



# 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, 12<sup>th</sup> November, 2014, during the Voting period from 18<sup>th</sup> November, 2014 (09.00 A.M. IST.) to 17<sup>th</sup> 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 12<sup>th</sup> 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 20<sup>th</sup> December, 2014 on the E-Voting and on the Postal Ballot Voting on the resolutions contained in the notice of the Postal Ballot dated 12<sup>th</sup> 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



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(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