



Niaz Ahmed

B.com. (Hons.) FCS. LLB
Practising Company Secretary

Todi Mansion, 12th Floor

1, Lu Shun Sarani

Kolkata - 700 073

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SCRUTINIZER'S REPORT

To
QUEST FINANCIAL SERVICES LIMITED
'Centre Point', 21, Hemanta Basu Sarani,
Room No. 230, 2nd Floor,
Kolkata - 700 001

Dear Sir,

The Board of Directors at their meeting held on Friday, the 10th day of August, 2018, have appointed me as the scrutinizer for scrutinizing the voting process (electronically or otherwise), in a fair and transparent manner in respect of the resolutions proposed at the 38th Annual General Meeting (hereinafter referred to as the "AGM") of the Company, held on Wednesday, the 26th Day of September, 2018, at 11.00 a.m. at the Registered Office of the Company at 'Centre Point', 21, Hemanta Basu Sarani, Room No. 230, 2nd Floor, Kolkata - 700 001.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Companies(Management and Administration) Rules, 2014, as amended by the Companies(Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company provided e-voting facility ("remote e-voting") for the members so as to enable them to cast their votes electronically from a place other than venue of the AGM. The Company, accordingly made arrangements to provide the e-voting platform on the e-voting website of Central Depository Services Limited (CDSL). Further, members who were present at the AGM (in person, or through proxy or through Corporate Representative(s), but did not cast their votes through remote e-voting, were allowed to cast their votes at the AGM through Ballot Paper.

I am responsible for scrutinizing the entire voting process. It is the Management's responsibility in this regard, to ensure compliance with the relevant provisions of various regulations and laws in force.

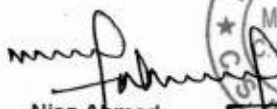

I have completed the scrutiny of the e-votes and submit my report as under :-

1. Members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 19th September, 2018, were entitled to cast their votes.
2. The e-voting period commenced on September 23, 2018, at 9.00 a.m. and ended on September 25, 2018 at 5.00 p.m. The remote e-voting module was disabled by CDSL for voting thereafter.
3. The Corporate members who participated in the remote e-voting, provided certified copy of the Board Resolution authorizing their representative to exercise the voting right on their behalf through e-voting.
4. The remote e- voting portal was unblocked in the presence of two (2) witnesses at 12.33 p.m.
5. Particulars of all the votes cast have been entered in the Electronic Register separately maintained for this purpose.
6. Based on the generated e-voting details of members who exercised their remote e-voting option, as obtained from the e-voting website of CDSL: www.evotingindia.com, I hereby report the voting particulars hereunder:-
 1. The Remote e-voting option was exercised for all the three (3) resolutions by 32 shareholders holding 68,13,293 Equity Shares.



II. Summary of the valid e- votes cast for the resolutions passed at the 38th AGM of the Company :

Resolution Serial No.	Summary of the Resolution	Resolution Category	No. of member who cast their votes		No. of Shares held by the voters		Assent %	Dissent %
			Assent	Dissent	Assent	Dissent		
1.	Adoption of Standalone & Consolidated Audited Financial Statements for the year ended 31 st March, 2018 and the Reports of the Auditors and Directors thereon.	Ordinary Resolution	32	0	6813293	0	100.00 %	0.00%
2.	Re-appointment of Mr. Prakash Kumar Jajodia (DIN: 00633920), who retires by rotation, and being eligible, seeks re-appointment as Managing Director of the Company	Ordinary Resolution	31	1	6805293	8000	99.88%	0.12%
3.	Authorising Company to charge for service of documents to members of the Company.	Special Resolution	30	2	6805193	8100	99.88 %	0.12%



Niaz Ahmed
Practising Company Secretary
C.P. No. 5965
Membership No. F9432

Date: September 26, 2018
Place: Kolkata



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FORM No. MGT-13

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
QUEST FINANCIAL SERVICES LIMITED
'Centre Point', 21, Hemanta Basu Sarani
Room No. 230, 2nd Floor,
Kolkata – 700 001

38th Annual General Meeting of the Equity Shareholders of Quest Financial Services Limited held on Wednesday, 26th Day of September, 2018 at 11.00 a.m. at the Registered Office of the Company at 'Centre Point', 21, Hemanta Basu Sarani, Room No. 230, 2nd Floor, Kolkata – 700 001.

Dear Sir,

I, Niaz Ahmed, Practising Company Secretary, appointed as the Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 38th Annual General Meeting (AGM) of the Equity Shareholders of Quest Financial Services Limited, held on Wednesday, 26th Day of September, 2018 at 11.00 a.m. at the Registered Office of the Company at 'Centre Point', 21, Hemanta Basu Sarani, Room No. 230, 2nd Floor, Kolkata – 700 001, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, the 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 by me in the presence of two (2) witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. No poll paper was incomplete and/or otherwise found defective.
4. The result of the Poll is as under:

(a) Resolution No. 1 – Ordinary Resolution

Adoption of Standalone & Consolidated Audited Financial Statements for the year ended 31st March, 2018 and the Reports of the Auditors and Directors thereon.

