

COMBINED SCRUTINIZER'S REPORT FOR E-VOTING & POLL
FOR MEGA CORPORATION LIMITED

To,
The Chairman,
30th Annual General Meeting of Mega Corporation Limited
261, Ground Floor, Okhla Industrial Estate, Phase-III
New Delhi-110020

Sub: Passing of Resolution(s) through Electronic AND poll conducted at the 30th AGM of Mega Corporation Limited (Hereinafter referred as the "COMPANY") held on The 22nd day of September, 2015 at 11:30 A.M. at Hotel Capitol Hills, C-42, Greater Kailash Part-I, New Delhi-110048.

The Board of Company at its meeting held on 26th August, 2015 had appointed me as scrutinizer for the e-voting held on between Saturday September 19, 2015 09.00 A.M. till Monday September 21, 2015 5:00 P.M. and the chairman of the 30th Annual General Meeting (AGM) has appointed me as scrutinizer for the poll held at the 30th AGM of the Company on September 30, 2014

The Company had appointed Central Depository Services (India) Limited, (CDSL) as the service provider, for extending the facility of electronic voting to the shareholders of the Company from Saturday September 19, 2015 09.00 A.M. till Monday September 21, 2015 5:00 P.M. M/s Link Intime India Private Limited is the Registrar and share transfer Agent of the Company. The e-voting results were unblocked by me on September 22, 2015 in the presence of two witnesses. For further details kindly refer my Scrutinizer's report dated September 22, 2015 attached herewith.

At the 30th AGM of the Company held on September 22, 2015, the chairman of the company had suo moto called for poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process. The chairman of the AGM had appointed me as scrutinizer for the same. For Further details kindly refer to my Scrutinizer report in form MGT-13 dated September 22, 2015.



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The result of E-voting together with that of Poll is as under:

(A) As an Ordinary Resolution – Item No. 1. Passed with the requisite majority.

Receive Consideration and adoption of the Financial Statement for the financial Year 2014-15 and Reports of Directors and Auditors Thereon.

	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>(i) Voted in Favour of the resolution</i>	55	54204756	99.99%
<i>(ii) Voted against the resolution</i>	5	4921	0.01%
<i>(iii) Invalid Votes</i>	Total Number of Members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them	
	10		

(B) As an Ordinary Resolution – Item No. 2. Passed with the requisite majority.

Appoint a director in place of Mr. Hulas Mal Lalani (DIN: 00257693), who retires by rotation, and being eligible, offers himself, for re-appointment.

	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>(i) Voted in Favour of the resolution</i>	54	53418756	99.99%
<i>(ii) Voted against the resolution</i>	5	4921	0.01%
<i>(iii) Invalid Votes</i>	Total Number of Members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them	
	11		



(C) As an Ordinary Resolution – Item No. 3. Passed with the requisite majority.

Ratification of Appointment of Statutory Auditors M/s Sipani & Associates, Chartered Accountants to hold office from the conclusion of this Annual General Meeting until the conclusion of 31st Annual General Meeting of the Company to be held in the year 2016, at such remuneration plus service tax, out-of-pocket, travelling and living expenses etc. as may be mutually agreed between the board of directors of the company and the Auditors.

	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>(i) Voted in Favour of the resolution</i>	55	54204756	99.99%
<i>(ii) Voted against the resolution</i>	5	4921	0.01%
<i>(iii) Invalid Votes</i>	Total Number of Members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them	
	10	0	

(D) As an Ordinary Resolution – Item No. 4. Passed with the requisite majority.

Ratify appointment of Mrs. Anisha Anand (DIN: 00407509) as an Independent Director.

	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>(i) Voted in Favour of the resolution</i>	55	54204756	99.99%
<i>(ii) Voted against the resolution</i>	5	4921	0.01%
<i>(iii) Invalid Votes</i>	Total Number of Members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them	
	10	0	



(E) As an Ordinary Resolution – Item No. 5. Passed with the requisite majority.

Approval of Re-Designation of Mr. Shurab Kumar (DIN: 02034499) as whole-time Director.

	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>(i) Voted in Favour of the resolution</i>	55	54204756	99.99%
<i>(ii) Voted against the resolution</i>	5	4921	0.01%
<i>(iii) Invalid Votes</i>	Total Number of Members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them	
	10	0	

All the resolutions stands passed according to the combined result of e-voting and voting by poll with the requisite majority.

I hereby confirm that I am maintaining the register received from the service provider both electronic and manually, in respect of votes cast through e-voting by the shareholders of the Company. I shall be arranging to hand over these records to the chairman of the Company or Such person to be authorized by him in due course as prescribed in the said Rules.

Thanking You,
Yours Faithfully

For, Vikash Gupta & Co.
Company Secretaries

Vikash Gupta
(Proprietor)
COP No.: 10785



Place: New Delhi

Date: September 22, 2015