

27<sup>th</sup> September, 2019

<b>DCS-CRD</b> National Stock Exchange of India Limited Exchange Plaza Bandra Kurla Complex Bandra (East) Mumbai - 400 051  <b>Symbol: ADFFOODS</b>	<b>DCS-CRD</b> BSE Limited Department of Corporate Services Phiroze Jeejeebhoy Towers Dalal Street Mumbai - 400 001  <b>Scrip Code: 519183</b>
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Dear Sir / Madam,

**Sub: Proceedings/Outcome of 29<sup>th</sup> Annual General Meeting along with Voting Results and Scrutinizer's Report.**


With reference to the above, we wish to inform the exchanges that the 29<sup>th</sup> Annual General Meeting of the Company was held on Wednesday, 25<sup>th</sup> September, 2019 at 12.00 noon at Nadiad, Gujarat and the business as set out in the Notice was duly transacted. In this regard, please find attached herewith the following:

1. Summary of Proceedings of the AGM (Annexure - I)
2. Voting Results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Annexure - II).
3. Consolidated Scrutinizer' Report pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4) of the Companies (Management and Administration) Rules, 2014.

Kindly take the same on record.

Thanking You.

Yours Faithfully,  
For **ADF Foods Limited**

  
**Shalaka Ovalekar**  
Company Secretary.  
Encl: A/a



**CC: Link Intime India Private Limited**  
C101, 247 Park, LBS Marg,  
Vikhroli (W), Mumbai- 400083.



Annexure I


**Based on the Scrutinizer's Report, the following Resolutions as set out in the Notice of the AGM have been passed with requisite majority in the AGM of the ADF Foods Limited held on Wednesday, 25<sup>th</sup> September, 2019:**

1. Adoption of Audited Financial Statements, Report of the Board of Directors and Auditors for financial year ended 31<sup>st</sup> March, 2019 **(Ordinary Resolution)**.
2. Re-appointment of Mr. Bimal R. Thakkar as Director liable to retire by rotation **(Ordinary resolution)**.
3. Re-appointment of Kalyaniwalla & Mistry LLP, Chartered Accountants, as the Statutory Auditors of the Company for the second consecutive term of five years to hold office from the conclusion of this Annual General Meeting till the conclusion of the Annual General Meeting to be held for the Financial year 2023-24 of the Company **(Ordinary Resolution)**.
4. Approval for making structural changes in remuneration of Mr. Bimal Thakkar, Chairman, Managing Director & CEO **(Special Resolution)**.
5. Re-appointment of Mr. Viren Merchant as an Independent Director of the Company for the second consecutive term of five years with effect from September 24, 2019 upto September 23, 2024 **(Special Resolution)**.
6. Re-appointment of Mr. Ravinder Kumar Jain as an Independent Director of the Company for the second consecutive term of five years with effect from September 24, 2019 upto September 23, 2024 **(Special Resolution)**.
7. Appointment of Mr. Jay Mehta as Non-Executive Non-Independent Director **(Ordinary Resolution)**.
8. Renewal of contracts with Related Parties for a duration of three years w.e.f. 1<sup>st</sup> April, 2020 **(Ordinary Resolution)**.
9. Reclassification of shareholding of Mr. Ashok H. Thakkar and Mr. Mishal A. Thakkar from 'Promoter & Promoter Group' category to 'Public' category **(Ordinary Resolution)**.

Kindly note the above and acknowledge receipt.

Thanking you.