- (i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
8	122	100%



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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid** votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-	-

(b) Resolution No. 2 - Ordinary Resolution

Re-appointment of Mr. Prakash Kumar Jajodia (DIN: 00633920), who retires by rotation, and being eligible, seeks re-appointment as Managing Director of the Company.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
8	122	100%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid** votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-	-



(c) Resolution No. 3 - Special Resolution

Authorising Company to charge for service of documents to members of the Company.

Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
8	122	100%

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

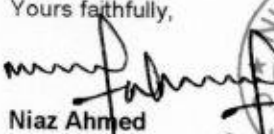
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-

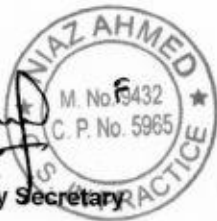
(iii) **Invalid votes :**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-	-

5. A list of equity shareholders who voted "FOR", "AGAINST" is enclosed herewith.
6. The poll papers and all other relevant records are sealed and shall be under my custody till the Chairman considers, approves and signs the minutes and thereafter, I shall return the related papers, relevant records and Register to Mr. Prakash Kumar Jajodia (DIN-00633920), Managing Director of the Company, who has been authorised by the Board of Directors, to preserve such documents safely.

Thanking you,
Yours faithfully,


Niaz Ahmed
Practising Company Secretary
C.P. No. 5965
Membership No. F9432



Date: September 26, 2018
Place: Kolkata

List of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolutions :

First Shareholder's Name	BOID /Folio	No. of Shares held	Resolution No. -1-Voted For/Against	Resolution No. -2- Voted For/ Against	Resolut ion No. -3- Voted For/ Against	Valid /Invalid
HIRALAL SADHUKHAN	1201910300587973	10	For	For	For	Valid
KUNTAL CHANDRA	IN302105-10713755	5	For	For	For	Valid
PUSPAL CHANDRA	1201910300457261	5	For	For	For	Valid
PARTHA DAS	1203000000617130	1	For	For	For	Valid
RITABAN DASGUPTA	1301440002340071	25	For	For	For	Valid
ALOK KUMAR PAL	IN303591-10000626	50	For	For	For	Valid
SUBHASH KAR	1201090006651201	25	For	For	For	Valid
SUSANTA BHOWMICK	1202420000634793	1	For	For	For	Valid





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SCRUTINIZER'S REPORT-COMBINED

To
The Chairman
QUEST FINANCIAL SERVICES LIMITED
'Centre Point', 21, Hemanta Basu Sarani
Room No. 230, 2nd Floor,
Kolkata – 700 001

Dear Sir,

The Board of Directors at their meeting held on Friday, the 10th day of August, 2018, have appointed me as the scrutinizer for scrutinizing the voting process (electronically or otherwise), in a fair and transparent manner in respect of the resolutions proposed at the 38th Annual General Meeting (hereinafter referred to as the "AGM") of the Company, held on Wednesday, the 26th September, 2018 at 11.00 a.m. at the Registered Office of the Company at "Centre Point", 21, Hemanta Basu Sarani, 2nd Floor, Room No. 230, Kolkata-700 001.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company provided e-voting facility ("remote e-voting") for the members so as to enable them to cast their votes electronically from a place other than venue of the AGM. The Company, accordingly made arrangements to provide the e-voting platform on the e-voting website of Central Depository Services Limited (CDSL). Further, members who were present at the AGM (in person, or through proxy or through Corporate Representative(s)), but did not cast their votes through remote e-voting, were allowed to cast their votes at the AGM through Ballot Paper.

I am responsible for scrutinizing the entire voting process. It is the Management's responsibility in this regard, to ensure compliance with the relevant provisions of various regulations and laws in force.

I have issued two separate Scrutinizer's Reports, dated September 26, 2018, on remote e-voting and Poll (in Form No. MGT-13). I now hereby submit my Combined Report on remote e-voting together with that of Poll.

Members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 19th September, 2018, were entitled to cast their votes through remote e-voting or voting at the AGM.

I have completed the scrutiny of the votes cast and submit my report as under :-

1. The Chairman, at the end of discussion on the resolutions on which voting was to be held at the AGM, allowed voting through ballot paper for all those members who were present at the AGM and did not exercise the remote e-voting option.
2. After the conclusion of voting at the AGM, the locked ballot box was subsequently opened by me in the presence of two (2) witnesses for scrutinizing the poll papers. The poll papers were



reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company. Thereafter, the remote e- voting portal was unblocked in the presence of two witnesses.

