



Shipra Khitha & Associates

Company Secretaries

To,

The Chairman of 30th AGM of the Equity Shareholders of
M/s Fortune Industrial Resources Limited
(CIN: U51503DL1986PLC024329)
153/1, Nirankari Colony,
New Delhi-110009

Sub: Report on voting through electronic means carried out during September 27, 2016 (9:00 A.M.) to September 29, 2016 (5:00 P.M.) and Poll conducted at the 30th Annual General Meeting of the Company held on Friday, the 30th day of September, 2016 at 153/1, Nirankari Colony, New Delhi-110009.

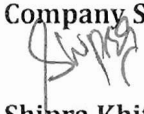
Dear Sir,

At the outset, I would like to thank you for appointing me as the Scrutinizer for the remote e-voting and voting through poll by your members at the 30th Annual General Meeting of your Company held on Friday, the 30th day of September 2016 from 10:00 AM to 11:00 AM.

I am pleased to submit the Scrutinizer's Report, which is comprehensive and self explanatory in all respects.

Thanking you,
Yours faithfully,

**For Shipra Khitha & Associates
Company Secretaries**


Shipra Khitha
Proprietor
CP No.: 14648
M. No.: 26430



**Date: 3rd October, 2016
Place: New Delhi**

Consolidated Report of Scrutinizer on remote e-voting and voting through polling paper

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 read with Companies (Management and Administration) Amendment Rules, 2015]

Name of the Company	Fortune Industrial Resources Limited
Date & Time of Annual General Meeting	Friday, 30 th September 2016 from 10:00 AM to 11:00 AM
Venue	153/1, Nirankari Colony, New Delhi-110009

To,

The Chairman
M/s Fortune Industrial Resources Limited

Sub: Report on voting through electronic means carried out during September 27, 2016 (9:00 A.M.) to September 29, 2016 (5:00 P.M.) and Poll conducted at the 30th Annual General Meeting of the Company held on Friday, the 30th day of September, 2016 at 153/1, Nirankari Colony, New Delhi-110009.

Dear Sir,

I, Shipra Khitha, a Company Secretary in Practice (M.No.:26430, CP No. 14648), have been appointed as a Scrutinizer by the Board of Directors of M/s Superior Industrial Enterprises Limited for the purpose of:

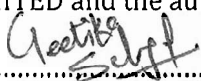
- (i) Scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (Rules); and
 - (ii) Poll under the provisions of Section 109 of the Companies Act 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions at the 30th Annual General Meeting (AGM) of the Equity Shareholders of M/s Fortune Industrial Resources Limited, held on the 30th September 2016 at 153/1, Nirankari Colony, New Delhi-110009.
1. 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 poll on the resolutions contained in the Notice to 30th Annual General Meeting (AGM) of the shareholders of the Company. My responsibility as a Scrutinizer to make a Scrutinizer's report of the votes cast "in favor" or "against" the

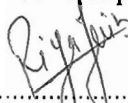


resolutions stated above, based on the reports generated from the e-voting system provided by M/s Mas Services Limited, RTA, the authorized agency under the Rules to provide e-voting facilities, engaged by the Company along with the poll received at the 30th General Meeting of the Company.

2. Further for the above, I submit herewith my consolidated Scrutinizer's report as under:

- a. In accordance with the Notice of the 30th AGM sent to the shareholders, the e-voting period had commenced on 27th September 2016 at 09:00 A.M. and concluded at 29th September 2016 at 05:00 P.M.
- b. The shareholders of the Company as on the "cut-off date" i.e. 23rd September 2016 was entitled to vote on the resolutions (item no. 01 to 05 as set out in the notice of the 30th AGM of the Company).
- c. After the close of period for e-voting, the details of members, such as their names, folio numbers, numbers of shares held, who had casted votes through e-voting, were downloaded for the e-voting website of MAS SERVICES LIMITED, for the purpose of ensuring that the members who have casted their votes through e voting do not vote again at the 30th AGM.
- d. After the time fixed for closing of the Poll by the Chairman, One ballot box kept for polling were locked in our presence with due identification marks placed by us.
- e. The locked ballot box was subsequently opened in my presence along with the two witnesses (1) Ms. Geetika Sehgal and (2) Ms. Riya Jain who are not in employment of the Company and poll papers were diligently scrutinized. The witnesses have signed below in confirmation of the Ballot Boxes being unlocked in their presence. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company- MAS SERVICES LIMITED and the authorization/proxies lodged with the Company.


.....
Name: Geetika Sehgal


.....
Name: Riya Jain

- f. I did not find any poll papers invalid.
- g. After counting the votes casted by the members and the proxy holders present at the 30th Annual General Meeting of the Company through polling paper, the votes casted through e-voting were unblocked on 01st October 2016, around 4.00 P.M. in the presence along with the two witnesses, (1) Ms. Geetika Sehgal and (2) Ms. Riya Jain who are not in employment of the Company. They have signed below in confirmation of the e-votes being unblocked in their presence.