Yours faithfully,  
For **ADF Foods Limited**

  
**Shalaka Ovalekar**  
Company Secretary





**Voting Results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure requirements), Regulations, 2015**

Date of the AGM/ EGM	25.09.2019
Total Number of Shareholders on record Date	17,680
No. of Shareholders present in the Meeting either in person or through Proxy:	
Promoter and Promoter Group	2
Public	112



## ADF Foods Limited

Resolution Required : (Ordinary)			1 - Adoption of Audited Annual Financial Statements, Report of the Board of Directors and Auditors for the financial year ended 31st March, 2019.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	6,875,984	3,825,192	55.63	3,825,192	-	100.00	-
	Poll		1,958,022	28.48	1,958,022	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>5,783,214</b>	<b>84.11</b>	<b>5,783,214</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public Institutions	E-Voting	83,497	-	-	-	-	-	-
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
	<b>Total</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public Non Institutions	E-Voting	13,063,238	4,121,193	31.55	4,121,193	-	100.00	-
	Poll		524,557	4.02	524,557	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>4,645,750</b>	<b>35.56</b>	<b>4,645,750</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
<b>Total</b>		<b>20,022,719</b>	<b>10,428,964</b>	<b>52.09</b>	<b>10,428,964</b>	<b>-</b>	<b>100.00</b>	<b>-</b>



## ADF Foods Limited

Resolution Required : (Ordinary)			2 - Re-appointment of Mr. Bimal R. Thakkar (DIN: 00087404) as Director liable to retire by rotation.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	6,875,984	-	0.00	-	0	0.00	0.00
	Poll		-	0.00	-	0	0.00	0.00
	Postal Ballot		-	0.00	-	0	0.00	0.00
	<b>Total</b>		-	<b>0.00</b>	-	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public Institutions	E-Voting	83,497	-	0.00	-	0	0.00	0.00
	Poll		-	0.00	-	0	0.00	0.00
	Postal Ballot		-	0.00	-	0	0.00	0.00
	<b>Total</b>		-	<b>0.00</b>	-	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public Non Institutions	E-Voting	13,063,238	4,121,193	31.55	4,121,123	70	100.00	0.00
	Poll		524,557	4.02	524,407	150	99.97	0.03
	Postal Ballot		-	0.00	-	0	0.00	0.00
	<b>Total</b>		4,645,750	35.56	4,645,530	220	100.00	0.00
<b>Total</b>		<b>20,022,719</b>	<b>4,645,750</b>	<b>23.20</b>	<b>4,645,530</b>	<b>220</b>	<b>100.00</b>	<b>0.00</b>





## ADF Foods Limited

Resolution Required : (Ordinary)			3 - Re-appointment of M/s. Kalyaniwalla & Mistry LLP, Chartered Accountants as the Statutory Auditors of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	6,875,984	3,825,192	55.63	3,825,192	0	100.00	0.00
	Poll		1,958,022	28.48	1,958,022	0	100.00	0.00
	Postal Ballot		-	0.00	-	0	0.00	0.00
	<b>Total</b>		<b>5,783,214</b>	<b>84.11</b>	<b>5,783,214</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-Voting	83,497	-	0.00	-	0	0.00	0.00
	Poll		-	0.00	-	0	0.00	0.00
	Postal Ballot		-	0.00	-	0	0.00	0.00
	<b>Total</b>		<b>-</b>	<b>0.00</b>	<b>-</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public Non Institutions	E-Voting	13,063,238	4,121,193	31.55	4,121,123	70	100.00	0.00
	Poll		524,557	4.02	524,557	0	100.00	0.00
	Postal Ballot		-	0.00	-	0	0.00	0.00
	<b>Total</b>		<b>4,645,750</b>	<b>35.56</b>	<b>4,645,680</b>	<b>70</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>20,022,719</b>	<b>10,428,964</b>	<b>52.09</b>	<b>10,428,894</b>	<b>70</b>	<b>100.00</b>	<b>0.00</b>



