



# 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,

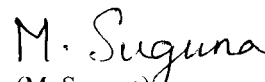
**Mr. Dinanath Shyamsundar**  
**Whole-Time Director**  
**M/S. Vitan Agro Industries Limited**  
(Formerly Vitan Departmental stores & Industries Ltd.)  
B-2, Sindur Pantheon Plaza,  
346, Pantheon Road,  
Egmore, Chennai- 600 008.

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, 12<sup>th</sup> November, 2014, during the E-Voting period 18<sup>th</sup> November, 2014 (09.00 A.M. IST.) to 17<sup>th</sup> December 2014 (05.00 P.M. IST.). We submit our report as under:

1. The Company has completed on 17<sup>th</sup> 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 07<sup>th</sup> November, 2014.
2. The shareholders holding shares as on the "cut off" date i.e. 07<sup>th</sup> 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 12<sup>th</sup> November, 2014.
3. The E-Voting period remained open from 18<sup>th</sup> November 2014 (9.00 A.M. IST.) to 17<sup>th</sup> December 2014 (5.00 P.M. IST.).
4. The votes were unblocked on 18<sup>th</sup> 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



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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

