



SCRUTINIZER'S REPORT

*The Chairman
Amrit Agro Industries Limited
CM-28 (First Floor), Gagan Enclave,
Amrit Nagar, G T Road,
Ghaziabad – 201009 (U.P.)*

Subject : Passing of resolutions through Postal Ballot pursuant to section 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 – Report on e-Voting and Postal Ballots received manually.

Dear Sir,

- 1. I have been appointed as a Scrutinizer for the e-voting process as mentioned under Rule 20(3)(ix) of the Companies (Management and Administration) Rules, 2014 ("the Rules") and for the postal ballots received manually pursuant to the resolution passed by the Board of Directors ("The Board") of Amrit Agro Industries Limited ("The Company") at their meeting held on 12th March, 2015.*
- 2. The Company engaged National Securities Depository Limited as the Service Provider for extending the facility of electronic voting to the shareholders of the Company. The Service Provider provided a system for recording the votes of the Shareholders electronically on two items mentioned in the notice dated 12th March, 2015 sought to be transacted through postal ballot. National Securities Depository Limited had set up e-voting facility on their website, <https://evoting.nsdl.com>. The Company had uploaded all the items of the business to be transacted on the website of its Service Provider to facilitate their shareholders to cast their vote through e-voting.*
- 3. As on the cutoff date there were 3608 Shareholders of the Company. The Postal Ballot Notice was sent in physical form to all the 3608 Shareholders.*
- 4. The Postal Ballot Notices contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014.*
- 5. The cutoff date for the purposes of identifying the Shareholders who will be entitled to vote on the resolutions placed for the approval of the shareholders was 23.03.2015. The e-voting facility was kept open from 29th March, 2015 @9.00 A.M. to 27th April, 2015 @6.00 P.M.*



6. Pursuant to Rule 20(3)(v) of Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, which was published in Financial Express, English Newspaper and in Jansatta, Hindi Newspaper dated 28th March, 2015. The notice published in the newspaper carried the required information as specified in the Rule 20(3)(v) (a) to (g).
7. At the end of the voting period on April 27, 2015 at 6.00 P.M. the voting Portal of the service provider was blocked forthwith. On April 27, 2015 the votes cast through e-voting facility was duly unblocked by me as a Scrutinizer in the presence of Ms. Varsha Joshi and Ms. Shikha Dixit who acted as the witnesses, as prescribed in sub rule 3 (xi) of said Rule 20 of Companies (Management and Administration) Rules, 2014.
8. Particulars of all Votes cast by electronic mode have been entered in the register separately maintained for the purpose in electronic mode.
9. Physical notices were sent to 3608 shareholders along with Postal Ballot Forms and self – addressed postage prepaid business reply envelope to those Members whose name(s) appeared on the Register of Members/ List of Beneficiaries as on 23.03.2015.
10. Particulars of all the postal ballot forms received from the Members have been entered in a electronic register separately maintained for the purpose.
11. The postal ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.
12. The ballot boxes were opened on April 27, 2015 in my presence.
13. The postal ballot forms were duly opened in my presence and scrutinized and the shareholding was matched/ confirmed with the Register of Members of the company/ List of Beneficiaries as on 23.03.2015.
14. All postal ballot forms received up to the close of working hours on April 27, 2015, the last date and time fixed by the company for receipt of the forms were considered for my scrutiny.
15. Envelopes containing postal ballot forms received after 27.04.2015 were not considered for my scrutiny.
16. I didn't find any defaced or mutilated ballot paper.

As a Scrutinizer the report of the e-voting carried by the shareholders and physical postal ballots received were duly complied, the detail of which are as follows.



Resolution No. 1 – Special Resolution under section 186 of the Companies Act, 2013 ('Act') to give loans to any person or any other body corporate including subsidiary companies and / or give any guarantee or provide security in connection with a loan to any person or any other body corporate including subsidiary companies (ies) and / or acquire by way of subscription, purchase or otherwise, the securities of any other body corporate upto an aggregate amount not exceeding Rs.50.00 Crores over and above the limits specified in section 186(2) of the Act.

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Rs.10/- each. (No. of Votes)	% of Valid Votes Received
Total Votes received by electronic mode	43	1924547	N.A.
Total Votes received through physical postal ballot mode	13	251	N.A.
Total Number of Invalid Votes	NIL	NIL	N.A.
Total Number of Valid Votes	56	1924798	100.00 %
Total Number of Votes against the resolution	NIL	NIL	N.A.
Total Number of Votes in favour of Resolution	56	1924798	100.00 %

Resolution No. 2 – Special Resolution under section 180(1)© of the Companies Act ('Act') to borrow in excess of paid-up share capital and free reserves upto a limit of Rs.50.00 Crores.

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Rs.10/- each. (No. of Votes)	% of Valid Votes Received
Total Votes received by electronic mode	43	1924547	N.A.
Total Votes received through physical postal ballot mode	13	251	N.A.
Total Number of Invalid Votes	NIL	NIL	N.A.
Total Number of Valid Votes	56	1924798	100.00 %
Total Number of Votes against the resolution	NIL	NIL	N.A.
Total Number of Votes in favour of Resolution	56	1924798	100.00 %



I have handed over the postal ballot forms and other related papers/ registers and records for safe custody to the Director authorised by the Board to supervise the postal ballot process.

You may accordingly declare the result of the voting by Postal Ballot.

Thanking you,


(CS BALDEV SINGH KASHTWAL)
PRACTISING COMPANY SECRETARY
SCRUTINIZER
C. P. No. 3169



Place : New Delhi

Dated : April 28, 2015

Witness : 1.

Signature : 

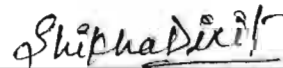
Name : VARSHA JOSHI

Father's name : NAND KISHOR JOSHI

Address : B - 221 BRIJ VIHAR
GHAZIABAD U.P. - 201011

Date : 28.04.2015

Witness : 2.

Signature : 

Name : SHIKHA DIXIT

Father's name : YUVAJ DIXIT

Address : D-266, GANGA VIHAR,
GOKAL PURI, DELHI - 110094

Date : 28.04.2015