



G. RAMACHANDRAN, B.Com., ACS, LLB
Company Secretary in Practice

Report of Scrutinizer

[Pursuant to rule Section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To.

The Chairman
M/s. Aban Offshore Limited
Janpriya Crest 96 Pantheon Road
Egmore
Chennai.
Tamil Nadu – 600008

Meeting: Annual General Meeting

Date and Time: Friday, 19th September 2014 at 10.15 A.M.

Venue: Narada Gana Sabha Trust (Sathguru Gnananandha Hall), No.314 (Old No.254) T.T.K Road, Chennai - 600018

Dear Sir,

I, G. Ramachandran, appointed as scrutinizer for the purpose of the scrutiny of the poll taken on the below mentioned resolution(s) at the Annual General Meeting of the Equity Shareholders of M/s. Aban Offshore Limited held on Friday the 19th September 2014 at Narada Gana Sabha Trust (Sathguru Gnananandha Hall), No.314 (Old No.254) T.T.K Road, Chennai – 600018 submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, 1 (one) ballot box kept for polling was locked in my presence with due identification marks by placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.



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4. The result of the Poll is as under:

(a) Resolution - 01

Consider and adopt the Profit and Loss Account for the year ended 31 March 2014, the Balance Sheet as at that date and the Reports of Directors and Auditors thereon.

Particulars	No. of Ballot Forms received	No. of Shares	% of Total Paid-up Equity Capital
Total Votes polled through e-voting	9	805,147	1.48%
Less: Abstained Votes	0	0	0.00%
Less: Invalid Votes	1	755,778	1.39%
Total Abstained & Invalid Votes	1	755,778	1.39%
Net Valid Votes cast	8	49,369	0.09%

(i) Voted in favor of the resolution:

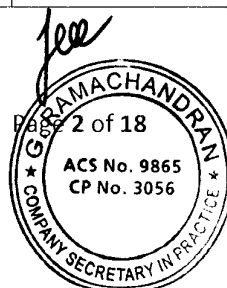
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
8	49,369	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid and Abstained votes:

Total number of members (in person or by proxy) whose votes were declared invalid and Abstained	Total Number of votes cast by them
1	755,778



(b) Resolution - 02

Declaration of Dividend on paid up Non Convertible Cumulative Redeemable Preference Shares of the year ended 31st March 2014.

Particulars	No. of Ballot Forms received	No. of Shares	% of Total Paid-up Equity Capital
Total Votes polled through e-voting	9	805,147	1.48%
Less: Abstained Votes	0	0	0.00%
Less: Invalid Votes	1	755,778	1.39%
Total Abstained & Invalid Votes	1	755,778	1.39%
Net Valid Votes cast	8	49,369	0.09%

(i) Voted in favor of the resolution:

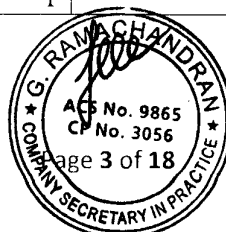
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
8	49,369	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid and Abstained Votes :

Total number of members (in person or by proxy) whose votes were declared invalid and Abstained	Total Number of votes cast by them
1	755,778



(c) Resolution - 03

Declare dividend on Equity Shares for the year ended 31st March 2014.

Particulars	No. of Ballot Forms received	No. of Shares	% of Total Paid-up Equity Capital
Total Votes polled through e-voting	9	805,147	1.48%
Less: Abstained Votes	0	0	0.00%
Less: Invalid Votes	1	755,778	1.39%
Total Abstained & Invalid Votes	1	755,778	1.39%
Net Valid Votes cast	8	49,369	0.09%

(i) Voted in favor of the resolution:

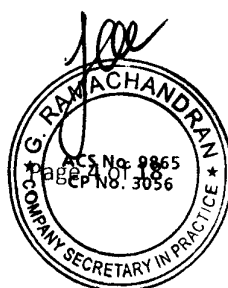
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
8	49,369	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid and Abstained votes:

Total number of members (in person or by proxy) whose votes were declared invalid and Abstained	Total Number of votes cast by them
1	755,778



(d) Resolution - 04

To Appoint a Director in place of Mr.P. Venkateswaran who retires by rotation and being eligible offers himself for reappointment.

Particulars	No. of Ballot Forms received	No. of Shares	% of Total Paid-up Equity Capital
Total Votes polled through e-voting	9	805,147	1.48%
Less: Abstained Votes	0	0	0.00%
Less: Invalid Votes	1	755,778	1.39%
Total Abstained & Invalid Votes	1	755,778	1.39%
Net Valid Votes cast	8	49,369	0.09%

(i) Voted in favor of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	63	0.13

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
5	49,306	99.87

(iii) Invalid and Abstained votes:

Total number of members (in person or by proxy) whose votes were declared invalid and Abstained	Total Number of votes cast by them
1	755,778



(e) Resolution - 05

Appointment of Auditors.

