



Scrutinizer's Report

[Pursuant to section 108 of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Sreeleathers Limited,
6, Tottee Lane,
Kolkata-700016.

Dear Sir,

I, Pawan Kumar Agarwal Proprietor of M/s Pawan Vani & Associates, Chartered Accountants having its office at Asha Chambers, Suite No - 23, 1st Floor, 6B, Bentick Street, Kolkata-700001 have been appointed as scrutinizer by Sreeleathers Limited ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority of e-voting carried out as per the provision of Companies Act' 2013 and Rule 20 of the Companies (Management and Administration) Rules' 2014 on the below mentioned resolution(s), at the 23rd Annual General Meeting of the Shareholders of Sreeleathers Limited to be held on Thursday, 25th September, 2014 at 10:30 am at Jamuna Banquets, 31/2B, Marquis Street , Kolkata-700016.

We submit our report as under:

1. The voting Period begins on 19th September'2014 at 10:00 am and ends on 21st September'2014 at 6:00 pm.
2. During this period Shareholder's of the Company holding shares either in Physical form or in Dematerialized form, as on cutoff date (record date) of 8th August' 2014, are entitle to vote on the proposed resolution(s) (Item No. - 1 to 9 as set out in the notice of the 23rd Annual General Meeting of Sreeleathers Limited).
3. The votes were unblocked on 22nd September, 2014 at around 11:00 am in the presence of Mr. Ravi Hela and Mr. Raju Saha who acted as witnesses as prescribed in Sub Rule 3(xi) of the Rule 20 of Companies (Management and Administration) Rules'2014.
4. Thereafter, the details containing, inter-alia, list of equity shareholders who vote "FOR" and " AGAINST" , were downloaded from the e-voting website of the Central Depository Services (India) Limited (CDSL). (<https://www.evotingindia.com/>).
5. The Result of the e-voting is as under:



A. Resolution 1: Adoption of Audited Financial Statements, Director's Report and Auditor's Report for the year ended 31st March' 2014.

I. Votes in favour of the Resolution :

Number of members voted through electronic system	Number of votes cast in favour of the resolution	% of the total number of valid vote cast
41	1,82,95,936	100

II. Votes against the resolution:

Number of members voted through electronic system	Number of votes cast in favour of the resolution	% of the total number of valid vote cast
2	2	0

III. Invalid votes:

Total number of members whose votes are declare invalid	Total number of votes cast by them
N.A	N.A

B. Resolution 2: Declaration of Dividend of Rs 0.25/- per share on fully paid 2, 51, 55,012 Equity shares of Rs 10/- each.

I. Votes in favour of the Resolution :

Number of members voted through electronic system	Number of votes cast in favour of the resolution	% of the total number of valid vote cast
43	1,82,95,938	100

II. Votes against the resolution:

Number of members voted through electronic system	Number of votes cast in favour of the resolution	% of the total number of valid vote cast
NIL	NIL	NIL

III. Invalid votes:

Total number of members whose votes are declare invalid	Total number of votes cast by them
N.A	N.A



C. Resolution 3: To appoint a director in place of Shri Sumanta Dey (DIN: 00647680) who retires by rotation and being eligible offers himself for reappointment.

I. Votes in favour of the Resolution :

Number of members voted through electronic voting system	Number of votes cast in favour of the resolution	% of the total number of valid vote cast
40	*1,74,02,736	100

*Excluding Votes of Related Parties.

II. Votes against the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of the resolution	% of the total number of valid vote cast
2	2	0

III. Invalid votes:

Total number of members whose votes are declare invalid	Total number of votes cast by them
N.A	N.A

D. Resolution 4: To appoint a director in place of Shri Sushanto Dey (DIN: 00647894) who retires by rotation and being eligible offers himself for reappointment.

I. Votes in favour of the Resolution :

Number of members voted through electronic voting system	Number of votes cast in favour of the resolution	% of the total number of valid vote cast
40	*1,71,27,486	100

*Excluding Votes of Related Parties.

II. Votes against the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of the resolution	% of the total number of valid vote cast



2	2	0
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III. Invalid votes:

Total number of members whose votes are declare invalid	Total number of votes cast by them
N.A	N.A

E. Resolution 5: Appointment of K. Rungta & Co, Chartered Accountant (ICAI Membership No. - 73418), of 1, Crooked Lane, Room No-102, 1st Floor, Kolkata-700 004, as Statutory Auditors and to fix their remuneration.

