

*Sadashiv V. Shet*

B.A., B.Com, LL.B, F.C.S.  
**Company Secretary**

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**Consolidated Scrutinizer's Report**  
on voting through ballot paper and through remote e-voting

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015]**

To,  
The Chairperson for the Annual General Meeting of Equity Shareholders  
**Hindustan Foods Limited**  
held on Friday, 21st September, 2018 at 10:30 a.m.  
at Dempo House, Campal, Panaji-Goa 403 001

Dear Sir,

I, Sadashiv V. Shet, Practicing Company Secretary, had been appointed as a Scrutinizer for the purpose of scrutinizing the voting on the below mentioned resolutions through ballot paper at the 33rd Annual General Meeting (33rd AGM) of the Equity Shareholders of Hindustan Foods Limited held on Friday the 21st September 2018 at 10.30 a.m., at Dempo House, Campal, Panaji-Goa 403001 and through remote e-voting during the period started from Tuesday, 18<sup>th</sup> September, 2018 (9.00 a.m. IST) and end on Thursday, 20<sup>th</sup> September, 2018 (5.00 p.m. IST) in a fair and transparent manner and for ascertaining the requisite majority on voting through ballot paper and remote e-voting carried out as per the provisions of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015.

I hereby submit as under:

1. The remote e-voting period remained open from Tuesday, 18<sup>th</sup> September, 2018 (9.00 a.m. IST) and end on Thursday, 20<sup>th</sup> September, 2018 (5.00 p.m. IST) and was disabled for voting thereafter.
2. The Shareholders holding shares as on the "cut-off" date i.e 14th September, 2018 were entitled to vote on the proposed resolutions contained in the notice of the 33rd AGM.
3. One ballot box kept for the purpose of voting through ballot paper was locked in my presence with due identification marks placed by me.
4. The locked ballot box was subsequently opened in my presence and the ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company / Registrar and Share Transfer Agents of the Company and the authorizations lodged with the Company.
5. I did not find any ballot paper invalid.



A handwritten signature in black ink, appearing to be "Sadashiv V. Shet", written over the circular stamp.

6. After counting the votes cast by the shareholders present at the 33rd AGM through ballot paper, the votes casted through remote e-voting were unblocked on 21<sup>st</sup> September 2018 at around 1.40 p.m. in the presence of two witnesses, Ms. Sushma Bandekar and Ms. Rakhi Malkarnekar, who are not in employment of the Company.
7. The consolidated report on the result of the voting through ballot paper and remote e-voting are as under:

**Item no. 1: Ordinary Resolution**

Adoption of Audited Financial Statements of the Company together with Directors' Report & Auditors' Report for the financial year ended 31st March, 2018.

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

Particulars of Voting	Number of share-holders voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Paper	48	10520508	-
Remote e-voting	9	39517	-
<b>Total</b>	<b>57</b>	<b>10560025</b>	<b>100.000</b>

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

Particulars of Voting	Number of share-holders voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Paper	0	0	-
Remote e-voting	0	0	-
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.000</b>

(iii) Invalid votes:

Particulars of Voting	Total number of shareholders whose votes were declared invalid	Total number of votes cast by them
Ballot Paper	0	0
Remote e-voting	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

**Item no. 2: Ordinary Resolution**

Re-appointment of Mr. Nikhil Vora (DIN 05014606) Director, retiring by rotation.



(i) Voted in favour of the resolution:

Particulars of Voting	Number of share-holders voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Paper	48	10520508	-
Remote e-voting	8	26701	-
<b>Total</b>	<b>56</b>	<b>10547209</b>	<b>99.8786</b>

(ii) Voted against the resolution:

Particulars of Voting	Number of share-holders voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Paper	0	0	-
Remote e-voting	1	12816	-
<b>Total</b>	<b>1</b>	<b>12816</b>	<b>0.1214</b>

(iii) Invalid votes:

Particulars of Voting	Total number of shareholders whose votes were declared invalid	Total number of votes cast by them
Ballot Paper	0	0
Remote e-voting	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

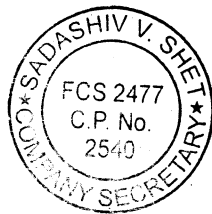
The Register, all other papers and relevant records relating to remote e-voting and voting through ballot papers shall remain in our safe custody until the Chairperson considers, approves and signs the Minutes of the aforesaid 33<sup>rd</sup> AGM and thereafter the same would be handed over to the Company Secretary for safe keeping.

I report that all the Resolutions have been passed by the Shareholders by the requisite majority.

Thanking you,

Yours faithfully,

(Sadashiv V. Shet)  
Practicing Company Secretary  
Membership No. 2477  
C. P. No. 2540



Witness 1: Sushma Bandekar

2: Rakhi Malkarnekar

Date: 21<sup>st</sup> September, 2018  
Place: Panaji-Goa.