.....
Name: Geetika Sehgal


.....
Name: Riya Jain

- h. 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 MAS SERVICES LIMITED i.e. www.masserv.com.
- i. Based on reports generated from the e-voting website of MAS SERVICES LIMITED and voting through poll conducted at the 30th Annual General Meeting, the consolidated report on the result of voting on each Ordinary resolution are given hereunder:



Item No. 1: To receive, consider and adopt the audited Financial Results of the company for the financial year ended on 31st march, 2016 and Reports of the board of directors and Auditors thereon.

(i) Voted **in favor** of the resolution:

Mode of voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	5	1,83,500	100.00%
E-voting	4	70,500	100.00%
Total	9	2,54,000	100.00%

(ii) Voted **against** the resolution:

Mode of voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	NIL		
E-voting			
Total			

(iii) **Invalid** votes:

Mode of voting	Number of members who voted	Number of votes cast by them
Physical	NIL	
E-voting		
Total		

Item No. 2: To approve the appointment of M/s Kamal & Company as the statutory auditors of the Company.

(i) Voted **in favor** of the resolution:

Mode of voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	5	1,83,500	100.00%
E-voting	4	70,500	100.00%
Total	9	2,54,000	100.00%



(ii) Voted **against** the resolution:

Mode of voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	NIL		
E-voting			
Total			

(iii) **Invalid** votes:

Mode of voting	Number of members who voted	Number of votes cast by them
Physical	NIL	
E-voting		
Total		

Item No. 3: To approve the appointment of Mr. Sanjeev Agrawal (DIN: 00282059) as Director retire by rotation.

(i) Voted **in favor** of the resolution:

Mode of voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	5	1,83,500	100.00%
E-voting	4	70,500	100.00%
Total	9	2,54,000	100.00%

(ii) Voted **against** the resolution:

Mode of voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	NIL		
E-voting			
Total			

(iii) **Invalid** votes:

Mode of voting	Number of members who voted	Number of votes cast by them
Physical	NIL	
E-voting		
Total		



Item No. 4: Appointment of Mr. Arvind Rawal (DIN: 07605060) as Independent Director of the Company.

(i) Voted **in favor** of the resolution:

Mode of voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	5	1,83,500	100.00%
E-voting	4	70,500	100.00%
Total	9	2,54,000	100.00%

(ii) Voted **against** the resolution:

Mode of voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	NIL		
E-voting			
Total			

(iii) **Invalid** votes:

Mode of voting	Number of members who voted	Number of votes cast by them
Physical	NIL	
E-voting		
Total		

Item No. 5: Appointment of Ms. Anjali Mishra (DIN: 07602810) as Independent Women Director of the Company.

(i) Voted **in favor** of the resolution:

Mode of voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	5	1,83,500	100.00%
E-voting	4	70,500	100.00%
Total	9	2,54,000	100.00%



(ii) Voted **against** the resolution:

Mode of voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	NIL		
E-voting			
Total			

(iii) **Invalid** votes:

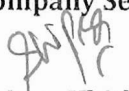
Mode of voting	Number of members who voted	Number of votes cast by them
Physical	NIL	
E-voting		
Total		

5. An **Annexure I** containing the list of equity shareholders who voted **"FOR"**, **"AGAINST"** and those whose votes were declared invalid for each resolution is enclosed.

6. The relevant records relating to poll including voting by electronic means shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the 30th Annual General Meeting and the same shall thereafter be handed over to the Company Secretary for safe keeping.

Thanking you,
Yours faithfully,

For Shipra Khitha & Associates
Company Secretaries


Shipra Khitha
Proprietor
CP No.: 14648
M. No.: 26430



Date: 3rd October 2016
Place: New Delhi

Annexure I

(forming part of Scrutinizer Report vide ref. no. 13/2016-17)

List of Shareholders voted in favor of resolutions

S.No.	Name of Shareholder	Folio No.	No. of Shares	DP ID	Client ID
1	Deepti Agrawal	--	95,800	12069800	00001327
2	Mukesh Agrawal	0001004	69,200	--	--
3	Rashmi Mittal	0001005	15,200	--	--
4	Prince Agarwal	0001024	300	--	--
5	Rajeev Goel	0001012	3,000	--	--
6	Ashok Saxena	0001006	15,000	--	--
7	Om Prakash Verma	0001008	47,000	--	--
8	Krishan Kumar Bajaj	0001009	6,500	--	--
9	Ram Pal	0001015	2,000	--	--
	Total		2,54,000		

****None of the shareholders casted against the resolution and none of the votes declared invalid.***

