



Consolidated Scrutinizer Report

Date : 21st March, 2017

To,
The Chairman of the Meeting,
Asian Oilfield Services Limited.
1110, 11th Floor, JMD Megapolis, Sector-48,
Sohna Road, Gurgaon-122 018, Haryana.

Dear Sir,

Reg : Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of (Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015) and voting by Ballot Paper at the Extra Ordinary General Meeting (EGM) of ASIAN OILFIELD SERVICES LTD. (AOSL) held on 21st March, 2017.

I, Jayesh Vyas, Proprietor of Jayesh Vyas & Associates, Practising Company Secretaries, Vadodara, has been appointed as the Scrutinizer, by the Board of Directors of AOSL pursuant to Section 108 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, and in accordance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2014, to conduct e-voting process in respect of the Special resolutions enumerated in the Notice convening Extra Ordinary General Meeting (EGM) of AOSL dated 22nd February, 2017, which was held on 21st March, 2017, at 11.00 a.m. at Boundary Hall, 1st Floor, Mumbai Cricket Association (MCA) Recreation Centre, RG-2, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai - 400051.

Responsibility of the Management :

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and rules made thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, in relating to e-voting through electronic means and physical voting through Ballot process on poll, on the resolutions contained in the Notice of EGM dated 22nd February, 2017 to the members of AOSL.

Responsibility as Scrutinizer :

My responsibility, as Scrutinizer, for the Voting process is restricted to ensure and scrutinize the voting done through remote e-voting and physical voting through ballot process in a fair and transparent manner and to make a consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolution enumerated in the EGM Notice dated 22nd February, 2017.





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based on the reports generated from the remote e-voting system provided by the National Securities Depository Ltd. (NSDL) , the authorized agency engaged by the Company for providing e-voting facilities and also of physical voting through ballot papers.

Following resolutions were carried out by the Company at the EGM held on 21st March, 2017.

1. Special resolution for Allotment of Equity Shares to a Non- Resident Investor, on preferential basis.
2. Special resolution for Approval of Asian Oilfield Services Limited Employee Stock Option Plan 2017 and Grant of Employee Stock Options to the Employees of the Company thereunder.
3. Special resolution for grant of Employee Stock Options to the Employees of the Holding and subsidiary Companies of the Company under Asian Oilfield Services Limited- Employee Stock Options Plan -2017.
4. Special resolution for Implementation of AOSL ESOP 2017 through ESOP Trust.
5. Special resolution for Authorization to ESOP Trust to subscribe to Shares via Primary Issue or for purchasing shares through Secondary Acquisition.
6. Special resolution for Provision of Money by the Company for purchase of its own Shares by the Trust / Trustees for the benefit of Employees under Asian Oilfield Services Limited Employee Stock Option Plan 2017.

I hereby report that;

1. On the basis of the Register of members and the list of beneficiary owners made available by the Depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services Limited (CDSL) as on 17th February, 2017 , the Company completed dispatched the Notice of the EGM ;
 - i. By re-mail to the members who had registered their e-mail ids with the Company or its R&T Agents, on or before 27th February, 2017 and
 - ii. By courier to members in Physical form on or before 27th February, 2017 .
2. The Company has also given placed the Notice of EGM on Web site of the Company as well as web site of NSDL.
3. The Company has given the news papers advertisement for date and time of the commencement and end of remote e-voting in;
 - A. Business Standard, In English on 28th February, 2017
 - B. Business Standard, in Hindi- Vernacular Language) on 28th February, 2017.





