



MANOJ SHAW & CO.
COMPANY SECRETARIES

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**COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING & POLL OF
WEBFIL LIMITED**

**[Pursuant to section 108 & 109 of the Companies Act, 2013 and rule 20 (3) (xi) & 21(2) of
the Companies (Management and Administration) Rules, 2014]**

To,
The Chairman
Webfil Limited
Yule House
8, Dr. Rajendra Prasad Sarani,
Kolkata -700 001

**Subject : Passing of Resolution through electronic and poll conducted at the 35th AGM of WEBFIL
LIMITED held on Wednesday, the 23rd day of September,2015**

Dear Sir,

I, Manoj Prasad Shaw, Company Secretary in Practice, have been appointed as Scrutinizer, by Webfil Limited ("the Company") for the purpose of Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act , 2013("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("Rules") and Poll through ballot papers under the provisions of Section 109 of the Act, read with Rule 21 of the Rules, on the resolutions contained in the notice of the AGM of the Equity Shareholders of the Company held on September 23, 2015 at 8, Dr. Rajendra Prasad Sarani, Kolkata-700001

It is understood that the management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting on the resolutions contained in the Notice of meeting. My responsibilities as scrutinizer was restricted to make Scrutinizer's Report of the votes cast "in favor" or "against" the resolution stated, based on reports generated from the Remote E-

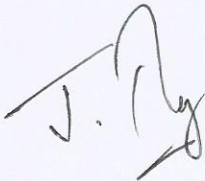
J. Prasad



voting system provided by the National Securities Depository Limited (NSDL), the authorized agency to provide Remote E-voting facilities, engaged by the Company from, 20th September, 2015 (9.00 a.m. IST) and ends on Tuesday, 22nd September, 2015 (5.00 p.m. IST) and physical voting through poll as conducted during the meeting This report is partially based on the report of the Scrutinizer report dated 23rd September, 2015 , in relation to the Remote e-voting, referred above.

At the meeting, voting through poll process was facilitated to the attending members and proxies who could not participate in the Remote e-voting. Separate Scrutinizers' Report dated 23rd September, 2015 has been generated in relation to voting conducted through the concerned poll process.

This report combines result of voting conducted through electronic means and result of voting conducted through physical means through poll. The summary of the combined result is provided hereinafter, for reference.



SUMMARY OF REMOTE E-VOTING AND POLL RESULT

Resolution No.	Subject Matter of the Resolution	Total No. of Valid Votes through Remote E-Voting	Total No. of Valid Votes through Poll	Total Valid Votes	Assent/ in Favour of						Dissent/ Against					
					No. of Votes through Remote E-Voting	% of votes in favour of votes through Remote e-voting	No. of Votes through Poll	% of votes in favour of votes through Poll	Total		No. of Votes through Remote E-Voting	% of votes against on votes through Remote e-voting	No. of Votes through Poll	% of votes in favour of votes through Poll	Total	
									No. of Votes	%					No. of Votes	%
1	ORDINARY RESOLUTION: Adoption of the Audited Statement of Profit & Loss for the year ended 31st March, 2015 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors thereon	1095052	205	1095257	1095052	100	205	100	1095257	100	0	0	0	0	0	0
2	ORDINARY RESOLUTION: Re-appointment of Shri Jayanta Ray(DIN-00175341), Director retiring by Rotation.	1095052	205	1095257	1095052	100	205	100	1095257	100	0	0	0	0	0	0
3	ORDINARY RESOLUTION: Fixation of remuneration payable to Statutory Auditors of the Company for the financial year ending 31st March, 2016.	1095052	205	1095257	1095052	100	205	100	1095257	100	0	0	0	0	0	0
4	SPECIAL RESOLUTION: Appointment of Shri A. N. Bhattacharyya (DIN: 02484307) as Director of the Company	1095052	205	1095257	1095052	100	205	100	1095257	100	0	0	0	0	0	0
5	SPECIAL RESOLUTION: Appointment of Smt. Sujata Roy (DIN:07209179) as an Independent Director of the Company.	1095052	205	1095257	1095052	100	205	100	1095257	100	0	0	0	0	0	0

The electronic data and all other relevant records relating to the Remote e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,

Place: Kolkata

Date: 23rd September, 2015

Yours faithfully



WEBFIL LIMITED

J. Prasad
Chairman

For M/s MANOJ SHAW & CO.

Manoj Prasad Shaw
CS MANOJ PRASAD SHAW



SCRUTINIZER

MEMBERSHIP NO.: 5517,

C. P.: No. 4194