

S.S.RISBUD & CO.

Company Secretaries

303, Sai Anand, Subhash Nagar, Chendani Koliwada, Mith Bunder Road, Thane (E)-400 603
Ph No: 022 25328047 Email: sanjayrisbud@yahoo.com

Scrutinizer's Report - Combined

To,

The Chairman of 26th Annual General Meeting of the members of NEELKANTH ROCK-MINERALS LIMITED (the Company) to be held on the 26th day of September, 2014 at 10.00 A.M. at 322, 3rd Floor, Ahura Centre 82, Mahakali Caves Road, Andheri (East)-Mumbai- 400093

Dear Sir,

1. I, Sanjay S. Risbud, Company Secretary in practice, have been appointed as a Scrutinizer by the Board of Directors of NEELKANTH ROCK-MINERALS LIMITED (the Company) for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules).
2. I have issued separate Scrutinizer's Report dated 25th, September, 2014 on the e-voting.
3. I have also been appointed as Scrutinizer by the Chairman of the Annual General Meeting (AGM) on poll under the provisions of Section 109 of the 2013 Act read with Rule 21 of Rules, on the resolutions contained in the notice to the 26th Annual General Meeting (AGM) of the members of the Company, held on the 26th, September, 2014 at 322, 3rd Floor, Ahura Centre 82, Mahakali Caves Road, Andheri (East)-Mumbai- 40009. **However, no polling was demanded by the Shareholders in the Annual General Meeting held on 26th, September 2014.**
4. I have not issued separate Scrutinizer's Report on the poll on the resolutions contained in the notice to the AGM as no poll was conducted in the Annual General Meeting held on 26th, September, 2014. As requested by the management, I submit herewith my combined report based on the result of e-voting only which is as under:-



Item No. of notice	Votes in favour of the resolution		Votes against the resolution		Invalid votes	Not Voted
	No. of Shares	% of total number of valid votes cast (Favour & Against)	No. of shares	% of total number of valid votes cast (Favour & Against)	No. of shares	No. of cases
1. Adoption of Audited Accounts (Ordinary Resolution)	2459182	100%	0	0	0	0
2. Reappointment of Mr. Rajendra Abani who retires by rotation (Ordinary Resolution)	2458182	99.9593%	1000	0.0407%	0	0
3. Appointment of M/s Maheshwari & Jain, Chartered Accountants as the Auditors of the Company and fixing their remuneration (Ordinary Resolution)	2459182	100%	0	0	0	0



5. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting & poll on the resolutions contained in the notice to the 26th Annual General Meeting (AGM) of the members of the company. My responsibility as scrutinizer for the e-voting process and for poll at the AGM is restricted to make Scrutinizer 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 CSDL, the authorized agency engaged by the company to provide e-voting facilities for e-voting & Universal Capital Securities Pvt Ltd (Registrar & Share Transfer Agent) also present at the AGM.

Thanking You,

Yours faithfully,

A handwritten signature in black ink, appearing to read 'S. Risbud', is written over a circular stamp. The stamp contains the text 'S. S. RISBUD' at the top and 'PRACTICING COMPANY SECRETARY' at the bottom.

Sanjay S. Risbud
Scrutinizer
Practicing Company Secretary
C.P. No.5117

Place: Mumbai
Date: 26.09.2014

Shantilal Kwar
Chairman & Director
Neelkanth Rock-Minerals Limited
DIN: 00372240

Place: Mumbai
Date: 26.09.2014