

Dilip Bharadiya
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Proprietor

DILIP BHARADIYA & ASSOCIATES

COMPANY SECRETARIES

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Report of Scrutinizer on E-Voting Process

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

To,
The Chairman
Mr. Pradeep Malu
iStreet Network Limited
513 Palm Spring
New Link Road,
Malad West, Mumbai – 400064.

Sir,

SUB: Scrutinizer's Report on E-Voting Process conducted Pursuant to the provisions of Section 108 of the Companies Act, 2013 ['the Act'] read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("as amended")

Pursuant to the Resolution passed by the Board of Directors of **iStreet Network Limited** (hereinafter referred to as "**ISNL**"/"**Company**") on 17th August, 2015, I, Dilip Bharadiya, Company Secretary in Practice, have been appointed as the Scrutinizer for the e-voting process as mentioned under **Sub Rule 4(ix) of the Rule 20 of Companies (Management and Administration) Rules 2014 ("as amended")** ("said Rule 20") in respect of the **28th Annual General Meeting of the Company held on September 23, 2015 ("said AGM")**. I confirm that I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the SEBI circular **CIR/CFD/POLICY CELL/2/2014** dated April 17, 2014 amending clause 35B of the Listing Agreement issued in this regard.

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 for the Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to ensure that the e-voting process is conducted in a fair and transparent manner and 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 the National Securities Depository India Limited (NSDL), the authorized agency to provide e-voting facilities, engaged by the Company.

The notice dated 17th August, 2015 convening the Twenty Eighth Annual General Meeting of the Company to be held on 23rd September, 2015 along with the statement setting out material facts under section 102 of the Companies Act, 2013 were sent to the members of the Company.

The members of the Company holding shares on the record date of 16th September, 2015 were entitled to vote on the resolutions proposed as set out in the notice of Annual General Meeting.

In this regard, I submit my report as under:



The e-voting period remained open from Saturday, 19th September, 2015 (9.00 am) to Tuesday, 22nd September, 2015 (5.00 pm).

At the end of the e-voting period, I have unblocked the electronic votes in the presence of two witnesses not in the employment of the Company.

The details containing list of shareholders who voted for or against each of the resolutions that were put to vote were downloaded from the e-voting website of NSDL (www.evoting.nsdl.com).

Pursuant to clause 35B of the Listing Agreement entered by the Company, the Company has also provided facility of voting through the physical ballot form to those members who do not have access to the e-voting facility. The physical ballot forms received by the Company were kept in my safe custody. Our report includes the result of voting through the physical ballot forms in addition to votes casted through e-voting website of NSDL by the eligible shareholders.

We have scrutinized the votes casted through electronic means and also through physical ballot forms for the purpose of this report.

The particulars of all the electronic votes casted by the members through e-voting process and votes casted by the members through physical ballot forms have been recorded in a register separately maintained for the purpose.

The result of the voting is as per annexure attached herewith.

The Register, all other papers and relevant records relating to voting shall remain in our custody until the Chairman considers, approves and signs the minutes of aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe custody.

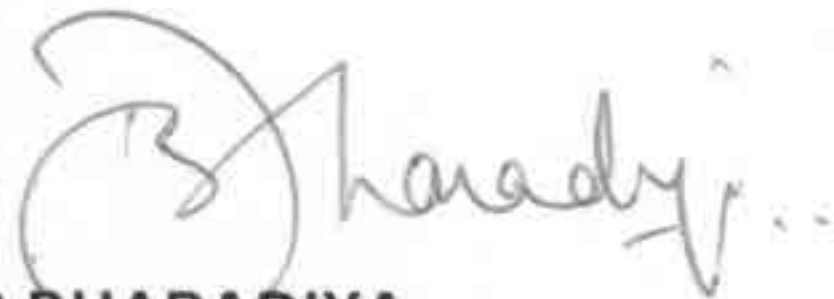
Recommendation:

All the resolutions having secured requisite majority of votes, the respective resolutions may be considered to have been passed. The Chairman of the 28th Annual General Meeting may accordingly declare the result of voting.

Thanking you,

Yours truly,

for **DILIP BHARADIYA & ASSOCIATES**



DILIP BHARADIYA
F.C.S.7956 C.P.6740



Place: Mumbai

Date: 25th September, 2015

Annexure to Scrutinizer's Report

The result of the E-voting are as under:

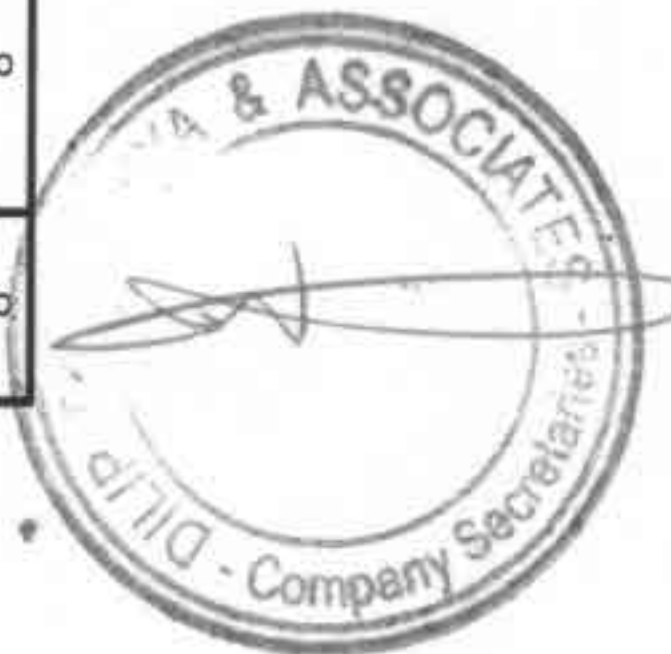
Sr. No.	Reso. No./ Item No.	Agenda Item	Type of Resolution	Valid Votes						Invalid Votes	
				Voted in favour (Assent)			Voted against (Dissent)			No. of members	No. of votes casted
				No. of members voted	No. of votes casted	% of valid votes	No. of members voted	No. of votes casted	% of valid votes		
1	1	Adoption of Audited Financial Statements for the year ended 31st March, 2015	Ordinary	6	11560249	100.00%	0	0	0.00%	0	0
2	2	Re-appointment of Mr. Pradeep Malu who retires by rotation	Ordinary	3	7075624	100.00%	0	0	0.00%	1	100000
3	3	Appointment of M/s Jhavar Mantri and Associates, Chartered Accountants, as Statutory Auditors and fixing their remuneration	Ordinary	6	11560249	100.00%	0	0	0.00%	0	0
4	4	Regularisation of Ms. Meethu Malu as Director of the Company	Ordinary	3	7075624	100.00%	0	0	0.00%	0	0
5	5	Appointment of Mr. Naval Choudhary as an Independent Director	Ordinary	6	11560249	100.00%	0	0	0.00%	0	0
6	6	To approve the material related party transactions with iStreet Bazaar Private Limited, Subsidiary of the Company	Ordinary	3	7075624	100.00%	0	0	0.00%	0	0
7	7	To approve the material related party transactions with Inovent Solutions Limited	Ordinary	2	99	100.00%	0	0	0.00%	0	0
8	8	Revision in remuneration of Managing Director	Special	1	4	4.04%	1	95	95.96%	0	0



Annexure to Scrutinizer's Report

The results of the Poll are as under:

Sr. No.	Reso. No./ Item No.	Agenda Item	Type of Resolution	Valid Votes				Invalid Votes	
				Voted in favour (Assent)		Voted against (Dissent)		No. of members	No. of votes casted
				No. of members voted	No. of votes casted	% of valid votes	No. of members voted	No. of votes casted	% of valid votes
1	1	Adoption of Audited Financial Statements for the year ended 31st March, 2015	Ordinary	20	3106312	100.00%	0	0	0.00%
2	2	Re-appointment of Mr. Pradeep Malu who retires by rotation	Ordinary	20	3106312	100.00%	0	0	0.00%
3	3	Appointment of M/s Jhwar Mantri and Associates, Chartered Accountants, as Statutory Auditors and fixing their remuneration	Ordinary	20	3106312	100.00%	0	0	0.00%
4	4	Regularisation of Ms. Meethu Malu as Director of the Company	Ordinary	20	3106312	100.00%	0	0	0.00%
5	5	Appointment of Mr. Naval Choudhary as an Independent Director	Ordinary	20	3106312	100.00%	0	0	0.00%
6	6	To approve the material related party transactions with iStreet Bazaar Private Limited, Subsidiary of the Company	Ordinary	20	3106312	100.00%	0	0	0.00%
7	7	To approve the material related party transactions with Inovent Solutions Limited	Ordinary	20	3106312	100.00%	0	0	0.00%
8	8	Revision in remuneration of Managing Director	Special	20	3106312	100.00%	0	0	0.00%



Annexure to Scrutinizer's Report

The result of the E-voting together with the Poll are as under:

Sr. No.	Reso. No./ Item No.	Agenda Item	Type of Resolution	Valid Votes			Invalid Votes				
				Voted in favour (Assent)		Voted against (Dissent)		Invalid Votes			
				No. of members voted	No. of votes casted	% of valid votes	No. of members voted	No. of votes casted	% of valid votes	No. of members	No. of votes casted
1	1	Adoption of Audited Financial Statements for the year ended 31st March, 2015	Ordinary	26	14666561	100.00%	0	0	0.00%	0	0
2	2	Re-appointment of Mr. Pradeep Malu who retires by rotation	Ordinary	23	10181936	100.00%	0	0	0.00%	1	100000
3	3	Appointment of M/s Jhavar Mantri and Associates, Chartered Accountants, as Statutory Auditors and fixing their remuneration	Ordinary	26	14666561	100.00%	0	0	0.00%	0	0
4	4	Regularisation of Ms. Meethu Malu as Director of the Company	Ordinary	23	10181936	100.00%	0	0	0.00%	0	0
5	5	Appointment of Mr. Naval Choudhary as an Independent Director	Ordinary	26	14666561	100.00%	0	0	0.00%	0	0
6	6	To approve the material related party transactions with iStreet Bazaar Private Limited, Subsidiary of the Company	Ordinary	23	10181936	100.00%	0	0	0.00%	0	0
7	7	To approve the material related party transactions with Inovent Solutions Limited	Ordinary	22	3106411	100.00%	0	0	0.00%	0	0
8	8	Revision in remuneration of Managing Director	Special	21	3106316	99.99%	1	95	0.01%	0	0