## ADF Foods Limited

Resolution Required : (Special)			4 - Approval for making structural changes in remuneration of Mr. Bimal Thakkar, Chairman, Managing Director & CEO.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	6,875,984	-	0.00	-	-	0.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot		-	0.00	-	-	0.00	0.00
	<b>Total</b>		-	<b>0.00</b>	-	-	<b>0.00</b>	<b>0.00</b>
Public Institutions	E-Voting	83,497	-	0.00	-	-	0.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot		-	0.00	-	-	0.00	0.00
	<b>Total</b>		-	<b>0.00</b>	-	-	<b>0.00</b>	<b>0.00</b>
Public Non Institutions	E-Voting	13,063,238	4,121,193	31.55	4,121,123	70	100.00	0.00
	Poll		524,557	4.02	524,357	200	99.96	0.04
	Postal Ballot		-	0.00	-	-	0.00	0.00
	<b>Total</b>		<b>4,645,750</b>	<b>35.56</b>	<b>4,645,480</b>	<b>270</b>	<b>99.99</b>	<b>0.01</b>
<b>Total</b>		<b>20,022,719</b>	<b>4,645,750</b>	<b>23.20</b>	<b>4,645,480</b>	<b>270</b>	<b>99.99</b>	<b>0.01</b>





## ADF Foods Limited

Resolution Required : (Special)

5 - Re-appointment of Mr. Viren A. Merchant (DIN: 00033464) as Independent Director of the Company.

Whether promoter/ promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	No. of shares held	No. of votes	% of Votes Polled	No. of Votes	No. of Votes	% of Votes in	% of Votes against
			polled	on outstanding shares	- in favour	-Against	favour on votes polled	on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	6,875,984	3,825,192	55.63	3,825,192	-	100.00	0.00
	Poll		1,958,022	28.48	1,958,022	-	100.00	0.00
	Postal Ballot		-	0.00	-	-	0.00	0.00
	<b>Total</b>		<b>5,783,214</b>	<b>84.11</b>	<b>5,783,214</b>	<b>-</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-Voting	83,497	-	0.00	-	-	0.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot		-	0.00	-	-	0.00	0.00
	<b>Total</b>		<b>-</b>	<b>0.00</b>	<b>-</b>	<b>-</b>	<b>0.00</b>	<b>0.00</b>
Public Non Institutions	E-Voting	13,063,238	4,121,193	31.55	4,121,123	70	100.00	0.00
	Poll		446,057	3.41	445,907	150	99.97	0.03
	Postal Ballot		-	0.00	-	-	0.00	0.00
	<b>Total</b>		<b>4,567,250</b>	<b>34.96</b>	<b>4,567,030</b>	<b>220</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>20,022,719</b>	<b>10,350,464</b>	<b>51.69</b>	<b>10,350,244</b>	<b>220</b>	<b>100.00</b>	<b>0.00</b>





## ADF Foods Limited

Resolution Required : (Special)		6 - Re-appointment of Mr. Ravinder Kumar Jain (DIN: 00652148) as Independent Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	6,875,984	3,825,192	55.63	3,825,192	-	100.00	0.00
	Poll		1,958,022	28.48	1,958,022	-	100.00	0.00
	Postal Ballot		-	0.00	-	-	0.00	0.00
	<b>Total</b>		<b>5,783,214</b>	<b>84.11</b>	<b>5,783,214</b>	<b>-</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-Voting	83,497	-	0.00	-	-	0.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot		-	0.00	-	-	0.00	0.00
	<b>Total</b>		<b>-</b>	<b>0.00</b>	<b>-</b>	<b>-</b>	<b>0.00</b>	<b>0.00</b>
Public Non Institutions	E-Voting	13,063,238	4,121,193	31.55	4,121,123	70	100.00	0.00
	Poll		472,688	3.62	472,688	-	100.00	0.00
	Postal Ballot		-	0.00	-	-	0.00	0.00
	<b>Total</b>		<b>4,593,881</b>	<b>35.17</b>	<b>4,593,811</b>	<b>70</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>20,022,719</b>	<b>10,377,095</b>	<b>51.83</b>	<b>10,377,025</b>	<b>70</b>	<b>100.00</b>	<b>0.00</b>



## ADF Foods Limited

Resolution Required : (Ordinary)

7 - Appointment of Mr. Jay Mehta (DIN: 00152072) as a Non-Executive Non-Independent Director.

