

SCRUTINIZER'S REPORT

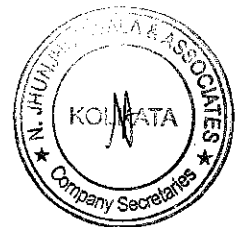
[Pursuant to section 108 of the Companies Act, 2013 and rule 20(3) (xi) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Star Ferro and Cement Limited
Vill: Lumshnong, PO: Khaliehriat,
Dist.: Jaintia Hills (E),
Meghalaya – 793210

E-voting for the 4th Annual General Meeting of Star Ferro and Cement Limited to be held on Saturday, 20th September, 2014 at 11:00 AM at "Star Club", Vill: Lumshnong, PO: Khaliehriat, Dist.: East Jaintia Hills, Meghalaya - 793210

I, Navneet Jhunjhunwala, Proprietor of M/s N.Jhunjhunwala & Associates, Practicing Company Secretary, appointed by the Board of Directors of **Star Ferro and Cement Limited** (the Company) to act as the Scrutinizer in terms of the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the electronic voting process in respect of the Resolutions proposed at the 4th Annual General Meeting of the Company, do hereby submit my report as follows;

1. The e-voting services were provided by National Securities Depository Limited (NSDL).
2. Voting rights were reckoned on the shares registered in the names of the Members as on Friday, 8th August, 2014.
3. The period for e-voting had begun at 09.00 a.m. on Sunday 14th September, 2014 and ended at 05.00 p.m. on Tuesday, 16th September, 2014.
4. The votes cast were unblocked on Tuesday, 16th September, 2014 at 9.00 p.m. in the presence of 2 witnesses, Mr. Shiva Mehra and Mr. Sanat Ray, who are not in the employment of the Company.
5. Based on the reports generated from NSDL's e-voting website <https://www.evoting.nsdl.com>, the results of e-voting are as under:



Ordinary Businesses:

Item no. 1 – Ordinary Resolution to receive, consider and adopt the Audited Balance Sheet as at 31st March, 2014 and Statement of Profit and Loss for the year on that date together with the Reports of Directors and Auditors thereon.

	No. of Members who voted	Number of votes cast	% of total number of votes cast
Voted in favour of the resolution	73	195837342	100.00%
Voted against the resolution	3	46	Negligible
Invalid votes	Nil	Nil	Nil

Item no. 2 – Ordinary Resolution to appoint a director in place of Mr. Sajjan Bhajanka (DIN:00246043), who retires by rotation and being eligible, offers himself for re-appointment.

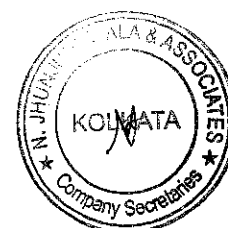
	No. of Members who voted	Number of votes cast	% of total number of votes cast
Voted in favour of the resolution	65	158961767	100.00%
Voted against the resolution	3	46	Negligible
Invalid votes	Nil	Nil	Nil

Item no. 3 – Ordinary Resolution to re-appoint M/s Kailash B. Goel & Co., Chartered Accountants, Kolkata, as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting on such remuneration as may be fixed by the Board of Directors of the Company.

	No. of Members who voted	Number of votes cast	% of total number of votes cast
Voted in favour of the resolution	73	195837342	100.00%
Voted against the resolution	3	46	Negligible
Invalid votes	Nil	Nil	Nil

Special Businesses:

Item no. 4 – Ordinary Resolution for Appointment of Mr. Mangilal Jain as Independent Director of the Company under the provisions of Section 149 of the Companies Act 2013.



	No. of Members who voted	Number of votes cast	% of total number of votes cast
Voted in favour of the resolution	71	192546138	100.00%
Voted against the resolution	3	46	Negligible
Invalid votes	Nil	Nil	Nil

Item no. 5 – Ordinary Resolution for Appointment of Mr. Manindra Nath Banerjee as Independent Director of the Company under the provisions of Section 149 of the Companies Act 2013.

