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Pranay Patel & Associates
Company Secretaries

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# Scrutinizer's Report

**[Pursuant to Section 108 of the Companies Act, 2013 and rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014]**

To

**Date: 30th August, 2014**

The Chairman of **23rd** Annual General Meeting of the Members of
**Sanwaria Agro Oils Limited** (the Company, CIN **L15143MP1991PLC006395**)
to be held on the **1st Day of September**, 2014 at E-1/1, Arera Colony,
Bhopal- 462016, Madhya Pradesh

Dear Sir,

1. I, **Pranay Patel,** a Company Secretary in practice, have been appointed as a scrutinizer by the Board of Directors of **Sanwaria Agro Oils Limited** (the company) for the purpose of scrutinizing the e-voting process under the provisions of section 108 of companies act, 2013(the 2013 act) read with rule 20 of the companies (management and administration) rules, 2014 (rules) and

2. The management of the company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules relating to e-voting and poll on the resolution contained in the notice to the **23rd** Annual General Meeting (AGM) of members of the company. my responsibility as a scrutinizer's 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 **karvy computershare private limited** (karvy), the authorized agency engaged by the company to provide e-voting facilities for e-voting.

3. Further to the above, I submit herewith my report on the results of e-voting as under:-

i. The e-voting period remained open from Wednesday, 27th August, 2014 (9.00 AM) to Friday, 29th August, 2014 (6.30 P.M.)

ii. The members of the company as on the cut off date i.e. 25th July, 2014 were entitled to vote on the resolutions (item no. 1 to 16 as set out in the notice of the 23rd AGM of the company)

iii. The votes cast were unblocked on August, 29th (after the closing time i.e. 6.30 pm) in the presence of 2 witness, Mr. Santosh Morandani and Mr. Prateek Patel who are not in employment of the company. They have signed the below in confirmation of the votes being unblocked in their presence.

**Witness:**

Santosh

Name: Santosh Morandani

Name: Prateek Patel

PRANAY PATEL & ASSOCIATES * COMPANY SECRETARIES * ACS-24751 CP - 11522

iv. Thereafter the details containing *inter alia,* list if equity shareholders, who voted 'for', 'against' each of resolutions that were put to vote, were generated from the e-voting website of Karvy Computershare Private Limited ('Karvy') from their portal https://evoting.karvy.com and based on such reports generated , the result of the e-voting is as under:

| Item no. of notice | Votes in favour of the resolution | | Votes against the resolution | | Invalid votes |
|---|---|---|---|---|---|
| | Nos. | % of total number of valid votes cast (Favour and Against) | Nos. | % of total number of valid votes cast (Favour and Against) | Nos. |
| Item No. 1 of the Notice(As an Ordinary Resolution) | 254495437 | 99.9997% | 750 | 0.0003% | NIL |
| Item No. 2 of the Notice(As an Ordinary Resolution) | 254494417 | 99.9993% | 1770 | 0.0007% | NIL |
| Item No. 3 of the Notice(As an Ordinary Resolution) | 254494437 | 99.9993% | 1750 | 0.0007% | NIL |
| Item No. 4 of the Notice(As an Ordinary Resolution) | 254495437 | 99.9997% | 750 | 0.0003% | NIL |
| Item No. 5 of the Notice(As an Special Resolution) | 254494437 | 99.9993% | 1750 | 0.0007% | NIL |
| Item No. 6 of the Notice(As an Ordinary Resolution) | 254495337 | 99.9997% | 850 | 0.0003% | NIL |
| Item No. 7 of the Notice(As an Ordinary Resolution) | 254495337 | 99.9997% | 850 | 0.0003% | NIL |
| Item No. 8 of the Notice(As an Ordinary Resolution) | 254495337 | 99.9997% | 850 | 0.0003% | NIL |
| Item No. 9 of the Notice(As an Ordinary Resolution) | 254494337 | 99.9993% | 1850 | 0.0007% | NIL |
| Item No. 10 of the Notice(As an Ordinary Resolution) | 254495337 | 99.9997% | 850 | 0.0003% | NIL |





| | | | | | |
|---|---|---|---|---|---|
| Item No. 11 of the Notice(As an Ordinary Resolution) | 254495337 | 99.9997% | 850 | 0.0003% | NIL |
| Item No. 12 of the Notice(As an Ordinary Resolution) | 254495337 | 99.9997% | 850 | 0.0003% | NIL |
| Item No. 13 of the Notice(As an Ordinary Resolution) | 254495337 | 99.9997% | 850 | 0.0003% | NIL |
| Item No. 14 of the Notice(As an Ordinary Resolution) | 254494337 | 99.9993% | 1850 | 0.0007% | NIL |
| Item No. 15 of the Notice(As an Special Resolution) | 254495437 | 99.9997% | 750 | 0.0003% | NIL |
| Item No. 16 of the Notice(As an Special Resolution) | 254494437 | 99.9993% | 1750 | 0.0007% | NIL |

Thanking you,

Yours faithfully

PRANAY PATEL & ASSOCIATES * COMPANY SECRETARIES *
ACS-24751
CP - 11522

**Pranay Patel**
Practicing company secretary
Membership No. ACS-24751
Date: **30th August, 2014**