3. I report the voting particulars hereunder:-

- I. The Remote e-voting option was exercised for all the three (3) resolutions by 32 shareholders holding 68,13,293 Equity Shares.
- II. The option of voting by Physical Ballot was exercised by 8 shareholders, aggregating to 122 votes. No poll paper was incomplete and/or otherwise found defective.
- III. **Summary of the valid votes cast for the resolutions passed at the 38th AGM of the Company :**

Resolution Serial No.	Summary of the Resolution	Resolution Category	No. of member who cast their votes		No. of Shares held by the voters		Assent %	Dissent %
			Assent	Dissent	Assent	Dissent		
1.	Adoption of Standalone & Consolidated Audited Financial Statements for the year ended 31 st March, 2018 and the Reports of the Auditors and Directors thereon.	Ordinary Resolution	40	0	6813415	0	100.00 %	0.00%
2.	Re-appointment of Mr. Prakash Kumar Jajodia (DIN: 00633920), who retires by rotation, and being eligible, seeks re-appointment as Managing Director of the Company	Ordinary Resolution	39	1	6805415	8000	99.88%	0.12%
3.	Authorising Company to charge for service of documents to members of the Company.	Special Resolution	38	2	6805315	8100	99.88 %	0.12%

IV. Agenda-wise voting particulars:

Voting Particulars for Item No. 1 of the Agenda:

Agenda: Adoption of Standalone & Consolidated Audited Financial Statements for the year ended March 31, 2018 and the Reports of the Auditors and Directors thereon.



Result of the voting:

Resolution required : (Ordinary/ Special)			Ordinary					
Whether promoter / promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares $((3)=[(2)/(1)]*100$	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled $(6)=[(4)/(2)]*100$	% of Votes against on votes polled $(7)=[(5)/(2)]*100$
Promoter & Promoter Group	E-voting	2477500	2387500	96.37	2387500	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		2477500	2387500	96.37	2387500	-	100.00
Public-Institutions	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	-	-	-	-	-	-	-
Public-Non-Institutions	E-voting	120839000	4425793	3.66	4425793	-	100.00	-
	Poll		122	0.00	122	-	100.00	-
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		120839000	4425915	3.66	4425915	-	100.00
Total		123316500	6813415	5.52	6813415	-	100.00	-

Voting Particulars for Item No. 2 of the Agenda:

Agenda : Re-appointment of Mr. Prakash Kumar Jajodia (DIN: 00633920), who retires by rotation, and being eligible, seeks re-appointment as Managing Director of the Company.

Result of the voting:

Resolution required : (Ordinary/ Special)	Ordinary
Whether promoter / promoter group are interested in the agenda/resolution?	Yes



Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares $((3)=[(2)/(1)]*100$	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled $(6)=[(4)/(2)]*100$	% of Votes against on votes polled $(7)=[(5)/(2)]*100$
Promoter & Promoter Group	E-voting	2477500	2387500	96.37	2387500	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		2477500	2387500	96.37	2387500	-	100.00
Public-Institutions	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	-	-	-	-	-	-	-
Public-Non-Institutions	E-voting	120839000	4425793	3.66	4417793	8000	99.82	0.18
	Poll		122	0.00	122	-	100.00	-
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		120839000	4425915	3.66	4417915	8000	99.82
Total		123316500	6813415	5.52	6805415	8000	99.88	0.12

Voting Particulars for Item No. 3 of the Agenda:

Agenda : Authorising Company to charge for service of documents to members of the Company.

Result of the voting:

Resolution required : (Ordinary/ Special)		Special						
Whether promoter / promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares $((3)=[(2)/(1)]*100$	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled $(6)=[(4)/(2)]*100$	% of Votes against on votes polled $(7)=[(5)/(2)]*100$

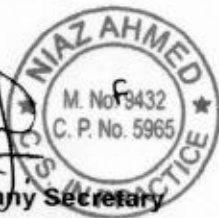


Promoter & Promoter Group	E-voting	2477500	2387500	96.37	2387500	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		2477500	2387500	96.37	2387500	-	100.00
Public-Institutions	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	-	-	-	-	-	-	-
Public-Non-Institutions	E-voting	120839000	4425793	3.66	4417693	8100	99.82	0.18
	Poll		122	0.00	122	-	100.00	-
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		120839000	4425915	3.66	4417815	8100	99.82
Total		123316500	6813415	5.52	6805315	8100	99.88	0.12

4. In my opinion, based on the above scrutiny, all the resolutions under Item Nos. 1 to 3 have been passed with requisite majority.
5. Particulars of all the votes cast through remote e-voting/ Ballots have been entered in the Electronic Register maintained separately for this purpose. I further report that the Register and all other relevant records, shall be under my custody till the Chairman considers, approves and signs the minutes and thereafter, I shall return the related papers, relevant records and Register to Mr. Prakash Kumar Jajodia (DIN-00633920), Managing Director of the Company, who has been authorised by the Board of Directors at its meeting held on August 10, 2018, to preserve such documents safely.

Thanking you,
Yours faithfully,


Niaz Ahmed
Practising Company Secretary
C.P. No. 5965
Membership No. F9432



Date: September 26, 2018
Place : Kolkata