

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(ix) of the Companies (Management and Administration) Amendment Rules, 2015]

To
The Chairman
Cosco (India) Limited

38th Annual General Meeting of the Members of Cosco (India) Limited held on Friday, the 29th September, 2017 at 10:30 A.M. at Amitabh, E-23, Bungalow Road, Kamla Nagar, New Delhi – 110007.

Dear Sir,

I, Ravi Sharma, Practising Company Secretary, Partner of M/s. RSM & Co. appointed by the Board of Directors of the Company to act as the Scrutinizer in terms of Section 108 of the Companies Act, 2013 read with Rule 20(4)(ix) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of scrutinizing the process of remote e-voting and voting at the 38th Annual General Meeting (AGM) of the Company in respect of the Resolutions for approval at the said AGM, do hereby submit my report as follows:-

1. All the Resolutions for approval at the AGM were transacted through remote e-voting and also voting at the AGM venue, for which purpose the Board of Directors of the Company engaged the services of National Securities Depository Ltd. ("NSDL").
2. Members whose names were recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. 22nd September 2017 were entitled to cast their votes by remote e-voting or voting at the AGM venue.
3. Voting through remote e-voting commenced at 9.00 a.m. on 25th September, 2017 and closed at 5.00 p.m. on 28th September, 2017 when remote e-voting was blocked by NSDL.
4. In respect of those Members present at the AGM who did not cast their votes by remote e-voting prior to the AGM, facility of physical voting through ballot papers was provided at the AGM venue.
5. After the conclusion of voting at the AGM venue, the votes cast through voting at the AGM venue and remote e-voting were unblocked on 29th September, 2017 at 11.50 A.M. in the presence of 2 (two) witnesses, Ms. Suman Pandey and Mr. Amit Sharma neither of whom are in the employment of the Company.
6. Based on the reports generated from NSDL e-voting website www.evoting.nsdl.com and on the basis of physical voting done at the venue of AGM, which I have scrutinized, the consolidated results of voting are reported as under:



ORDINARY BUSINESS**Item No. 1- Ordinary Resolution**

TO ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2017 AND THE REPORTS OF THE DIRECTORS' AND THE AUDITORS' THEREON.

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	22	2282291	35	673361	57	2955652	100.00
Voted against the resolution	0	0	0	0	0	0	0.00
Total	22	2282291	35	673361	57	2955652	100
Invalid Votes		NIL		04			04

Item No. 2 - Ordinary Resolution

TO RE-APPOINT MR. NEERAJ JAIN (DIN: 00190592) AS DIRECTOR, WHO RETIRES BY ROTATION.

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	21	2282041	35	673361	56	2955402	99.99
Voted against the resolution	1	250	0	0	1	250	0.01
Total	22	2282291	35	673361	57	2955652	100
Invalid Votes		NIL		04			04

Item No. 3 - Ordinary Resolution

APPOINTMENT OF M/S V.P. JAIN & ASSOCIATES, CHARTERED ACCOUNTANTS AS STATUTORY AUDITORS OF THE COMPANY FOR A PERIOD OF FIVE CONSECUTIVE YEARS AND FIX THEIR REMUNERATION.

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	22	2282291	35	673361	57	2955652	100.00
Voted against the resolution	0	0	0	0	0	0	0.00
Total	22	2282291	35	673361	57	2955652	100
Invalid Votes		NIL		04			04



SPECIAL BUSINESS**Item No. 4 - Ordinary Resolution****RE-APPOINTMENT OF MR. ARUN JAIN AS WHOLE TIME DIRECTOR OF THE COMPANY.**

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	21	2282041	35	673361	56	2955402	99.99
Voted against the resolution	1	250	0	0	1	250	0.01
Total	22	2282291	35	673361	57	2955652	100
Invalid Votes		NIL		04			04

Item No. 5 - Ordinary Resolution**RE-APPOINTMENT OF MR. MANISH JAIN AS WHOLE TIME DIRECTOR OF THE COMPANY.**

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	21	2282041	35	673361	56	2955402	99.99
Voted against the resolution	1	250	0	0	1	250	0.01
Total	22	2282291	35	673361	57	2955652	100
Invalid Votes		NIL		04			04

Item No. 6 - Ordinary Resolution**RE-APPOINTMENT OF MR. PANKAJ JAIN AS WHOLE TIME DIRECTOR OF THE COMPANY.**

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	21	2282041	35	673361	56	2955402	99.99
Voted against the resolution	1	250	0	0	1	250	0.01
Total	22	2282291	35	673361	57	2955652	100
Invalid Votes		NIL		04			04



Item No. 7 - Ordinary Resolution

RE-APPOINTMENT OF MR. NEERAJ JAIN AS WHOLE TIME DIRECTOR OF THE COMPANY.

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	21	2282041	35	673361	56	2955402	99.99
Voted against the resolution	1	250	0	0	1	250	0.01
Total	22	2282291	35	673361	57	2955652	100
Invalid Votes		NIL		04			04

Item No. 8 - Special Resolution

RE-APPOINTMENT OF MS. NISHA PAUL AS INDEPENDENT DIRECTOR OF THE COMPANY.

