



AGRO INDUSTRIES LTD.,

(Formerly Vitan Departmental Stores & Industries Ltd.,)

CIN No. : L52321TN1987PLC014433

20th December, 2014

To,
The Deputy Manager
Department of Corporate Services
BSE Limited
P. J. Towers, Dalal Street, Fort
Mumbai – 400 001

To,
The General Manager
Listing Department
Delhi Stock Exchange Limited,
DSE House
3/1, Ashif Ali Rd.,
New Delhi – 110 002

Ref: Script Code at BSE: 538548

Sub: Submission of voting results of the Postal Ballot notice dated 12th November, 2014, of which results were declared today - Clause 35A of the Listing Agreement

Dear Sir/ Madam,

In pursuance with the Clause 35A of the Listing Agreement, please find enclosed herewith Voting Results along with the Scrutinizers Report dated 20th December, 2014 for the Postal Ballot notice dated 12th November, 2014 of which results were declared meeting of Board of Directors held today, the 20th Day of December, 2014.

You are requested to take on record the above information and oblige.

Thanking You,
Yours Faithfully,

For Vitan Agro Industries Limited

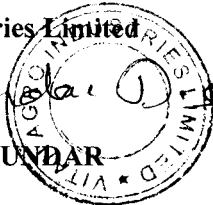
Shyam Sundar

DINANATH SHYAMSUNDAR

(DIN:06428256)

Whole Time Director

Encl: As Above



Date of the GM/Declaration Postal Ballot/E-voting Results:	20 th December, 2014	
Total number of shareholders on record date:	The Company had in its record on 07 th December, 2014- 624 Shareholders	
No. of Shareholders casted there votes through Postal Ballot/ E-voting	Promoters & Promoter group	Public
	NIL	28
No. of Shareholders attended the meeting through Video Conferencing:	Not Applicable	

Detail of the Agenda:

- Resolution 1** : Granting of powers to create charge on company's properties under section 180(1)(a) of the Companies Act, 2013
Resolution requires : Special Resolution

Promoter/Public	No. of shares held	No. of votes polled	%of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	%of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Mode of voting: (E-voting)							
Promoter and Promoter Group	-	-	-	-	-	-	-
Public -Institutional holders	-	-	-	-	-	-	-
Public-Others	8353565	272814	3.27	272814	-	100.00	0.00
Total (A)	8353565	272814	3.27	272814	-	100.00	0.00
Mode of voting: (Ballot)							
Promoter and Promoter Group	-	-	-	-	-	-	-
Public - Institutional holders	-	-	-	-	-	-	-
Public-Others	8353565	-	-	-	-	-	-
Total (B)	8353565	-	-	-	-	-	-
Result (A+B)		272814	3.27	272814	0	100.00	0.00

Resolution 1 : Granting of powers to make loans or investments and to give guarantees or to provide security under section 186 of the Companies Act, 2013
Resolution requires : Special Resolution

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
Mode of voting: (E-voting)							
Promoter and Promoter Group	+	-	-	-	-	-	-
Public - Institutional holders	-	-	-	-	-	-	-
Public-Others	8353565	272814	3.27	272814	-	100.00	0.00
Total (A)	8353565	272814	3.27	272814	-	100.00	0.00
Mode of voting: (Ballot)							
Promoter and Promoter Group	-	-	-	-	-	-	-
Public - Institutional holders	-	-	-	-	-	-	-
Public-Others	8353565	-	-	-	-	-	-
Total (B)	8353565	-	-	-	-	-	-
Result (A+B)		272814	3.27	272814	-	100.00	0.00

For Vitan Agro Industries Limited

Shyam Sundar
 DINANATH SHYAM SUNDAR
 (DIN:06428256)
 Whole Time Director



Place: Chennai
 Date: 20th December, 2014



Vishal Garg & Associates Company Secretaries

Report of Scrutinizer [Combined both Electronic and Physical]

[Pursuant to Section 108, 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,

Mr. Dinanath Shyamsundar
Whole-Time Director
M/S. Vitan Agro Industries Limited
(Formerly Vitan Departmental stores & Industries Ltd.)
B-2, Sindur Pantheon Plaza,
346, Pantheon Road,
Egmore, Chennai- 600 008.

Dear Sir,

We, Vishal Garg & Associates, Company Secretaries, have been appointed as Scrutinizer for the purpose of the scrutinizing the **VOTING PROCESS** in a fair and transparent manner & ascertaining the requisite majority on **VOTING** carried out as per the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, ("Rules") on resolution(s) as mentioned in the Postal Ballot Notice dated, 12th November, 2014, during the Voting period from 18th November, 2014 (09.00 A.M. IST.) to 17th December 2014 (05.00 P.M. IST.).