Whether promoter/ promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	6,875,984	3,825,192	55.63	3,825,192	-	100.00	0.00
	Poll		1,958,022	28.48	1,958,022	-	100.00	0.00
	Postal Ballot		-	0.00	-	-	0.00	0.00
	<b>Total</b>		<b>5,783,214</b>	<b>84.11</b>	<b>5,783,214</b>	<b>-</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-Voting	83,497	-	0.00	-	-	0.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot		-	0.00	-	-	0.00	0.00
	<b>Total</b>		<b>-</b>	<b>0.00</b>	<b>-</b>	<b>-</b>	<b>0.00</b>	<b>0.00</b>
Public Non Institutions	E-Voting	13,063,238	4,121,193	31.55	4,121,193	-	100.00	0.00
	Poll		524,457	4.01	524,307	150	99.97	0.03
	Postal Ballot		-	0.00	-	-	0.00	0.00
	<b>Total</b>		<b>4,645,650</b>	<b>35.56</b>	<b>4,645,500</b>	<b>150</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>20,022,719</b>	<b>10,428,864</b>	<b>52.09</b>	<b>10,428,714</b>	<b>150</b>	<b>100.00</b>	<b>0.00</b>





## ADF Foods Limited

Resolution Required : (Ordinary)			8 - Approval for renewal of Related Party Contracts.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	6,875,984	-	0.00	-	-	0.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot		-	0.00	-	-	0.00	0.00
	<b>Total</b>		-	<b>0.00</b>	-	-	<b>0.00</b>	<b>0.00</b>
Public Institutions	E-Voting	83,497	-	0.00	-	-	0.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot		-	0.00	-	-	0.00	0.00
	<b>Total</b>		-	<b>0.00</b>	-	-	<b>0.00</b>	<b>0.00</b>
Public Non Institutions	E-Voting	13,063,238	4,121,193	31.55	4,121,193	-	100.00	0.00
	Poll		523,857	4.01	523,657	200	99.96	0.04
	Postal Ballot		-	0.00	-	-	0.00	0.00
	<b>Total</b>		4,645,050	35.56	4,644,850	200	100.00	0.00
<b>Total</b>		<b>20,022,719</b>	<b>4,645,050</b>	<b>23.20</b>	<b>4,644,850</b>	<b>200</b>	<b>100.00</b>	<b>0.00</b>



## ADF Foods Limited

Resolution Required : (Ordinary)		9 - Reclassification of shareholding of Mr. Ashok H. Thakkar and Mr. Mishal A. Thakkar from 'Promoter & Promoter Group' category to 'Public' category.						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	6,875,984	-	0.00	-	-	0.00	0.00
	Poll							
	Postal Ballot		-	0.00	-	-	0.00	0.00
	<b>Total</b>		-	<b>0.00</b>	-	-	<b>0.00</b>	<b>0.00</b>
Public Institutions	E-Voting	83,497	-	0.00	-	-	0.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot		-	0.00	-	-	0.00	0.00
	<b>Total</b>		-	<b>0.00</b>	-	-	<b>0.00</b>	<b>0.00</b>
Public Non Institutions	E-Voting	13,063,238	4,121,193	31.55	4,121,193	-	100.00	0.00
	Poll		524,557	4.02	524,407	150	99.97	0.03
	Postal Ballot		-	0.00	-	-	0.00	0.00
	<b>Total</b>		<b>4,645,750</b>	<b>35.56</b>	<b>4,645,600</b>	<b>150</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>20,022,719</b>	<b>4,645,750</b>	<b>23.20</b>	<b>4,645,600</b>	<b>150</b>	<b>100.00</b>	<b>0.00</b>





# S.S.RISBUD & CO.

Company Secretaries

303, Sai Anand, Subhash Nagar, Chendani Koliwada, Mith Bunder Road, Thane (E) - 400 603  
Ph No: 022 25328047 Email: sanjayrisbud@yahoo.com

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## SCRUTINIZER'S REPORT - COMBINED

To,

The Chairman of 29<sup>th</sup> Annual General Meeting of the Members of ADF FOODS LIMITED (the Company) held on Wednesday, 25<sup>th</sup> September, 2019 at Nadiad Nagar Palika Ipcowala Town Hall, Near City Point, Paras Circle, Santram Road, Nadiad - 387 001, Gujarat

