

PRITHWIJIT GANGOPADHYAY (ADVOCATE)

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SCRUTINIZER'S REPORT

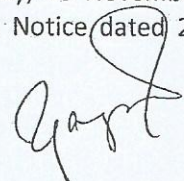
[Pursuant to Section 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management & Administration) Rules, 2014]

5 January 2017

The Chairman
Albert David Limited
15, Chittaranjan Avenue
Kolkata 700 072.

Report to the Chairman of Albert David Limited ("the Company") on results of remote e-voting and ballot voting conducted on the resolutions contained in the notice dated 25 November 2016, through postal ballot.

1. In terms of the provisions of Section 110 of the Companies Act, 2013 (the "Act") read with Rules 20 and 22 of the Companies (Management & Administration) Rules, 2014 (the "Rules"), I was appointed as a Scrutinizer by the Company for the purposes of scrutinizing the voting process and ascertaining the requisite majority on voting carried out on the resolutions contained in the Notice dated 25 November 2016.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules relating to voting through electronic means on the resolutions contained in the Notice dated 25 November 2016. My responsibility as a Scrutinizer for the voting process is restricted to make a report of the votes cast "in favour" and "against" the resolutions based on the reports generated by Central Depository Services (India) Limited ("CDSL"), the authorized agency to provide remote e-voting facilities engaged by the Company and based on the counting of physical ballots received.
3. Further to the above, I submit my report on the results of e-voting as well as the physical ballots as under:
 - (i) The e-voting period remained open from Tuesday, 6 December 2016 (10:00 A.M.) to Wednesday, 4 January 2017 (5:00 P.M.).
 - (ii) The members of the Company as on the "cut-off date", i.e. Friday, 25 November 2016 were entitled to vote on the resolutions as set out in the Notice dated 25 November 2016.

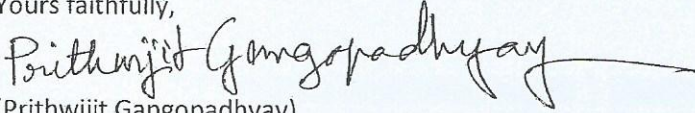


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- (iii) The votes cast were unlocked on Wednesday, 4 January 2017 in the presence of two witnesses, Ms. Nikita Bhuwania and Ms. Aritri Roy Chowdhury, neither of whom are in employment of the Company.
- (iv) Based on the report generated from CDSL's e-voting website <https://www.evotingindia.com> and valid ballots physically counted by me, the results of voting in respect of each of the resolutions contained in the Notice dated 25 November 2016 are enclosed as an Annexure which forms an integral part of this report.
- (v) A "compact disc" containing a list of equity shareholders who voted "FOR" and "AGAINST" and those votes which were declared invalid for each resolution are enclosed.
- (vi) The electronic data along with the postal ballots and all other relevant records relating to the e-voting and the postal ballot received is under my safe custody and will be handed over to the company secretary for preserving safely.

Yours faithfully,


(Prithwjit Gangopadhyay)

Encl: as above.

For ALBERT DAVID LIMITED


H. P. KABRA
EXECUTIVE DIRECTOR

Annexure

Item no.1

Type of Resolution: Special Resolution

Adoption of new set of Articles of Association of the Company pursuant to the Companies Act, 2013

(I) Voted in favour of the Resolution

	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Electronic (e-voting)	19	3476458	99.91
Physical	60	3038	0.09
Total	79	3479496	100

(II) Voted against the Resolution

	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Electronic (e-voting)	2	2	0
Physical	4	17	0
Total	6	19	0

(III) Invalid Votes – None

Item no.2

Type of Resolution: Special Resolution

To Amendments to the Objects Clause of the Memorandum of Association of the Company

(I) Voted in favour of the Resolution

	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Electronic (e-voting)	18	3476208	99.90
Physical	59	3039	0.09
Total	77	3479247	99.99

(II) Voted against the Resolution

	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Electronic (e-voting)	3	252	0.01
Physical	5	16	0
Total	8	268	0.01

(III) Invalid Votes – None



[Signature]
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Item no.3

Type of Resolution: Special Resolution

Authorization to the Board of Directors to make loan(s), give guarantee(s), provide security(ies) or make investment(s) in excess of the prescribed limit under Section 186 of the Companies Act, 2013

(I) Voted in favour of the Resolution

	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Electronic (e-voting)	18	3476208	99.90
Physical	58	3034	0.09
Total	76	3479242	99.99

(II) Voted against the Resolution

	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Electronic (e-voting)	3	252	0.01
Physical	6	21	0
Total	9	273	0.01

(III) Invalid Votes – None

Date: 5 January 2017

Place: Kolkata

We the undersigned have witnessed that the votes were unlocked from CDSLs e-voting website and ballot votes were counted in our presence on Wednesday, 4 January 2017.

Nikita Bhuwania
Nikita Bhuwania
1B, Old Post Office Street
Kolkata 700 001

Aritri Roy Chowdhury
Aritri Roy Chowdhury
1B, Old Post Office Street
Kolkata 700 001

For ALBERT DAVID LIMITED

H. P. Kabra
H. P. KABRA
EXECUTIVE DIRECTOR