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4. The Shareholders of the Company holding shares as on the "cut-off" date of 14th March, 2017, were entitled to vote through remote e-voting and physical voting through ballot process at the EGM, on the resolutions contained in the Notice of the EGM dated 22nd February, 2017.
5. In stated in the Notice of EGM, the remote e-voting was opened from Saturday, 18th March, 2017 at 9.00 a.m. (IST) and ended on Monday, 20th March, 2017 at 5.00 p.m. (IST) and the NSDL e-voting platform was blocked thereafter. Members were required to cast their votes electronically conveying their "assent" or "dissent" in respect of Special resolutions, on remote e-voting platform provided by NSDL.
6. Further at the venue of the EGM, the Company has provided the facility at the meeting through physical ballot papers to those members who were present at the Meeting and not voted through remote e-voting.
7. After the conclusion of the EGM, I first counted the votes cast at the meeting through physical ballot papers and thereafter unblocked the votes cast through remote e-voting on Tuesday, the 21st March, 2017 around 12.02 p.m. after the completion of voting at the EGM, in the presence of two witnesses, namely, Ms. Chintika Shah and Ms. Poorvee Patel, who are not in the employment of the Company and counted the votes cast thereunder.
8. The Consolidated results of remote e-voting and physical ballot papers voting in respect of resolutions enumerated in the Notice of EGM held on 21st March, 2017, is annexed herewith.
9. The Register received from the RTA and electronic voting data received from the Service Provider, in respect of the votes cast through Remote e-voting and by way of voting on poll at the meeting by the members of AOSL, all the relevant papers and records relating thereto, shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid EGM and thereafter the same will be handed over to the Company Secretary of the Company.
10. The result of voting by the members through remote e-voting and physical votes tendered at EGM in respect of aforesaid special resolutions may accordingly be declared by the Chairman or any other Director authorized by the Board of Directors of the Company and who has also countersigned this report.

Place : Mumbai

Date : 21st March, 2017

For Jayesh Vyas & Associates

Practising Company Secretaries


Jayesh Vyas



FCS-5072 : CP-1790



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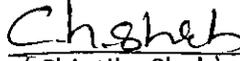
Declaration :

We the undersigned witnessed that;

1. The Physical ballot Papers were opened in our presence;
2. The remote e-voting results / list was unblocked and downloaded from NSDL website (www.evoting.nsdl.com) in our presence at 12.02 p.m. on 21st March, 2017 at the MCA recreation Centre , Bandra – Kurla complex, Bandra (East), Mumbai-400051.

Place : Mumbai

Date : 21st March, 2017


(Chintika Shah)

8, Sarabhai Nagar
Nr. Yesh Complex,
Gotri Road, Vadodara



(Poorvee Patel)
2- Ratnavali Society,
B/h. Jaylaxmi Duplex,
Manjalpur,
Vadodara- 390 011.

Counter Signed by

For Asian Oilfield Services Limited



(N. C. Sharma)
Chairman



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Annexure : A :

Detailed Consolidated Results of Remote e-voting and Physical Voting on Ballot papers:

Item No. :1 : Special Resolution :

Allotment of Equity Shares to a Non- Resident Investor, on preferential basis.

(i) Voted in **favour** of the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
38	1,27,67,997	100.00

(ii) Voted **against** the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
None	None	0.00

(iii) **Invalid** Votes :

Numbers of members whose votes were declared invalid	Number of votes cast by them
None	None

Particulars	Number of			Number of Votes contained in			Percentage (%)
	Ballot Papers	E-votes	Total	Ballot Papers	E-votes	Total	
Received	31	7	38	35,190	1,27,32,807	1,27,67,997	100
Assent	31	7	38	35,190	1,27,32,807	1,27,67,997	100
Dissent	--	--	--	--	--	--	--
Total	31	7	38	35,190	1,27,32,807	1,27,67,997	100





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Item No.:2 : Special Resolution :

Approval of Asian Oilfield Services Limited Employee Stock Option Plan 2017 and Grant of Employee Stock Options to the Employees of the Company thereunder.