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to E-Voting and Postal Ballot Voting on the resolutions contained in the Notice of Postal Ballot dated 12th November, 2014, sent to the members of the Company. My responsibility as a scrutinizer for the E-Voting and for Post Ballot Voting process is restricted to making of a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the Notice of Postal Ballot, based on the reports generated from the E-Voting system provided by Central Depository Services (India) Limited, the authorized agency engaged by the Company to provide E-Voting facilities for E-Voting and duly filled in Postal Ballot Forms returned by the shareholders provided by the company.

I have issued separate Scrutinizer's Report dated 20th December, 2014 on the E-Voting and on the Postal Ballot Voting on the resolutions contained in the notice of the Postal Ballot dated 12th November, 2014. As requested by management, I submit herewith my combined report on the results of E-Voting together with that of Postal Ballot Voting as under:

1. The combined result is as under:

a) **Resolution 1 - Special Resolution for Granting of powers to create charge on Company's properties under Section 180(1)(a) of the Companies Act, 2013:**

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

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	28	2,72,814	100
Ballot Form	0	0	-
Total	28	2,72,814	100

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

Mode	Number of members' vote	Number of votes cast by them	% of total number of valid votes cast
E-Voting	0	0	0
Ballot Form	0	0	0
Total	0	0	0



Vishal Garg & Associates Company Secretaries

(iii) Invalid Votes:

Mode	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	0	0
Ballot Form	0	0
Total	0	0

b) Resolution 2 - Special Resolution for granting of powers to make loans or investments and to give guarantees or to provide security under section 186 of the companies act, 2013:

(i) Voted in favour of the resolution:

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	28	2,72,814	100
Ballot Form	0	0	-
Total	28	2,72,814	100

(ii) Voted against the resolution:

Mode	Number of members vote	Number of votes cast by them	% of total number of valid votes cast
E-Voting	0	0	0
Ballot Form	0	0	0
Total	0	0	0

(iii) Invalid Votes:

Mode	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	0	0
Ballot Form	0	0
Total	0	0

2. The register, all other papers and relevant records relating voting Both through Postal Ballot and E-Voting shall remain in our safe custody until the chairman considers, approves, signs the minutes of declaration of the Postal Ballot Results and then the said register, all other papers and relevant records shall be handed over to the Mr. Dinanath Shyamsundar, Whole Time Director of the company, for safe keeping.

Place : Chennai
Date : 20.12.2014



For VISHAL GARG & ASSOCIATES
COMPANY SECRETARIES

Vishal Kumar Garg
VISHAL KUMAR GARG
PROPRIETOR
ACS - 34062 COP - 13089



Vishal Garg & Associates Company Secretaries

Report of Scrutinizer [E-Voting]

[Pursuant to Section 108, 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,

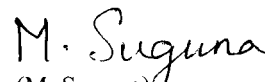
Mr. Dinanath Shyamsundar
Whole-Time Director
M/S. Vitan Agro Industries Limited
(Formerly Vitan Departmental stores & Industries Ltd.)
B-2, Sindur Pantheon Plaza,
346, Pantheon Road,
Egmore, Chennai- 600 008.

Dear Sir,

We, Vishal Garg & Associates, Company Secretaries, have been appointed as Scrutinizer for the purpose of the scrutinizing the E-Voting process in a fair and transparent manner & ascertaining the requisite majority on E-VOTING carried out as per the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, ("Rules") on resolution(s) as mentioned in the Postal Ballot Notice dated, 12th November, 2014, during the E-Voting period 18th November, 2014 (09.00 A.M. IST.) to 17th December 2014 (05.00 P.M. IST.). We submit our report as under:

1. The Company has completed on 17th November, 2014 the dispatch of Postal Ballot Forms along with self-addressed postage pre-paid envelope to its members whose name(s) appears on the List of Members/List of Beneficiaries as on 07th November, 2014.
2. The shareholders holding shares as on the "cut off" date i.e. 07th November, 2014 were entitled to vote on the proposed resolution as set out in the Postal Ballot Notice of the Vitan Agro Industries Limited (Formerly Vitan Departmental stores & Industries Ltd.) dated 12th November, 2014.
3. The E-Voting period remained open from 18th November 2014 (9.00 A.M. IST.) to 17th December 2014 (5.00 P.M. IST.).
4. The votes were unblocked on 18th December, 2014 around 2.30.P.M. in the presence of two witnesses, Mr. S Krishna Rao (106/22, Golden Flats, Mugappair, Chennai-600050) and Ms. M. Suguna (#104, D Block, M.S.Nagar, Chetpet, Chennai - 600031) who are not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.