Particulars	No. of Ballot Forms received	No. of Shares	% of Total Paid-up Equity Capital
Total Votes polled through e-voting	9	805,147	1.48%
Less: Abstained Votes	0		0.00%
Less: Invalid Votes	1	755,778	1.39%
Total Abstained & Invalid Votes	1	755,778	1.39%
Net Valid Votes cast	8	49,369	0.09%

(i) Voted in favor of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	49,164	99.58

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	205	0.42

(iii) Invalid and Abstained Votes:

Total number of members (in person or by proxy) whose votes were declared invalid and Abstained	Total Number of votes cast by them
1	755,778



(f) Resolution - 06

Appointment of Mr.P. Murari as Independent Director of the Company.

Particulars	No. of Ballot Forms received	No. of Shares	% of Total Paid-up Equity Capital
Total Votes polled through e-voting	9	805,147	1.48%
Less: Abstained Votes	0	0	0.00%
Less: Invalid Votes	1	755,778	1.39%
Total Abstained & Invalid Votes	1	755,778	1.39%
Net Valid Votes cast	8	49,369	0.09%

(i) Voted in favor of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
8	49,369	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid and Abstained Votes:

Total number of members (in person or by proxy) whose votes were declared invalid and Abstained	Total Number of votes cast by them
1	755,778



(g) Resolution - 07

Appointment of Mr.K.Bharathan as Independent Director of the Company.

Particulars	No. of Ballot Forms received	No. of Shares	% of Total Paid-up Equity Capital
Total Votes polled through e-voting	9	805,147	1.48%
Less: Abstained Votes	0	0	0.00%
Less: Invalid Votes	1	755,778	1.39%
Total Abstained & Invalid Votes	1	755,778	1.39%
Net Valid Votes cast	8	49,369	0.09%

(i) Voted in favor of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	49,164	99.58

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	205	0.42

(iii) Invalid and Abstained Votes:

Total number of members (in person or by proxy) whose votes were declared invalid and Abstained	Total Number of votes cast by them
1	755,778



(h) Resolution - 08

Appointment of Mr. Ashok Kumar as Independent Director of the Company.

Particulars	No. of Ballot Forms received	No. of Shares	% of Total Paid-up Equity Capital
Total Votes polled through e-voting	9	805,147	1.48%
Less: Abstained Votes	0	0	0.00%
Less: Invalid Votes	1	755,778	1.39%
Total Abstained & Invalid Votes	1	755,778	1.39%
Net Valid Votes cast	8	49,369	0.09%

(i) Voted in favor of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	49,164	99.58

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	205	0.42

(iii) Invalid and Abstained Votes:

Total number of members (in person or by proxy) whose votes were declared invalid and Abstained	Total Number of votes cast by them
1	755,778



(i) Resolution - 09

Enhancement of borrowing limit under Section 180(1)(c) of the Companies Act, 2013.

Particulars	No. of Ballot Forms received	No. of Shares	% of Total Paid-up Equity Capital
Total Votes polled through e-voting	9	805,147	1.48%
Less: Abstained Votes	0	0	0.00%
Less: Invalid Votes	1	755,778	1.39%
Total Abstained & Invalid Votes	1	755,778	1.39%
Net Valid Votes cast	8	49,369	0.09%

(i) Voted in favor of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
8	49,369	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid and Abstained Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
1	755,778



(j) Resolution - 10

Creation of Security on Movable and Immovable Properties of the Company under Section 180(1)(a) of the Companies Act, 2013.

Particulars	No. of Ballot Forms received	No. of Shares	% of Total Paid-up Equity Capital
Total Votes polled through e-voting	9	805,147	1.48%
Less: Abstained Votes	0	0	0.00%
Less: Invalid Votes	1	755,778	1.39%
Total Abstained & Invalid Votes	1	755,778	1.39%
Net Valid Votes cast	8	49,369	0.09%

(i) Voted in favor of the resolution:

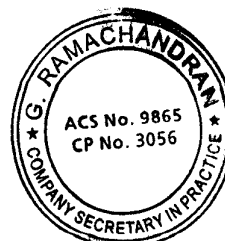
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
8	49,369	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid and Abstained Votes:

Total number of members (in person or by proxy) whose votes were declared invalid and Abstained	Total Number of votes cast by them
1	755,778



(i) Resolution - 11

Revision in terms of Remuneration payable to Mr. P. Venkateswaran, Deputy Managing Director.

Particulars	No. of Ballot Forms received	No. of Shares	% of Total Paid-up Equity Capital
Total Votes polled through e-voting	9	805,147	1.48%
Less: Abstained Votes	0	0	0.00%
Less: Invalid Votes	1	755,778	1.39%
Total Abstained & Invalid Votes	1	755,778	1.39%
Net Valid Votes cast	8	49,369	0.09%

(i) Voted in favor of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	49,164	99.58

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	205	0.42

(iii) Invalid and Abstained Votes:

Total number of members (in person or by proxy) whose votes were declared invalid and Abstained	Total Number of votes cast by them
1	755,778



(j) Resolution - 12

Revision in terms of Remuneration payable to Mr. C.P. Gopalkrishnan, Deputy Managing Director, CFO and Company Secretary.

