

P.L. SHETTIGAR
Company Secretary in Whole-time Practice
(Manek Hall Monaa Hotels Pvt. Ltd. 2 East Street, Pune – 411001)

E-mail : laxmanshettigar@rediffmail.com

Phone: 020- 26990048

Mob. No. : 9422026291

FORM No. MGT-13
Report of Scrutinizer(s)

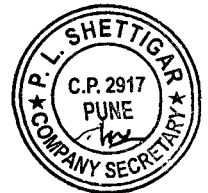
[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
Mrs. Anuradha J. Desai,
Chairperson,
42nd Annual General Meeting
of the Equity Shareholders of
Venky's (India) Limited

Dear Madam,

I, Parkala Laxmana Shettigar, appointed as Scrutinizer for the purpose of ascertaining votes casted through electronic mode and poll taken on the below mentioned resolution(s), at the 42nd Annual General Meeting of the Equity Shareholders of Venky's (India) Limited, held on Wednesday, 26th September, 2018 at 10.30 am at Sheraton Grand Pune Bund Garden Hotel, RBM Road, Near Pune Railway Station, Pune - 411001, submit my report as under:

1. After the time fixed for closing of the poll by the Chairperson, Three (3) ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. There were no poll papers, which were incomplete and/or which were otherwise found defective. Hence no poll papers have been treated as invalid.
4. The e-voting facility to shareholders was kept open for a period of 3 days from 23rd September, 2018 (10.00 a.m. IST) till 25th September, 2018 (05.00 p.m. IST).
5. After the end of the voting period and after the end of Annual General Meeting the votes were unblocked in front of Mr. Anurag Shah and Mr. Sudhir Patil (2 independent witnesses).
6. The consolidated result of E-Voting and Poll is as under:



ITEM NO. 1

Resolution: Approval of audited financial statements for the year ended 31st March, 2018.

(i) voted in favour of Resolution:

Number of Members present and voting (in person or by proxy or electronic mode)	Number of votes cast by them	% of total number of valid vote cast
202	8357451	99.86

(ii) Voted **against** the Resolution:

Number of Members present and voting (in person or by proxy or electronic mode)	Number of votes cast by them	% of total number of valid vote cast
4	11466	0.14

(iii) Invalid / Abstained Votes:

Total number of Members (in person or by proxy or through electronic mode whose votes were declared invalid or abstained from voting)	Total number of votes cast by them / eligible to be casted by them.
7	92506

ITEM NO. 2

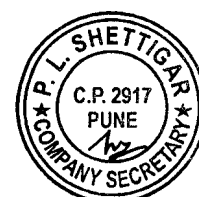
Resolution: Declaration of dividend on equity shares (80% i.e. Rs.8/- per equity share).

(i) voted in favour of Resolution:

Number of Members present and voting (in person or by proxy or electronic mode)	Number of votes cast by them	% of total number of valid vote cast
212	8461420	99.99

(ii) Voted **against** the Resolution:

Number of Members present and voting (in person or by proxy or electronic mode)	Number of votes cast by them	% of total number of valid vote cast
1	3	0.01



(iii) Invalid / Abstained Votes:

Total number of Members (in person or by proxy or through electronic mode whose votes were declared invalid or abstained from Voting)	Total number of votes cast by them / eligible to be casted by them,
NIL	NIL

ITEM NO. 3

Resolution: To appoint a Director in place of Mrs. Anuradha J. Desai (holding DIN 00012212), who retires by rotation and being eligible offers herself for re-appointment.

(i) voted **in favour** of Resolution:

Number of Members present and voting (in person or by proxy or electronic mode)	Number of votes cast by them	% of total number of valid vote cast
185	509838	84.73

(ii) Voted against the Resolution:

Number of Members present and voting (in person or by proxy or electronic mode)	Number of votes cast by them	% of total number of valid vote cast
14	91865	15.27

(iii) Invalid / Abstained Votes:

Total number of Members (in person or by proxy or through electronic mode whose votes were declared invalid or abstained from voting)	Total number of votes cast by them / eligible to be casted by them
14	7859720

ITEM NO. 4

Resolution: To ratify appointment of M/s. B D Jokhakar & Co. as Statutory Auditors.

(i) voted **in favour** of Resolution:

Number of Members present and voting (in person or by proxy or electronic mode)	Number of votes cast by them	% of total number of valid vote cast
202	8395573	99.80



(ii) Voted **against** the Resolution:

Number of Members present and voting (in person or by proxy or electronic mode)	Number of votes cast by them	% of total number of valid vote cast
7	16023	0.20

(iii) Invalid Votes / Abstained:

Total number of Members (in person or by proxy or through electronic mode whose votes were declared invalid or abstained from voting)	Total number of votes cast by them / eligible to be casted by them
4	49827

ITEM NO.5

Resolution: To ratify the remuneration of Cost Auditor appointed for the financial year 2018-19 which shall be not exceeding Rs.3,60,000/-.

(i) voted **in favour** of Resolution:

Number of Members present and voting (in person or by proxy or electronic mode)	Number of votes cast by them	% of total number of valid vote cast
203	8400098	99.86

(ii) Voted **against** the Resolution:

Number of Members present and voting (in person or by proxy or electronic mode)	Number of votes cast by them	% of total number of valid vote cast
6	11498	0.14

(iii) Invalid Votes / Abstained:

Total number of Members (in person or by proxy or through electronic mode whose votes were declared invalid or abstained from Voting)	Total number of votes cast by them
4	49827



ITEM NO.6

Resolution: To confirm re-appointment of Mr. B. Balaji Rao as Managing Director for a further period of 5 years w.e.f. 1st November, 2017.

(i) voted **in favour** of Resolution:

Number of Members present and voting (in person or by proxy or electronic mode)	Number of votes cast by them	% of total number of valid vote cast
203	529396	97.25

(ii) Voted **against** the Resolution:

Number of Members present and voting (in person or by proxy or electronic mode)	Number of votes cast by them	% of total number of valid vote cast
6	14997	2.75

(iii) Invalid / Abstained Votes:

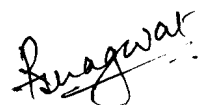
Total number of Members (in person or by proxy or through electronic mode whose votes were declared invalid or abstained from voting)	Total number of votes cast by them / eligible to be casted.
4	7917030

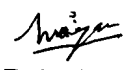
5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,
Yours faithfully,

Place: Pune
Dated: 26.09.2018


Rohan Bhagwat
Company Secretary
(Authorised person for countersigning the report)


P. L. Shettigar
Practicing Company Secretary
CP No. 2917

