



SCANDENT IMAGING LIMITED

[Formerly known as, COUNT N DENIER (INDIA) LIMITED]

CIN NO: L93000MH1994PLC080842

Regd Address: Ground Floor, Shop No.12, Tardeo AC Market Building,
Tardeo Road, Mumbai - 400034. • Tel.: 022 23516221

Email : csscandent@gmail.com; scandentimaging@gmail.com Web: www.scandent.in

Date: 01st October, 2015

Bombay Stock Exchange Limited
Department of Corporate Services
P.J Towers, Dalal Street
Fort, Mumbai- 400 001

Ref: BSE code: 516110

Sub: Outcome of Annual General Meeting held on 30th September, 2015 at 11.30 a.m at IMC Building, Indian Merchant Chmb Marg, Churchgate, Mumbai - 400020 along with scrutinizers report.

Respected Sir,

Sr. No	Description	Particulars
1	Date of the AGM	30 th September, 2015
2	Book Closure Date	24th September, 2015 to 30 th September, 2015 (both the days inclusive)
3	Total no. of shareholders as on the record date	3545

No. of shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group: 0
Public: 16

No. of Shareholders attended the meeting through Video Conferencing:
Promoters and Promoter Group:- Nil
Public:- Nil

Agenda Wise

The mode of voting for all resolutions was:

1. Evoting conducted between 25th September, 2015 to 29th September, 2015 and
2. Poll conducted at the meeting

Given below is the resolution wise combined result of evoting and Poll.





SCANDENT IMAGING LIMITED

[Formerly known as, COUNT N DENIER (INDIA) LIMITED]

CIN NO: L93000MH1994PLC080842

Regd Address: Ground Floor, Shop No.12, Tardeo AC Market Building,
Tardeo Road, Mumbai - 400034. • Tel.: 022 23516221

Email : csscandent@gmail.com; scandentimaging@gmail.com Web: www.scandent.in

ORDINARY BUSINESS

Resolution 1: To receive, consider and adopt the financial statements of the Company for the year ended 31st March, 2015 together with Report of the Board of Directors and Auditors thereon. (Ordinary Resolution)

In case of Poll/Postal ballot/E-voting:

Promoter/Public	No. of shares held (1)	No. of votes polled* (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	16447400	16447400	100.00	16447400	-	100.00	-
Public - Institutional holders	48900	-	-	-	-	-	-
Public-Others	15603700	4308995	27.61	4308995	-	100.00	-
Total	32100000	20756395	64.66	20756395	-	100.00	-

Resolution 2: To appoint a director in place Dr. Gautam Mohan Deshpande (DIN 00975368), who retires by rotation and, being eligible offers himself for re-appointment. (Ordinary Resolution)

In case of Poll/Postal ballot/E-voting:

Promoter/Public	No. of shares held (1)	No. of votes polled* (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	16447400	16447400	100.00	16447400	-	100.00	-
Public - Institutional holders	48900	-	-	-	-	-	-
Public-Others	15603700	4308995	27.61	4308995	-	100.00	-
Total	32100000	20756395	64.66	20756395	-	100.00	-





SCANDENT IMAGING LIMITED

[Formerly known as, COUNT N DENIER (INDIA) LIMITED]

CIN NO: L93000MH1994PLC080842

Regd Address: Ground Floor, Shop No.12, Tardeo AC Market Building,
Tardeo Road, Mumbai - 400034. • Tel.: 022 23516221

Email : csscandent@gmail.com; scandentimaging@gmail.com Web: www.scandent.in

Resolution 3: Ratification of appointment of M/s. M. B. Agrawal & Co., Chartered Accountants (Firm Registration No. 100137W), Statutory Auditors of the Company (Ordinary Resolution)

In case of Poll/Postal-ballot/E-voting:

Promoter/Public	No. of shares held (1)	No. of votes polled* (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	16447400	16447400	100.00	16447400	-	100.00	-
Public - Institutional holders	48900	-	-	-	-	-	-
Public-Others	15603700	4308995	27.61	4308995	-	100.00	-
Total	32100000	20756395	64.66	20756395	-	100.00	-

SPECIAL BUSINESS

Resolution 4: Appointment of Dr. Sowmya Gautam Deshpande, as Whole-Time Director (Ordinary Resolution)

In case of Poll/Postal ballot/E-voting:

Promoter/Public	No. of shares held (1)	No. of votes polled* (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	16447400	-	-	-	-	-	-
Public - Institutional holders	48900	-	-	-	-	-	-
Public-Others	15603700	4308995	27.61	4308995	-	100.00	-
Total	32100000	4308995	27.61	4308995	-	100.00	-





