

REPORT OF SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3) (xi) of the Companies (Management and Administration) Rules, 2014)

To
The Chairperson and Managing Director,
Asiatic Oxygen Limited,
8, B.B.D Bag (East),
Kolkata-700 001.

1. I, Kedarashish Bapat, practicing Chartered Accountant and partner of S.B.Dandeker & Co, Chartered Accountants, P-36, India Exchange Place, Kolkata-700 001, have been appointed as scrutinizer by the Board of Directors of Asiatic Oxygen Limited, ('the Company') for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provision of section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 on the 7 resolutions contained in the notice convening the 52nd Annual General Meeting of the members of the Company, to be held at 11.00 AM on Wednesday, the 24th day of September 2014 at registered office of the Company at 8 B.B.D.Bag (East), Kolkata-700001.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the notice to the AGM of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's Report of the votes cast "in favour "or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities, engaged by the company.
3. Further to the above, I submit my report as under
 - (i) The e-voting period opened at 9.00 AM on 17th September 2014 and closed on 6.00 PM on 19th September 2014.
 - (ii) The members of the company holding shares as on 16th August,2014 were entitled to vote on the resolutions (items no.1 to7) as set out in the notice convening the 52nd Annual General Meeting of the Company.

- (iii) The votes cast were unblocked and finalized at 3.30 PM on 22nd September 2014 in the presence of Mr. Gautam Dutta and Mrs. Shikha Mukherjee, who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked / finalized in their presence.

Gautam Dutta

Mr. Gautam Dutta

Shikha Mukherjee

Mrs. Shikha Mukherjee

- (iv) The e-voting results with details of equity shareholders who have voted in favour of the Resolutions or against the Resolutions and those who have abstained from voting were downloaded from the e-voting website of National Securities depository Limited (NSDL) i.e (<https://www.evoting.nsdl.com>)

The summary of the e-voting for each of the resolution is given below:-

Resolution No:	1
Nature of Resolution:	Ordinary Resolution
Subject Matter:	Adoption of Audited Statement of Profit and Loss, Balance Sheet, Report of Board of Directors and Auditors for the year ended 31st March 2014

Number of Members Voting Through Electronic System	Assent (for)		Dissent (against)	
	Number of votes cast by them	% of total number of valid votes cast	Number of votes cast by them	% of total number of valid votes cast
32	1607018	100	0	0

Resolution No	2
Nature of Resolution	Ordinary Resolution
Subject Matter	Re-appointment of Mr. Ajay Kumar Kanoria who retires by rotation

Number of Members Voting Through Electronic System	Assent (for)		Dissent (against)	
	Number of votes cast by them	% of total number of valid votes cast	Number of votes cast by them	% of total number of valid votes cast
32	1607018	100	0	0

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Resolution No	3
Nature of Resolution	Ordinary Resolution
Subject Matter	Re-appointment of Auditors and fixing of their remuneration

Number of Members Voting Through Electronic System	Assent (for)		Dissent (against)	
	Number of votes cast by them	% of total number of valid votes cast	Number of votes cast by them	% of total number of valid votes cast
32	1607018	100	0	0

Resolution No	4
Nature of Resolution	Special Resolution
Subject Matter	Special resolution under section 188 of the Companies Act,2013 to enter into leave and License agreement between the Company and Smt. Vandana Ajay Kanoria, for renting of Alibaug bungalow for use as holiday home for the whole time director and employees of the company in Maharashtra

Number of Members Voting Through Electronic System	Assent (for)		Dissent (against)	
	Number of votes cast by them	% of total number of valid votes cast	Number of votes cast by them	% of total number of valid votes cast
32	1607018	100	0	0

Resolution No	5
Nature of Resolution	Ordinary Resolution
Subject Matter	Appointment of Mr. Arun Kumar Dalmia as an Independent Director

Number of Members Voting Through Electronic System	Assent (for)		Dissent (against)	
	Number of votes cast by them	% of total number of valid votes cast	Number of votes cast by them	% of total number of valid votes cast
32	1607018	100	0	0

Resolution No	6
Nature of Resolution	Ordinary Resolution
Subject Matter	Appointment of Mr. Levi Asher Rubens as an Independent Director

Number of Members Voting Through Electronic System	Assent (for)		Dissent (against)	
	Number of votes cast by them	% of total number of valid votes cast	Number of votes cast by them	% of total number of valid votes cast
32	1607018	100	0	0

Resolution No	7
Nature of Resolution	Ordinary Resolution
Subject Matter	Appointment of Mr. Pawankumar Ramprasad Rungta as an Independent Director

Number of Members Voting Through Electronic System	Assent (for)		Dissent (against)	
	Number of votes cast by them	% of total number of valid votes cast	Number of votes cast by them	% of total number of valid votes cast
32	1607018	100	0	0

The Registers, all other papers and relevant records relating to e-voting shall remain in my safe custody until the chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same shall be handed over to the Company Secretary of the Company for safe keeping.

