

SCRUTINIZER'S REPORT

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

To,
Ms. Sheila Villadath,
The Chairperson Appointed by the Hon'ble National Company Law Tribunal,
Hyderabad Bench at Hyderabad, for the meeting of the Secured Creditor of
TSI Business Parks (Hyderabad) Private Limited

Dear Madam,

Sub: Report on e-voting conducted at the directions of the Hon'ble National Company Law Tribunal, Hyderabad Bench, vide order dated 13.08.2020 in CA. (CAA) No. 85/230/HDB/2020, convened Meeting of Secured Creditor of M/s. TSI Business Parks (Hyderabad) Private Limited on 09th day of October, 2020 held through video-conferencing on Microsoft Teams.

I, Rishika Kumar, Advocate, appointed as the Scrutinizer by the Hon'ble National Company Law Tribunal, Hyderabad Bench at Hyderabad vide its order dated 13th day of August, 2020, in CA. (CAA) No. 85/230/HDB/2020 for the purpose of scrutinizing e-voting of the Meeting of Secured Creditor of M/s. TSI Business Parks (Hyderabad) Private Limited held on 09th day of October, 2020 at 11:15 A.M. through video-conferencing on Microsoft Teams, on the resolution seeking approval of secured creditor of M/s. TSI Business Parks (Hyderabad) Private Limited held for the proposed Scheme of Amalgamation of Millennial Business Park Private Limited ('the Transferor Company') with TSI Business Parks (Hyderabad) Private Limited ('the Transferee Company') and their respective shareholders in terms of the notice dated 05th day of September, 2020 convening the meeting (the "Resolution").

I hereby submit my report as under:

1) CUT-OFF DATE

Notices were issued to Secured Creditor who appeared in the books of accounts of M/s. TSI Business Parks (Hyderabad) Private Limited as on 31st March, 2020 being the cut-off

date for the purpose of deciding the entitlements of Secured Creditor to vote through e-voting at the meeting.

2) **E-VOTING AT THE MEETING:**

2.1 Agency:

TSI Business Parks (Hyderabad) Private Limited appointed National Securities Depository Limited ("NSDL") as the agency for providing the e-voting facility at the meeting.

2.2 Quorum

The meeting was attended by the authorised representative of the sole Secured Creditor of TSI Business Parks (Hyderabad) Private Limited i.e. State Bank of India having their total outstanding secured liability amounting to INR 5,46,05,83,002/- as on 31st March, 2020, thereby meeting quorum requirements.

2.3 E-voting at the Meeting:

- Based on the quorum present at the meeting, the identity and/or authorization of the secured creditor who attended the meeting was verified against the records available with TSI Business Parks (Hyderabad) Private Limited.
- After the announcement was made by the Chairperson appointed for the Meeting, authorised representative of the Secured Creditor present at the meeting voted through electronic means on the facility provided by NSDL.

2.4 Counting Process:

- On completion of voting at the meeting, NSDL provided us with the details of secured creditor present through its authorised representative who had cast its vote, and details of vote cast on the Resolution.

- Votes were reconciled with the records maintained by TSI Business Parks (Hyderabad) Private Limited with respect to the authorizations lodged with TSI Business Parks (Hyderabad) Private Limited.

2.5 The result of e-voting facility at the Meeting on the Resolution is as follows:

Total number of secured creditor present in person or by authorised representative	1
Total outstanding amount pertaining to the secured creditor present in person or by authorised representative	5,46,05,83,002/-
Total number of secured creditor present in person or by authorised representative who cast their vote at the meeting through e-voting	1
Total value of votes cast by them through e-voting (outstanding amount)	5,46,05,83,002/-

a) Voted in favour of the Resolution:

Number of Secured Creditor present and voting (in person or by proxy or by authorised representative)	Percentage of total number of Secured Creditor present and voting	Value of outstanding amount of Secured Creditor present and voting	Percentage of total value of outstanding amount of Secured Creditor present and voting
1	100%	5,46,05,83,002/-	100%

b) Voted against the Resolution:

Number of Secured Creditor present and voting (in person or by proxy or by authorised representative)	Percentage of total number of Secured Creditor present and voting	Value of outstanding amount of Secured Creditor present and voting	Percentage of total value of outstanding amount of Secured Creditor present and voting
0	0	0	0

c) Invalid / Abstained Votes : NIL

2.6 Based on the foregoing, the Resolution as proposed in the Notice of the Tribunal Convened Meeting has been duly approved unanimously on the date of the Tribunal Convened Meeting of Secured Creditor of TSI Business Parks (Hyderabad) Private Limited i.e., 09th day of October, 2020, with the sole secured creditor exercising voting rights representing three-fourths in value held by it and voted in favor through e-voting at the meeting.

2.7 The electronic data files pertaining to e-voting conducted at the Meeting are being handed over to TSI Business Parks (Hyderabad) Private Limited for safekeeping.

Thanking You,
Yours faithfully,

Date: 11.10.2020
Place: Hyderabad



Rishika Kumar
Advocate
Scrutinizer for the Meeting