V Suresh, M.Com FCS LL.B PGDFM
Practising Company Secretary

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Scrutinizer's Report
[Pursuant to section 108 of Companies Act, 2013 and rule 20 (3) (xi) of the Companies (Management and Administration) Rules, 2014]

To
The Chairman of 28th Annual General Meeting of the members of
AVT NATURAL PRODUCTS LIMITED (the Company) to be held on the 25th day of July, 2014 at Hotel Vestin Park, 'Palki Hall', No.39, Montieth Road, Egmore, Chennai – 600 008.

Dear Sir,

1. I, V Suresh, a Company Secretary in practice, have been appointed by the Board of Directors of AVT NATURAL PRODUCTS LIMITED (the Company) as a scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the notice to the 28th Annual General Meeting (AGM) of the members of the Company, to be held on the 25th day of July, 2014 at Hotel Vestin Park, 'Palki Hall', No.39, Montieth Road, Egmore, Chennai – 600 008.

2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice of 28th Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make 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 Central Depository Services (India) Limited, India , the authorized agency to provide e-voting facilities, engaged by the Company.

3. Further to the above, I submit my report as under:-

i. The e-voting period remained open from Sunday, 20th July 2014 (9.00 A.M.) to Tuesday, 22nd July 2014 (6.00 P.M.)

ii. The members of the Company as on the "cut-off" date i.e. 27.06.2014 were entitled to vote on the resolutions (items no. 1 to 8 as set out in the notice of the 28th AGM of the Company.)

V. SURESH
CP No. 6032
Company Secretary

iii. The votes cast were unblocked on 23rd July 2014 and in the presence of 2 witnesses Ms. Subashree R S and Mr. Udaya Kumar K R, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Subashree R S

Udayakumar K R

iv. Thereafter, the details containing inter alia, list of Equity Share Holders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of Central Depository Services (India) Limited, India (i.e.) www.evotingindia.co.in and based on such reports generated, the result of the e-voting is as under:

ITEM NO. 1:

Ordinary Resolution for Adoption of Accounts for the year ended 31.03.2014

(i) Voted **in favour** of the resolution:

No. of Members	No. of Folios	Number of votes cast by them	% of total number of valid votes cast
26	27	11,45,59,296	100.00

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

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL

V. SURESH CP No. 6032 Company Secretary

ITEM NO. 2

Ordinary Resolution for declaration of Dividend

(i) Voted **in favour** of the resolution:

No. of Members	No. of Folios	Number of votes cast by them	% of total number of valid votes cast
26	27	11,45,59,296	100.00

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

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL

ITEM No. 3:

Ordinary Resolution for Re-appointment of Mr. Habib Hussain as Director

(i) Voted **in favour** of the resolution:

No. of Members	No. of Folios	Number of votes cast by them	% of total number of valid votes cast
25	26	11,43,59,296	100.00

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

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL

V. SURESH
CP No. 6032
Company Secretary

ITEM NO. 4:

Ordinary Resolution for Re-appointment of Mr. Ajit Thomas as Director

(i) Voted **in favour** of the resolution:

No. of Members	No. of Folios	Number of votes cast by them	% of total number of valid votes cast
26	27	11,45,59,296	100.00

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

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL

ITEM NO. 5:

Ordinary Resolution for Re-appointment of Auditors

(i) Voted **in favour** of the resolution:

No. of Members	No. of Folios	Number of votes cast by them	% of total number of valid votes cast
26	27	11,45,59,296	100.00

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

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL

V. SURESH CP No. 6032 Company Secretary

ITEM NO. 6

Special Resolution for Appointment of Mr. M.A. Alagappan as an Independent Director

(i) Voted **in favour** of the resolution:

No. of Members	No. of Folios	Number of votes cast by them	% of total number of valid votes cast
26	27	11,45,59,296	100.00

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

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL

ITEM NO. 7

Special Resolution for Appointment of Mr. Shyam B.Ghia as an Independent Director

(i) Voted **in favour** of the resolution:

No. of Members	No. of Folios	Number of votes cast by them	% of total number of valid votes cast
26	27	11,45,59,296	100.00

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

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

V. SURESH
CP No. 6032
Company Secretary

(iii) **Invalid** votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL

ITEM NO 8

Special Resolution for Appointment of Mr. P. Shankar as an Independent Director

(i) Voted **in favour** of the resolution:

No. of Members	No. of Folios	Number of votes cast by them	% of total number of valid votes cast
26	27	11,45,59,296	100.00

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

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL

Thanking You,
Yours faithfully,

V SURESH CP No. 6032 Company Secretary

V Suresh
Practising Company Secretary
C.P No 6032
Place: Chennai
Date: 23.07.2014