SCANDENT IMAGING LIMITED

[Formerly known as, COUNT N DENIER (INDIA) LIMITED]

CIN NO: L93000MH1994PLC080842

Regd Address: Ground Floor, Shop No.12, Tardeo AC Market Building,

Tardeo Road, Mumbai - 400034. • Tel.: 022 23516221

Email : csscandent@gmail.com; scandentimaging@gmail.com Web: www.scandent.in

Resolution 5: Remuneration to Dr. Sowmya Gautam Deshpande, Whole time Director. (Ordinary Resolution)

In case of Poll/Postal ballot/E-voting:

Promoter/Public	No. of shares held (1)	No. of votes polled* (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	16447400	-	-	-	-	-	-
Public - Institutional holders	48900	-	-	-	-	-	-
Public-Others	15603700	4308995	27.61	4308995	-	100.00	-
Total	32100000	4308995	27.61	4308995	-	100.00	-

Resolution 6: Remuneration to Dr. Gautam Mohan Deshpande, Managing Director. (Ordinary Resolution)

In case of Poll/Postal ballot/E-voting:

Promoter/Public	No. of shares held (1)	No. of votes polled* (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	16447400	-	-	-	-	-	-
Public - Institutional holders	48900	-	-	-	-	-	-
Public-Others	15603700	4308995	27.61	4308995	-	100.00	-
Total	32100000	4308995	27.61	4308995	-	100.00	-





SCANDENT IMAGING LIMITED

[Formerly known as, COUNT N DENIER (INDIA) LIMITED]

CIN NO: L93000MH1994PLC080842

Regd Address: Ground Floor, Shop No.12, Tardeo AC Market Building,
Tardeo Road, Mumbai - 400034. • Tel.: 022 23516221

Email : csscandent@gmail.com; scandentimaging@gmail.com Web: www.scandent.in

Resolution 7: Re-Appointment of Dr. V.S. Mohan as an Independent Director. (Special Resolution)

In case of Poll/Postal-ballot/E-voting:

Promoter/Public	No. of shares held (1)	No. of votes polled (2)*	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	16447400	16447400	100.00	16447400	-	100.00	-
Public - Institutional holders	48900	-	-	-	-	-	-
Public-Others	15603700	4308995	27.61	4308995	-	100.00	-
Total	32100000	20756395	64.66	20756395	-	100.00	-

Resolution 8: Re-Appointment of Dr. Ajit Shetty as an Independent Director. (Special Resolution)

In case of Poll/Postal-ballot/E-voting:

Promoter/Public	No. of shares held (1)	No. of votes polled (2)*	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	16447400	16447400	100.00	16447400	-	100.00	-
Public - Institutional holders	48900	-	-	-	-	-	-
Public-Others	15603700	4308995	27.61	4308995	-	100.00	-
Total	32100000	20756395	64.66	20756395	-	100.00	-





SCANDENT IMAGING LIMITED

[Formerly known as, COUNT N DENIER (INDIA) LIMITED]

CIN NO: L93000MH1994PLC080842

Regd Address: Ground Floor, Shop No.12, Tardeo AC Market Building,
Tardeo Road, Mumbai - 400034. • Tel.: 022 23516221

Email : csscandent@gmail.com; scandentimaging@gmail.com Web: www.scandent.in

As per the consolidated results of e-voting and poll on Item No. 1 to 8 of the notice of AGM all the resolutions are passed by requisite majority.

Kindly take the same on record.
Please acknowledge receipt.

Thanking You.

Yours Truly,
For Scandent Imaging Limited

Sowmya Gautam Deshpande
(Whole-time director)



Encl.: Scrutinizers report

The Managing Director
Scandent Imaging Limited
Ground Floor, Shop No.12,
Tardeo AC Market Building,
Tardeo Road, Tardeo, Mumbai - 400 034

Dear Sir,

Sub: Result of E-voting & Poll

This is with reference to our appointment to scrutinizing the e-voting and voting on poll at the 21st Annual General Meeting of the Members of the Company held on September 30, 2015.

We are enclosing herewith the following;

1. Report of the Scrutinizer on e-voting
2. Result of Poll results at the AGM
3. Consolidated Results of e-voting and Poll

Trust you will find the same in order. We will, however, be happy to answer your queries, if any, on the same.

