20.09.2017
Place : Delhi