

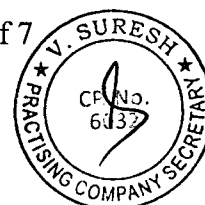


#28, 1st Floor, Ganapathy Colony, IIIrd Street, Teynampet, Chennai - 600 018.

SCRUTINIZER'S REPORT

Report to the Chairman of L&T Vrindavan Properties Limited, a Company incorporated under the Companies Act, 1956, and having its Registered Office at MOUNT POONAMALLEE ROAD, MANAPAKKAM, CHENNAI – 600 089, hereinafter referred to as “the Company”, on the E-voting conducted by the Company to pass three Special Resolutions as contained in the Notice dated **23rd May 2014**, for the Extraordinary General Meeting to be held on **30th May 2014**.

1. In terms of the provisions of Section 108 of the Companies Act, 2013 read with Chapter 20 of Companies (Management and Administration) Rules, 2014, I was appointed as a Scrutinizer by the Company on **18th April 2014** to conduct E-voting for passing of three Special Resolutions as contained in the Notice dated **23rd May 2014**.
2. In E-voting, members had to vote by logging on to www.evotingindia.com and following the procedure laid down in the notice dated **23rd May 2014**. The E-voting period commenced on May 28, 2014 from 9 AM and concluded on May 28, 2014 at 7 PM.
3. In terms of the aforesaid Notice, members were required to convey their assent or dissent, as the case may be, electronically on e-voting platform provided by CDSL, before



7 PM on May 28, 2014 in respect of Special Resolution(s) as set out therein.

4. Members' demographic details, their voting rights and voting pattern were provided by CDSL. The votes, if any, cast by a member(s) both in physical form and e-voting having been identified, in terms of the said Notice, votes cast through e-voting form were considered valid.
5. In the E-voting, 1,87,50,000 votes have been cast and all the votes were in favour of the three Special Resolutions as set in the notice. Based on this, I report that the three Special resolutions as contained in the said Notice have been passed unanimously.

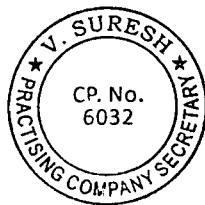
I have annexed with this Report, the details of e-voting and the analysis of the Results of the three Special Resolutions, as contained in the said Notice.



V Suresh

Practising Company Secretary

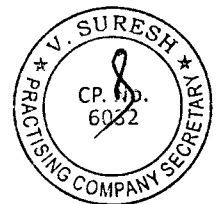
C.P. No. 6032



Annexure

Details of the E-voting

	E-Voting	
	Number of members who participated in e-voting	7

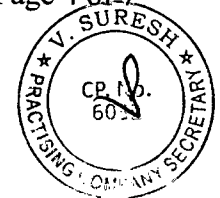


**Analysis of Results of Item No. 1 - Special Resolution pursuant to Section 180(1)(c) of the
Companies Act 2013 as set out in the Notice**

Particulars	Number of E-votes	Number of Votes contained in E-votes	<u>Percentage</u>
Received	7	1,87,50,000	100%
Assent	7	1,87,50,000	100%
Dissent	-	-	-
Total	7	1,87,50,000	100%

Accordingly, out of the 1,87,50,000 votes polled in E-votes, 1,87,50,000 votes were cast ASSENTING to the Special Resolution constituting 100 % of the votes polled and no votes were cast DISSENTING to the Special Resolution.

Thus, the Special Resolution as contained in Item No. 1 of the Notice dated 23rd May 2014, under Section 180(1)(c) of the Companies Act, 2013, is passed unanimously.



Annexure

Analysis of Results of Item No. 2 - Special Resolution pursuant to Section 180(1)(a) of the Companies Act 2013 as set out in the Notice

Particulars	Number of E-votes	Number of Votes contained in E-votes	<u>Percentage</u>
Received	7	1,87,50,000	100%
Assent	7	1,87,50,000	100%
Dissent	-	-	-
Total	7	1,87,50,000	100%

Accordingly, out of the 1,87,50,000 votes polled in E-votes, 1,87,50,000 votes were cast ASSENTING to the Special Resolution constituting 100 % of the votes polled and no votes were cast DISSENTING to the Special Resolution.

Thus, the Special Resolution as contained in Item No. 2 of the Notice dated 23rd May 2014, under Section 180(1)(a) of the Companies Act, 2013, is passed unanimously.

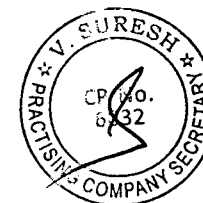


Annexure

Analysis of Results of Item No. 3 - Special Resolution pursuant to Section 42 and 71 read with Rule 14(2) of Companies (Prospectus and Allotment of Securities) Rules, 2014 of the Companies Act 2013 as set out in the Notice

Particulars	Number of E-votes	Number of Votes contained in E-votes	<u>Percentage</u>
Received	7	1,87,50,000	100%
Assent	7	1,87,50,000	100%
Dissent	-	-	-
Total	7	1,87,50,000	100%

Accordingly, out of the 1,87,50,000 votes polled in E-votes, 1,87,50,000 votes were cast ASSENTING to the Special Resolution constituting 100 % of the votes polled and no votes were cast DISSENTING to the Special Resolution.



Thus, the Special Resolution as contained in Item No. 3 of the Notice dated 23rd May 2014, under Sections 42 and 71 of the Companies Act, 2013, read with Rule 14(2) of Companies (Prospectus and Allotment of Securities) Rules, 2014, is passed unanimously.