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	21	2282041	35	673361	56	2955402	99.99
Voted against the resolution	1	250	0	0	1	250	0.01
Total	22	2282291	35	673361	57	2955652	100
Invalid Votes		NIL		04			04

Item No. 9 - Special Resolution

RE-APPOINTMENT OF SHRI MAHAVIR PRASAD GUTPA AS INDEPENDENT DIRECTOR OF THE COMPANY.

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	21	2282041	35	673361	56	2955402	99.99
Voted against the resolution	1	250	0	0	1	250	0.01
Total	22	2282291	35	673361	57	2955652	100
Invalid Votes		NIL		04			04



Item No. 10 - Special Resolution

RE-APPOINTMENT OF SHRI SUNIL KUMAR JAIN AS INDEPENDENT DIRECTOR OF THE COMPANY.

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	21	2282041	35	673361	56	2955402	99.99
Voted against the resolution	1	250	0	0	1	250	0.01
Total	22	2282291	35	673361	57	2955652	100
Invalid Votes		NIL		04			04

Item No. 11 - Special Resolution

RE-APPOINTMENT OF SHRI MOHAN LAL MANGALA AS INDEPENDENT DIRECTOR OF THE COMPANY.

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	21	2282041	35	673361	56	2955402	99.99
Voted against the resolution	1	250	0	0	1	250	0.01
Total	22	2282291	35	673361	57	2955652	100
Invalid Votes		NIL		04			04

Item No. 12 - Special Resolution

RE-APPOINTMENT OF SHRI VIJENDER KUMAR JAIN AS INDEPENDENT DIRECTOR OF THE COMPANY.

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	21	2282041	35	673361	56	2955402	99.99
Voted against the resolution	1	250	0	0	1	250	0.01
Total	22	2282291	35	673361	57	2955652	100
Invalid Votes		NIL		04			04



Item No. 13 - Special Resolution

RE-APPOINTMENT OF SHRI VIJAY KUMAR SOOD AS INDEPENDENT DIRECTOR

	Remote e-voting		Voting at the AGM venue		Total Members who voted	Total Shares
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast		
Voted in favour of the resolution	21	2282041	35	673361	56	
Voted against the resolution	1	250	0	0	1	250
Total	22	2282291	35	673361	57	2955652
Invalid Votes		NIL		04		

All the Resolutions stand passed under e-voting and poll with the requisite majority.

I hereby confirm that I am maintaining the registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-voting and poll by the shareholders of the Company.

The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company, authorised by the Board for safe keeping.

Thanking you
Yours Sincerely



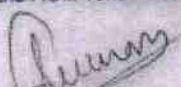

RAVI SHARMA
SCRUTINIZER C. P. NO. 3658
PARTNER, RSM & CO., COMPANY SECRETARIES,
NEW DELHI

Date : 29.09.2017
Place : New Delhi


Signed by Shri. **DEVINDER KUMAR JAIN**
Chairman of the Meeting
Or Authorized representative of Chairman of the meeting



We the undersigned have witnessed that the votes cast through remote e-voting and voting through ballot at the AGM venue were unblocked in our presence on 29th September, 2017 at 11.50 A.M


Name: Ms. Suman Pandey
Address: D-63, JFF Complex,
Jhandewalan, New Delhi 110055


Name: Mr. Amit Sharma
Address: D-63, JFF Complex,
Jhandewalan, New Delhi 110055

Item No. 13 - Special Resolution

RE-APPOINTMENT OF SHRI VIJAY KUMAR SOOD AS INDEPENDENT DIRECTOR OF THE COMPANY.

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	21	2282041	35	673381	56	2955402	99.99
Voted against the resolution	1	250	0	0	1	250	0.01
Total	22	2282291	35	673381	57	2955652	100
Invalid Votes		NIL		04			04

All the Resolutions stand passed under e-voting and poll with the requisite majority.

I hereby confirm that I am maintaining the registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-voting and poll by the shareholders of the Company.


The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company, authorised by the Board for safe keeping.

Thanking you
Yours Sincerely





RAVI SHARMA
SCRUTINIZER C. P. NO. 3656
PARTNER, RSM & CO., COMPANY SECRETARIES,
NEW DELHI

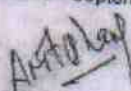
Date : 29.09.2017
Place : New Delhi


Signed by Shri. **DEVINDER KUMAR JAIN**
Chairman of the Meeting
Or Authorized representative of Chairman of the meeting



We the undersigned have witnessed that the votes cast through remote e-voting and voting through ballot at the AGM venue were unblocked in our presence on 29th September, 2017 at 11.50 A.M


Name: Ms. Surina Pandey
Address: D-43, JFF Complex,
Jhandewalan, New Delhi 110055


Name: Mr. Amit Sharma
Address: D-63, JFF Complex,
Jhandewalan, New Delhi 110055