(S Krishna Rao)


(M. Suguna)

5. Thereafter the details containing, inter alia, list of equity shareholders, who voted "for" and "against", were downloaded from the E-voting website of Central Depository Services Limited (<https://www.evotingindia.com>)
6. The result of the E-Voting is as under:

1. **Resolution 1 - Special Resolution for Granting of powers to create charge on Company's properties under Section 180(1)(a) of the Companies Act, 2013:**

- a) Voted in favour of the resolution:

Number of members voted.	Number of votes cast by them	% of total number of valid votes cast
28	2,72,814	100



Vishal Garg & Associates Company Secretaries

b) Voted against the resolution:

Number of members voted.	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

c) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.

2. Resolution 2 - Special Resolution for granting of powers to make loans or investments and to give guarantees or to provide security under section 186 of the companies act, 2013:

a) Voted in favour of the resolution:

Number of members voted.	Number of votes cast by them	% of total number of valid votes cast
28	2,72,814	100

b) Voted against the resolution:

Number of members voted.	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

c) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.

7. The register, all other papers and relevant records relating E- Voting shall remain in our safe custody until the chairman considers, approves, signs the minutes of declaration of the Postal Ballot Results and then the said register, all other papers and relevant records shall be handed over to the Mr. Dinanath Shyamsundar, Whole-Time Director of the company, for safe keeping.

For VISHAL GARG & ASSOCIATES
COMPANY SECRETARIES

Vishal Kumar Garg

VISHAL KUMAR GARG
PROPRIETOR
ACS - 34062 COP - 13089

Place : Chennai
Date : 20.12.2014





Vishal Garg & Associates Company Secretaries

Report of Scrutinizer – [Postal Ballot Voting]

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies
(Management and Administration) Rules, 2014]

To,

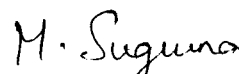
Mr. Dinanath Shyamsundar
Whole-Time Director
M/S. Vitan Agro Industries Limited
(Formerly Vitan Departmental stores & Industries Ltd.)
B-2, Sindur Pantheon Plaza,
346, Pantheon Road,
Egmore, Chennai- 600 008.

Dear Sir,

We, Vishal Garg & Associates, Company Secretaries, have been appointed as Scrutinizer to scrutinize the Postal Ballot voting process in a fair and transparent manner & ascertaining the requisite majority on Postal Ballot voting carried out as per the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, ("Rules") on resolution(s) as mentioned in the Postal Ballot Notice dated, 12th November, 2014, during the period 18th November, 2014 (09.00 A.M. IST.) to 17th December 2014 (05.00 P.M. IST.). We submit our report as under:

1. The Company has completed on 17th November, 2014 the dispatch of Postal Ballot Forms along with self-addressed postage pre-paid envelope to its members whose name(s) appears on the List of Members/List of Beneficiaries as on 07th November, 2014.
2. The shareholders holding shares as on the "cut off" date i.e. 07th November, 2014 were entitled to vote on the proposed resolution as set out in the Postal Ballot Notice of the M/s Vitan Agro Industries Limited (Formerly Vitan Departmental stores & Industries Ltd.) dated 12th November, 2014.
3. There were no votes received through Postal Ballot Form from the shareholders till the Closing of working hrs. on 17th December 2014 (i.e., 5.00 P.M. IST).
4. Two witnesses, Mr. S Krishna Rao (106/22, Golden Flats, Mugappair, Chennai-600050) and Ms. M. Suguna (#104, D Block, M.S.Nagar, Chetpet, Chennai - 600031) who are not in the employment of the company have signed below in confirmation:

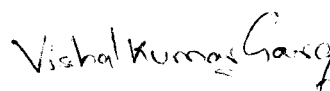

(S Krishna Rao)


(M. Suguna)

5. The register, all other papers and relevant records relating voting through Postal Ballot shall remain in our safe custody until the chairman considers, approves, signs the minutes of declaration of the Postal Ballot Results and then the said register, all other papers and relevant records shall be handed over to the Mr. Dinanath Shyamsundar, Whole-Time Director of the company, for safe keeping.



For VISHAL GARG & ASSOCIATES
COMPANY SECRETARIES



VISHAL KUMAR GARG
PROPRIETOR
ACS - 34062 COP - 13089

Place : Chennai
Date : 20.12.2014