Dear Sir,

1. I, Sanjay S. Risbud, Company Secretary in Practice, have been appointed as Scrutinizer by the Board of Directors of ADF FOODS LIMITED ('the Company') for the purpose of scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 ("the 2013 Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules).
2. I have issued separate Scrutinizers Report dated 27<sup>th</sup> September, 2019 on the remote E-voting.
3. I have also been appointed as Scrutinizer by the Chairman of the Annual General Meeting (AGM) on poll under the provisions of Section 109 of the 2013 Act read with Rule 21 of the Rules, on the Resolutions contained in the Notice to the 29<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company, held on the 25<sup>th</sup> September, 2019 at Nadiad Nagar Palika Ipcowala Town Hall, Near City Point, Paras Circle, Santram Road, Nadiad - 387 001, Gujarat.
4. I have issued separate Scrutinizer's Report dated 27<sup>th</sup> September, 2019 on the poll on the Resolutions contained in the Notice to the AGM. As requested by the management, I submit herewith my combined report on the result of e-voting together with that of Poll as under:



# S.S.RISBUD & CO.

Company Secretaries

303, Sai Anand, Subhash Nagar, Chendani Koliwada, Mith Bunder Road, Thane (E) - 400 603

Ph No: 022 25328047 Email:sanjayrisbud@yahoo.com

Item No. of Notice	Votes in favour of the resolution		Votes against the resolution		Invalid votes	Not Voted
	No. of Shares	% of total number of valid votes cast	No. of shares	% of total number of valid Votes cast	No. of shares	No. of cases
1. To receive, consider & adopt the Audited Balance Sheet, Statement of Profit and Loss, Report of the Board of Directors and Auditors for the year ended 31 <sup>st</sup> March, 2019 (Ordinary Resolution)	10428964	100%	0	0	0	0
2. To appoint a Director in place of Mr. Bimal R. Thakkar (DIN: 00087404) who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution)	46,45,530	99.99%	220	0.01%	0	0
3. To re-appoint M/s. Kalyaniwalla & Mistry LLP, Chartered Accountants as the Statutory Auditors and to authorize the Board of Directors to fix their remuneration. (Ordinary Resolution)	10428894	99.99%	70	0.01%	0	0





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4. Approval for making structural changes in remuneration of Mr. Bimal Thakkar, Chairman, Managing Director & CEO (Special Resolution)	4645480	99.99%	270	0.01%	0	0
5. Re-appointment of Mr. Viren A. Merchant (DIN: 00033464) as Independent Director of the Company. (Special Resolution)	10350244	99.99%	220	0.01%	0	0
6. Re-appointment of Mr. Ravinder Kumar Jain (DIN: 00652148) as Independent Director of the Company. (Special Resolution)	10377025	99.99%	70	0.01%	0	0
7. Appointment of Mr. Jay Mehta as a Non-Executive Non-Independent Director of the company. (Ordinary Resolution)	10428714	99.99%	150	0.01%	0	0
8. Approval for renewal of Related Party contracts (Ordinary Resolution)	4644850	99.99%	200	0.01%	0	0
9. Reclassification of shareholding of Mr. Ashok H. Thakkar and Mr. Mishal A. Thakkar from 'Promoter & Promoter Group' category to 'Public' category. (Ordinary Resolution)	4645600	99.99%	150	0.01%	0	0



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5. 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 & poll on the resolutions contained in the Notice to the 29<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company. My responsibility as scrutinizer for the e-voting process and for poll at the AGM is restricted to make Scrutinizer Report of the votes cast "In favour" or "Against" the Resolutions stated above based on the reports generated from the e-voting system provided by Link Intime India Private Limited, the authorized agency engaged by the company to provide remote e-voting and result of the Poll.

Thanking you.

Yours Sincerely,  
**For S.S. RISBUD & CO.**  
Company Secretaries

  
Sanjay S. Risbud  
Proprietor  
C.P. No. 5117



Place: Thane  
Date: 27.09.2019