Thanking You,
Yours faithfully



Kedarashish Bapat
Practicing Chartered Accountant
Membership No. 057903

Place : Kolkata
Date : 22.09.14

REPORT OF SCRUTINIZER

(Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014)

To
The Chairperson and Managing Director,
Asiatic Oxygen Limited,
8, B.B.D Bag (East),
Kolkata-700 001.

I, Kedarashish Bapat, practicing Chartered Accountant and partner of S.B.Dandeker & Co, Chartered Accountants, P-36, India Exchange Place, Kolkata-700 001, appointed as scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 52nd Annual General Meeting of Equity Shareholders of **Asiatic Oxygen Limited** held on Wednesday the 24th of September, 2014 at 11.00 a.m, at registered office of the Company at 8 B.B.D.Bag (East), Kolkata-700001. I submit my report as under:

1. After the time fixed for closing of the poll by the Chairperson and Managing Director, one 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 in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
3. The poll papers, which were incomplete and /or which were otherwise found defective have been treated as invalid and kept separately.



4. The results of poll is as under:

Resolution No:	1
Nature of Resolution:	Ordinary Resolution
Subject Matter:	Adoption of Audited Statement of Profit and Loss, Balance Sheet, Report of Board of Directors and Auditors for the year ended 31st March 2014

Number of Members who voted (in person or by proxy)	Assent (for)		Dissent (against)	
	Number of votes cast by them	% of total number of valid votes cast	Number of votes cast by them	% of total number of valid votes cast
7	31	100.00	0	0.00

Resolution No	2
Nature of Resolution	Ordinary Resolution
Subject Matter	Re-appointment of Mr. Ajay Kumar Kanoria who retires by rotation

Number of Members who voted (in person or by proxy)	Assent (for)		Dissent (against)	
	Number of votes cast by them	% of total number of valid votes cast	Number of votes cast by them	% of total number of valid votes cast
7	31	100.00	0	0.00

Resolution No	3
Nature of Resolution	Ordinary Resolution
Subject Matter	Re-appointment of Auditors and fixing of their remuneration

Number of Members who voted (in person or by proxy)	Assent (for)		Dissent (against)	
	Number of votes cast by them	% of total number of valid votes cast	Number of votes cast by them	% of total number of valid votes cast
7	31	100.00	0	0.00



Resolution No	4
Nature of Resolution	Special Resolution
Subject Matter	Special Resolution under section 188 of the Companies Act,2013 to enter into leave and License agreement between the Company and Smt. Vandana Ajay Kanoria, for renting of Alibaug bungalow for use as holiday home for the whole time director and employees of the company in Maharashtra

Number of Members who voted (in person or by proxy)	Assent (for)		Dissent (against)	
	Number of votes cast by them	% of total number of valid votes cast	Number of votes cast by them	% of total number of valid votes cast
7	31	100.00	0	0.00

Resolution No	5
Nature of Resolution	Ordinary Resolution
Subject Matter	Appointment of Mr. Arun Kumar Dalmia as an Independent Director

Number of Members who voted (in person or by proxy)	Assent (for)		Dissent (against)	
	Number of votes cast by them	% of total number of valid votes cast	Number of votes cast by them	% of total number of valid votes cast
7	31	100.00	0	0.00

Resolution No	6
Nature of Resolution	Ordinary Resolution
Subject Matter	Appointment of Mr. Levi Asher Rubens as an Independent Director

Number of Members who voted (in person or by proxy)	Assent (for)		Dissent (against)	
	Number of votes cast by them	% of total number of valid votes cast	Number of votes cast by them	% of total number of valid votes cast
7	31	100.00	0	0.00

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Resolution No	7
Nature of Resolution	Ordinary Resolution
Subject Matter	Appointment of Mr. Pawankumar Ramprasad Rungta as an Independent Director

Number of Members who voted (in person or by proxy)	Assent (for)		Dissent (against)	
	Number of votes cast by them	% of total number of valid votes cast	Number of votes cast by them	% of total number of valid votes cast
7	31	100.00	0	0.00

5. A file containing list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company for safe keeping.

Thanking You,
Yours faithfully



Kedarashish Bapat
Practicing Chartered Accountant
Membership No. 057903

Place : Kolkata

Date : 24th September 2014