Thanking you,

Yours faithfully,
For R M Mimani & Associates LLP
[Company Secretaries]



MANOJ MIMANI
Partner
ACS No. 17083
CP No. 11601

Dated: October 01, 2015
Place: Mumbai
Encl.; As above

I - Report on results of e-voting

Summary of e-voting Results

EVSN Reference No.	150904047
Voting Start Date	September 25, 2015 at 10.00 A M
Voting End Date	September 29, 2015 at 5.00 P M

Item No. of the Agenda	Voted in favour		Voted against		Abstained	
	No. of folios voted	No. of votes	No. of folios voted	No. of votes	No. of folios voted	No. of votes
1	2	20,447,400	Nil	Nil	Nil	Nil
2	2	20,447,400	Nil	Nil	Nil	Nil
3	2	20,447,400	Nil	Nil	Nil	Nil
4	1	4,000,000	Nil	Nil	Nil	Nil
5	1	4,000,000	Nil	Nil	Nil	Nil
6	1	4,000,000	Nil	Nil	Nil	Nil
7	2	20,447,400	Nil	Nil	Nil	Nil
8	2	20,447,400	Nil	Nil	Nil	Nil

For R M Mimani & Associates LLP
[Company Secretaries]



MANOJ MIMANI
Partner
ACS No. 17083
CP No. 11601

Dated: October 01, 2015
Place: Mumbai

II: Report of Scrutinizer on Poll

FORM No. MGT-13

Report of Scrutinizer(s)

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

The Managing Director
Scandent Imaging Limited
Ground Floor, Shop No.12,
Tardeo AC Market Building,
Tardeo Road, Tardeo, Mumbai - 400 034

Ref.: 21st Annual General Meeting of the Equity Shareholders of Scandent Imaging Limited held on September 30, 2015

Dear Sir,

I, Manoj Mimani Partner of R M Mimani & Associates LLP (Company Secretaries), appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions at the 21st Annual General Meeting of the Shareholders of Scandent Imaging Limited, held on September 30, 2015 at 11.30 a.m. at IMC Building, Indian Merchant, Churchgate, Mumbai - 400020 and submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling was locked in my presence with due identification mark placed by me.
2. The locked ballot box was 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.
4. The result of the Poll is as under:

(1) Adoption of the audited financial statement of the Company for the financial year ended March 31, 2015, the reports of the Board of Directors and Auditors thereon:

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
16	308,995	100

(ii) Voted against the resolution:

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

(iii) Invalid votes:



R M MIMANI & ASSOCIATES LLP
COMPANY SECRETARIES

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
Nil	Nil

(2) Appointment of Director in place of Dr. Gautam Mohan Deshpande (DIN - 00975368), who retires by rotation and being eligible, offers himself for re-appointment:

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
16	308,995	100

(ii) Voted against the resolution:

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

(iii) Invalid votes:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
Nil	Nil

(3) Ratification of appointment of Statutory Auditor of the Company for the financial year 2015-16:

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
16	308,995	100

(ii) Voted against the resolution:

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

(iii) Invalid votes:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
Nil	Nil

(4) Appointment of Dr. Sowmya Gautam Deshpande as Whole-time Director of the Company:

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
16	308,995	100



(ii) Voted against the resolution:

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

(iii) Invalid votes:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
Nil	Nil

(5) Remuneration to Dr. Sowmya Gautam Deshpande, Whole-Time Director of the Company:

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
16	308,995	100

(ii) Voted against the resolution:

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

(iii) Invalid votes:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
Nil	Nil

(6) Remuneration to Dr. Gautam Mohan Deshpande, Managing Director of the Company:

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
16	308,995	100

(ii) Voted against the resolution:

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

(iii) Invalid votes:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
Nil	Nil

by

(7) **Re-appointment of Dr. V.S. Mohan (DIN: 06640359) as an Independent Director:**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
16	308,995	100

(ii) Voted against the resolution:

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

(iii) Invalid votes:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
Nil	Nil

(8) **Re-appointment of Dr. Ajit Shetty (DIN: 06723925) as an Independent Director:**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
16	308,995	100

(ii) Voted against the resolution:


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

(iii) Invalid votes:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
Nil	Nil

5. Soft copy of the list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is handed over to the Company Secretary of the Company.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company keeping in safe record.

For R M Mimani & Associates LLP
[Company Secretaries]


MANOJ MIMANI
Partner
ACS No. 17083
CP No. 11601
Dated: October 01, 2015
Place: Mumbai

III - Report on consolidated results

Based on result of e-voting and Poll at the 21st Annual General Meeting of the members of the Scandent Imaging Limited held on Wednesday, September 30, 2015 at 11.30 a.m., Consolidated Results of each tem of the Agenda as set out in the notice of AGM dated August 14, 2015 is narrated here-in-below;

Item No.1

Adoption of the audited financial statement of the Company for the financial year ended March 31, 2015, the reports of the Board of Directors and Auditors thereon:

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	20,447,400	308,995	20,756,395	100%
Dissent	Nil	Nil	Nil	-
Total	20,447,400	308,995	20,756,395	

Accordingly, out of the total 20,756,395 valid votes cast via e-voting and poll, 20,756,395 votes were cast assenting to the ordinary resolution and Nil votes were cast dissenting to the ordinary resolution.