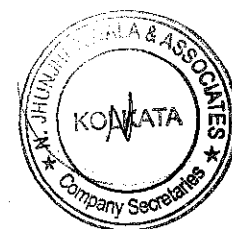
	No. of Members who voted	Number of votes cast	% of total number of votes cast
Voted in favour of the resolution	73	195837342	100.00%
Voted against the resolution	3	46	Negligible
Invalid votes	Nil	Nil	Nil

Item no. 6 – Ordinary Resolution for Appointment of Mr. Santanu Ray as Independent Director of the Company under the provisions of Section 149 of the Companies Act 2013.

	No. of Members who voted	Number of votes cast	% of total number of votes cast
Voted in favour of the resolution	73	195837342	100.00%
Voted against the resolution	3	46	Negligible
Invalid votes	Nil	Nil	Nil

Item no. 7 – Ordinary Resolution for Appointment of Mrs. Plistina Dkhar as Independent Director of the Company under the provisions of Section 149 of the Companies Act 2013.

	No. of Members who voted	Number of votes cast	% of total number of votes cast
Voted in favour of the resolution	73	195837342	100.00%
Voted against the resolution	3	46	Negligible
Invalid votes	Nil	Nil	Nil



Item no. 8 – Ordinary Resolution for Fixation of remuneration of Cost Auditors for the Financial Year 2014-15.

	No. of Member who voted	Number of votes cast	% of total number of votes cast
Voted in favour of the resolution	71	192419754	100.00%
Voted against the resolution	3	46	Negligible
Invalid votes	Nil	Nil	Nil

Item no. 9 – Ordinary Resolution for Authorisation to the Board to borrow up to an amount not exceeding ` 500 crores.

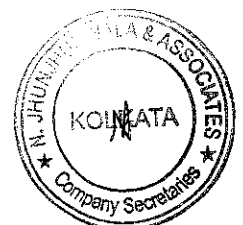
	No. of Member who voted	Number of votes cast	% of total number of votes cast
Voted in favour of the resolution	69	192646487	99.87%
Voted against the resolution	6	252997	00.13%
Invalid votes	Nil	Nil	Nil

Item no. 10 – Special Resolution -for giving Authorization to the Board to mortgage, hypothecate or create charge on Company assets.

	No. of Member who voted	Number of votes cast	% of total number of votes cast
Voted in favour of the resolution	70	195584391	99.87%
Voted against the resolution	6	252997	00.13%
Invalid votes	Nil	Nil	Nil

Item no. 11 – Special Resolution for keeping registers books of accounts and other statutory documents at a place other than registered office of the Company.

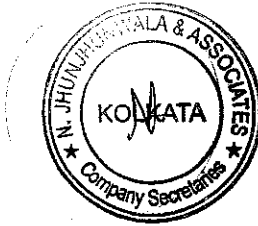
	No. of Member who voted	Number of votes cast	% of total number of votes cast
Voted in favour of the resolution	73	195837342	100.00%
Voted against the resolution	3	46	Negligible
Invalid votes	Nil	Nil	Nil



Item no. 12 – Special Resolution – Increase in limits of investments in other bodies corporate under section 186 of the Companies Act, 2013

	No. of Member who voted	Number of votes cast	% of total number of votes cast
Voted in favour of the resolution	70	195584391	100.00%
Voted against the resolution	3	46	Negligible
Invalid votes	Nil	Nil	Nil

Thanking You,



Yours Faithfully

Navneet Jhunjhunwala
Company Secretary
Membership No.: 6397
COP No.: 5184

Date: September 16, 2014

Place: Kolkata

We, the undersigned, have witnessed that the votes were unblocked from NSDL's e-voting website <https://www.evoting.nsdl.com>, in our presence on Tuesday, September 16, 2014.

Name: Shiva Mehra
Address: 44, Garfa North Lake Road
Kolkata – 700 075,

Name: Sanat Ray
Address: 15, Sridhar Chakraborty Street
Hooghly – 712 258