I. Votes in favour of the Resolution :

Number of members voted through electronic system	Number of votes cast in favour of the resolution	% of the total number of valid vote cast
41	1,82,95,936	100

II. Votes against the resolution:

Number of members voted through electronic system	Number of votes cast in favour of the resolution	% of the total number of valid vote cast
2	2	0

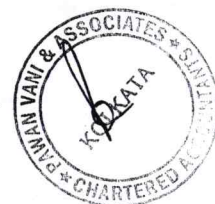
III. Invalid votes:

Total number of members whose votes are declare invalid	Total number of votes cast by them
N.A	N.A

F. Resolution 6 : Appointment of Mr. Tanmoy Shome (DIN: 01286496) as an Independent Director of the Company to hold office for five consecutive years up to 24th September ,2019 , not liable to retire by rotation.

I. Votes in favour of the Resolution :

Number of members voted through electronic system	Number of votes cast in favour of the resolution	% of the total number of valid vote cast
39	1,78,60,136	100



II. Votes against the resolution:

Number of members voted through electronic system	Number of votes cast in favour of the resolution	% of the total number of valid vote cast
4	4,35,802	100

III. Invalid votes:

Total number of members whose votes are declare invalid	Total number of votes cast by them
N.A	N.A

G. RESOLUTION 7: Re-Appointment of Mr. Satya Brata Dey (DIN: 00569965) as the Managing Director (a Key Managerial Personnel) of the Company for a period of 5 years w.e.f. 30.09.2014. :

I. Votes in favour of the Resolution :

Number of members voted through electronic system	Number of votes cast in favour of the resolution	% of the total number of valid vote cast
40	*1,41,87,409	100

*Excluding Votes of Related Parties.

II. Votes against the resolution:

Number of members voted through electronic system	Number of votes cast in favour of the resolution	% of the total number of valid vote cast
2	2	0

III. Invalid votes:

Total number of members whose votes are declare invalid	Total number of votes cast by them
N.A	N.A

H. Resolution 8 : Appointment of Mr. Sumanta Biswas (DIN: 02243349) as an Independent Director of the Company to hold office for five consecutive years up to 24th September' 2019 , not liable to retire by rotation .



I. Votes in favour of the Resolution :

Number of members voted through electronic system	Number of votes cast in favour of the resolution	% of the total number of valid vote cast
41	1,82,95,936	100

II. Votes against the resolution:

Number of members voted through electronic system	Number of votes cast in favour of the resolution	% of the total number of valid vote cast
2	2	0

III. Invalid votes:

Total number of members whose votes are declare invalid	Total number of votes cast by them
N.A	N.A

I. Resolution 9 : Appointment of Mrs. Sadhana Adhikari (DIN: 002974882) as an Independent Director of the Company to hold office for five consecutive years up to 24th September,2019, not liable to retire by rotation .

I. Votes in favour of the Resolution :

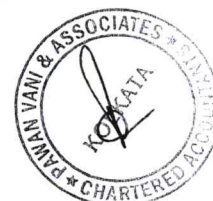
Number of members voted through electronic system	Number of votes cast in favour of the resolution	% of the total number of valid vote cast
41	1,82,95,936	100

II. Votes against the resolution:

Number of members voted through electronic system	Number of votes cast in favour of the resolution	% of the total number of valid vote cast
2	2	0

III. Invalid votes:

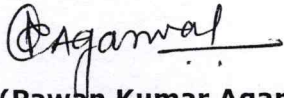
Total number of members whose votes are declare invalid	Total number of votes cast by them
N.A	N.A



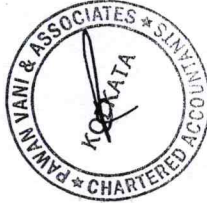
6. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting where after the same will be handed over of the company secretary for the safe Keeping.

Thanking you,

Yours faithfully,



(Pawan Kumar Agarwal).
Proprietor.
Membership No: 064093,
Pawan Vani & Associates,
Chartered Accountants,
FRN - 326601E.



Place: Kolkata.

Dated: 22nd September'2013.