Particulars	No. of Ballot Forms received	No. of Shares	% of Total Paid-up Equity Capital
Total Votes polled through e-voting	9	805,147	1.48%
Less: Abstained Votes	0	0	0.00%
Less: Invalid Votes	1	755,778	1.39%
Total Abstained & Invalid Votes	1	755,778	1.39%
Net Valid Votes cast	8	49,369	0.09%

(i) Voted in favor of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	49,164	99.58

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	205	0.42

(iii) Invalid and Abstained Votes:

Total number of members (in person or by proxy) whose votes were declared invalid and Abstained	Total Number of votes cast by them
1	755,778



(k) Resolution - 13

Issue of Stock Option Scheme to Employees.

Particulars	No. of Ballot Forms received	No. of Shares	% of Total Paid-up Equity Capital
Total Votes polled through e-voting	9	805,147	1.48%
Less: Abstained Votes	0	0	0.00%
Less: Invalid Votes	1	755,778	1.39%
Total Abstained & Invalid Votes	1	755,778	1.39%
Net Valid Votes cast	8	49,369	0.09%

(i) Voted in favor of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	268	0.54

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	49,101	99.46

(iii) Invalid and Abstained Votes:

Total number of members (in person or by proxy) whose votes were declared invalid and Abstained	Total Number of votes cast by them
1	755,778

[Handwritten Signature]



(1) Resolution - 14

Issue of Stock Option Scheme to Employees of Subsidiary.

Particulars	No. of Ballot Forms received	No. of Shares	% of Total Paid-up Equity Capital
Total Votes polled through e-voting	9	805,147	1.48%
Less: Abstained Votes	0	0	0.00%
Less: Invalid Votes	1	755,778	1.39%
Total Abstained & Invalid Votes	1	755,778	1.39%
Net Valid Votes cast	8	49,369	0.09%

(i) Voted in favor of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	268	0.54

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	49,101	99.46

(iii) Invalid and Abstained Votes:

Total number of members (in person or by proxy) whose votes were declared invalid and Abstained	Total Number of votes cast by them
1	755,778

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(m) Resolution – 15

Issue of Foreign Currency Convertible Bonds(FCCBs) Depository Receipts (GDRs) American Depository Receipts (ADRs) warrants and other instruments convertible into Equity Shares.

Particulars	No. of Ballot Forms received	No. of Shares	% of Total Paid-up Equity Capital
Total Votes polled through e-voting	9	805,147	1.48%
Less: Abstained Votes	0	0	0.00%
Less: Invalid Votes	1	755,778	1.39%
Total Abstained & Invalid Votes	1	755,778	1.39%
Net Valid Votes cast	8	49,369	0.09%

(i) Voted in favor of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	268	0.54

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	49,101	99.46

(iii) Invalid and Abstained Votes:

Total number of members (in person or by proxy) whose votes were declared invalid and Abstained	Total Number of votes cast by them
1	755,778



(n) Resolution – 16

Issue of Securities to Qualified Institutional Buyers.

Particulars	No. of Ballot Forms received	No. of Shares	% of Total Paid-up Equity Capital
Total Votes polled through e-voting	9	805,147	1.48%
Less: Abstained Votes	0	0	0.00%
Less: Invalid Votes	1	755,778	1.39%
Total Abstained & Invalid Votes	1	755,778	1.39%
Net Valid Votes cast	8	49,369	0.09%

(i) Voted in favor of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	268	0.54

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	49,101	99.46

(iii) Invalid and Abstained Votes:

Total number of members (in person or by proxy) whose votes were declared invalid and Abstained	Total Number of votes cast by them
1	755,778

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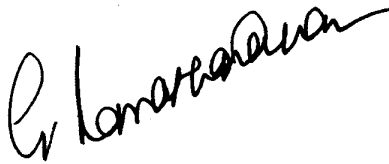


5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR" "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The Poll papers and all other relevant records were sealed and handed over to the Director authorized by the Board for safe keeping.
7. Details of Invalid votes:

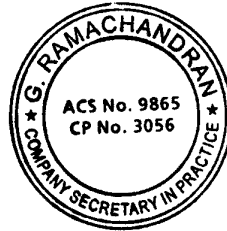
Sl. No.	Reason of Invalid vote	No. of cases	No. of shares held
1.	Already voted by evoting	1	755,778
Total		1	755,778

Thanking You,

Yours Faithfully,



G. Ramachandran
Scrutinizer
Company Secretary in Practice
ACS No.9865 C.P. No.3056



Place: Chennai

Date: 19th September 2014