Thus, the ordinary resolution as contained in item no. 1 of the notice dated August 14, 2015 is passed with requisite majority.

Item No.2

Appointment of Director in place of Dr. Gautam Mohan Deshpande (DIN - 00975368), who retires by rotation and being eligible, offers himself for re-appointment:

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	20,447,400	308,995	20,756,395	100%
Dissent	Nil	Nil	Nil	-
Total	20,447,400	308,995	20,756,395	

Accordingly, out of the total 20,756,395 valid votes cast via e-voting and poll, 20,756,395 votes were cast assenting to the ordinary resolution and Nil votes were cast dissenting to the ordinary resolution.

Thus, the ordinary resolution as contained in item no. 2 of the notice dated August 14, 2015 is passed with requisite majority.

Item No. 3

Ratification of the appointment of Statutory Auditor of the Company for the financial year 2015-16

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	20,447,400	308,995	20,756,395	100%
Dissent	Nil	Nil	Nil	-
Total	20,447,400	308,995	20,756,395	

M

Accordingly, out of the total 20,756,395 valid votes cast via e-voting and poll, 20,756,395 votes were cast assenting to the ordinary resolution and Nil votes were cast dissenting to the ordinary resolution.

Thus, the ordinary resolution as contained in item no. 3 of the notice dated August 14, 2015 is passed with requisite majority.

Item No. 4

Appointment of Dr. Sowmya Gautam Deshpande as Whole-time Director of the Company:

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	4,000,000	308,995	43,08,995	100%
Dissent	Nil	Nil	Nil	-
Total	4,000,000	308,995	43,08,995	

Accordingly, out of the total 43,08,995 valid votes cast via e-voting and poll, 43,08,995 votes were cast assenting to the ordinary resolution and Nil votes were cast dissenting to the ordinary resolution.

Thus, the ordinary resolution as contained in item no. 4 of the notice dated August 14, 2015 is passed with requisite majority

Item No. 5

Remuneration to Dr. Sowmya Gautam Deshpande - Whole-Time Director of the Company:

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	4,000,000	308,995	43,08,995	100%
Dissent	Nil	Nil	Nil	-
Total	4,000,000	308,995	43,08,995	

Accordingly, out of the total 43,08,995 valid votes cast via e-voting and poll, 43,08,995 votes were cast assenting to the ordinary resolution and Nil votes were cast dissenting to the ordinary resolution.

Thus, the ordinary resolution as contained in item no. 5 of the notice dated August 14, 2015 is passed with requisite majority

Item No. 6

Remuneration to Dr. Gautam Mohan Deshpande, Managing Director of the Company:

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	4,000,000	308,995	43,08,995	100%
Dissent	Nil	Nil	Nil	-
Total	4,000,000	308,995	43,08,995	

Accordingly, out of the total 43,08,995 valid votes cast via e-voting and poll, 43,08,995 votes were cast assenting to the ordinary resolution and Nil votes were cast dissenting to the ordinary resolution.

Thus, the special resolution as contained in item no. 6 of the notice dated August 14, 2015 is passed with requisite majority

Item No. 7

Re-appointment of Dr. V.S. Mohan (DIN: 06640359) as an Independent Director:

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	20,447,400	308,995	20,756,395	100%
Dissent	Nil	Nil	Nil	-
Total	20,447,400	308,995	20,756,395	

Accordingly, out of the total 20,756,395 valid votes cast via e-voting and poll, 20,756,395 votes were cast assenting to the special resolution and Nil votes were cast dissenting to the special resolution.

Thus, the special resolution as contained in item no. 7 of the notice dated August 14, 2015 is passed with requisite majority

Item No. 8

Re-appointment of Dr. Ajit Shetty (DIN: 06723925) as an Independent Director:

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	20,447,400	308,995	20,756,395	100%
Dissent	Nil	Nil	Nil	-
Total	20,447,400	308,995	20,756,395	

Accordingly, out of the total 20,756,395 valid votes cast via e-voting and poll, 20,756,395 votes were cast assenting to the special resolution and Nil votes were cast dissenting to the special resolution..

Thus, the special resolution as contained in item no. 8 of the notice dated August 14, 2015 is passed with requisite majority

For R M Mimani & Associates LLP
[Company Secretaries]



MANOJ MIMANI
Partner
ACS No. 17083
CP No. 11601

Dated: October 01, 2015
Place: Mumbai