



Vishal Garg & Associates Company Secretaries

Report of Scrutinizer [Combined both Electronic and Physical]

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

To,
The Chairman of 27th Annual General Meeting of the Equity Shareholders of
M/s. **VITAN AGRO INDUSTRIES LIMITED** to be held on 1st September, 2014 at 11.00 A.M.
At B2, Sindur Pantheon Plaza, 346, Pantheon Road, Egmore, Chennai- 600 008

Dear Sir,

I, Vishal Kumar Garg, Proprietor of M/s. Vishal Garg & Associates, Company Secretaries, have been appointed as Scrutinizer for the purpose of the scrutinizing the e-voting and ballot voting process in a fair and transparent manner & ascertaining the requisite majority on voting carried out as per provisions of the Companies Act 2013 and Rules of the Companies (Management and Administration) Rules, 2014 on below mentioned resolution(s), at the 27th Annual General Meeting of the Equity Shareholders of M/s. Vitan Agro Industries Limited to be held on 1st September, 2014 at 11.00 A.M. at B2, Sindur Pantheon Plaza, 346, Pantheon Road, Egmore, Chennai- 600 008.

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 ballot voting on the resolutions contained in the Notice to the 27th Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting and for ballot voting process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated in the Notice, 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 filled in ballot forms returned by the shareholders provided by the company.

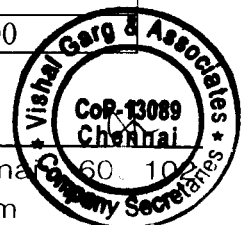
I have issued separate Scrutinizer's Report dated 29th August, 2014 on the e- voting and on the ballot voting on the resolutions contained in the notice to the AGM. As requested by management, I submit herewith my combined report on the results of e-voting together with that of ballot voting as under:

1. The combined result is as under:

a. **Resolution 1 - Adoption of Accounts:**

(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	33	218123	100
Ballot Form	0	0	-
Total	33	218123	100





Vishal Garg & Associates Company Secretaries

(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

b. **Resolution 2 - Appointment of Director in place of retiring Director V. P. Chokani:**

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

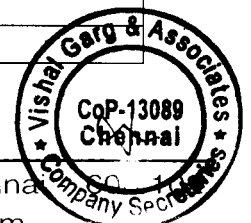
Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	32	173123	100
Ballot Form	0	0	-
Total	32	173123	100

(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





Vishal Garg & Associates Company Secretaries

c. **Resolution 3 - Appointment of Auditor:**

(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	33	218123	100
Ballot Form	0	0	-
Total	33	218123	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

d. **Resolution 4 - Appointment of Mr. Amit Hajarilal Chaurasiya as Independent Director:**

(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	33	218123	100
Ballot Form	0	0	-
Total	33	218123	100





Vishal Garg & Associates Company Secretaries

(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

e. **Resolution 5 - Appointment of Mr. Dinanath Shyamsundar as Whole Time Director for a period from 14th February, 2014 to 13th February, 2017:**

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

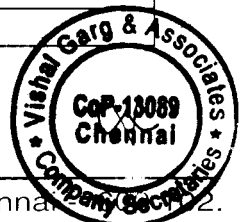
Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	33	218123	100
Ballot Form	0	0	-
Total	33	218123	100

(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





Vishal Garg & Associates Company Secretaries

f. **Resolution 6 - Appointment of Mr. S Krishna Rao as Independent Director:**

(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	33	218123	100
Ballot Form	0	0	-
Total	33	218123	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

g. **Resolution 7 - Granting of Borrowing Powers Under Section 180(1)(c) 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	33	218123	100
Ballot Form	0	0	-
Total	33	218123	100





Vishal Garg & Associates Company Secretaries

(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 electronic voting shall remain in our safe custody until the chairman considers, approves, signs the minutes of the aforesaid Annual general Meeting and the same are handed over to the Company Secretary/Compliance officer/Director for safe keeping.



Place : **Chennai**
Date : **29.08.2014**

For Vishal Garg & Associates
Company Secretaries

Vishal Kumar Garg

VISHAL KUMAR GARG
Proprietor
ACS – 34062 CoP – 13089