(i) Voted in **favour** of the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
38	1,27,67,997	100.00

(ii) Voted **against** the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
None	None	0.00

(iii) **Invalid** Votes :

Numbers of members whose votes were declared invalid	Number of votes cast by them
None	None

Particulars	Number of			Number of Votes contained in			Percentage (%)
	Ballot Papers	E-votes	Total	Ballot Papers	E-votes	Total	
Received	31	7	38	35,190	1,27,32,807	1,27,67,997	100
Assent	31	7	38	35,190	1,27,32,807	1,27,67,997	100
Dissent	--	--	--	--	--	--	--
Total	31	7	38	35,190	1,27,32,807	1,27,67,997	100





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Item No. : 3 : Special Resolution :

Grant of Employee Stock Options to the Employees of the Holding and subsidiary Companies of the Company under Asian Oilfield Services Limited- Employee Stock Options Plan -2017.

(i) Voted in **favour** of the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
37	1,27,67,957	99.9997

(ii) Voted **against** the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
1	40	0.0003

(iii) **Invalid** Votes :

Numbers of members whose votes were declared invalid	Number of votes cast by them
None	None

Particulars	Number of			Number of Votes contained in			Percentage (%)
	Ballot Papers	E-votes	Total	Ballot Papers	E-votes	Total	
Received	31	7	38	35,190	1,27,32,807	1,27,67,997	100
Assent	31	6	37	35,190	1,27,32,767	1,27,67,957	99.9997
Dissent	--	1	1	--	40	40	0.0003
Total	31	7	38	35,190	1,27,32,807	1,27,67,997	100





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Item No. : 4 : Special Resolution :

Implementation of AOSL ESOP 2017 through ESOP Trust. :

(i) Voted in **favour** of the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
38	1,27,67,997	100.00

(ii) Voted **against** the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
None	None	0.00

(iii) **Invalid** Votes :

Numbers of members whose votes were declared invalid	Number of votes cast by them
None	None

Particulars	Number of			Number of Votes contained in			Percentage (%)
	Ballot Papers	E-votes	Total	Ballot Papers	E-votes	Total	
Received	31	7	38	35,190	1,27,32,807	1,27,67,997	100
Assent	31	7	38	35,190	1,27,32,807	1,27,67,997	100
Dissent	--	--	--	--	--	--	--
Total	31	7	38	35,190	1,27,32,807	1,27,67,997	100





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Item No.: 5 : Special Resolution :

Authorization to ESOP Trust to subscribe to Shares via Primary Issue or for purchasing shares through Secondary Acquisition. :

(i) Voted in **favour** of the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
37	1,27,67,957	99.9997

(ii) Voted **against** the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
1	40	0.0003

(iii) **Invalid** Votes :

Numbers of members whose votes were declared invalid	Number of votes cast by them
None	None

Particulars	Number of			Number of Votes contained in			Percentage (%)
	Ballot Papers	E-votes	Total	Ballot Papers	E-votes	Total	
Received	31	7	38	35,190	1,27,32,807	1,27,67,997	100
Assent	31	6	37	35,190	1,27,32,767	1,27,67,957	99.9997
Dissent	--	1	1	--	40	40	0.0003
Total	31	7	38	35,190	1,27,32,807	1,27,67,997	100





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Item No.:6 : Special Resolution :

Provision of Money by the Company for purchase of its own Shares by the Trust / Trustees for the benefit of Employees under Asian Oilfield Services Limited Employee Stock Option Plan 2017.

(i) Voted in **favour** of the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
38	1,27,67,997	100.00

(ii) Voted **against** the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
None	None	0.00

(iii) **Invalid** Votes :

Numbers of members whose votes were declared invalid	Number of votes cast by them
None	None

Particulars	Number of			Number of Votes contained in			Percentage (%)
	Ballot Papers	E-votes	Total	Ballot Papers	E-votes	Total	
Received	31	7	38	35,190	1,27,32,807	1,27,67,997	100
Assent	31	7	38	35,190	1,27,32,807	1,27,67,997	100
Dissent	--	--	--	--	--	--	--
Total	31	7	38	35,190	1,27,32,807	1,27,67,997	100

Place : Mumbai

Date : 21st March, 2017

For Jayesh Vyas & Associates
Practicing Company Secretaries


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