

GUPTA JALAN & ASSOCIATES

CHARTERED ACCOUNTANTS

Scrutinizer Report

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules 2014)

To
The Chairman
Kumar Food Industries Limited
1102-F, Pearls Business Park,
Netaji Subhash Place, Pitampura,
New Delhi- 110034

Sub: Scrutinizer's Report on Passing of Resolution through postal ballot paper under Section 110 of the Companies Act, 2013 (the Act) read with Companies (Management and Administration) Rules 2014 and other relevant provisions if any of the Companies Act, 2013, along with rules as may be prescribed therein (including any statutory modification or re-enactment thereof)

Dear Sir(s),

In terms of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules 2014, the Company vide Board Resolution dated 5.10.2016 has appointed me as the Scrutinizer for conducting the postal ballot voting process for passing the resolutions to be passed at 25th Annual General Meeting of the Members held on Tuesday on 15th day of November, 2016, at 12:30 P.M. at 11th Floor, Pearls Business Park, Netaji Subhash Place, Pitampura, New Delhi- 110034.

Further I hereby submit the report as under:

1. The management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and rules relating to postal ballot process on the resolutions contained in the Notice of the 25th Annual General Meeting of the Members of the Company.



2. My responsibilities as a scrutinizer for voting through postal ballot at the AGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above.
3. The Shareholders holding shares as on the "Cut-off" Date 11th November, 2016 were entitled to vote on the proposed resolutions stated in the Notice to the AGM of the Company.
4. As per the requirement of the Companies Act, 2013 the particulars of all forms received from the members have been registered in a register maintained separately for the purpose.
5. After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling were locked in my presence with due identification marks placed by me.
6. The locked ballot box was subsequently opened by me in the presence of two witnesses who were not in employment of the company and ballot papers were diligently scrutinized by me. The ballot papers were reconciled with the records maintained by the Company.
7. I did not find any ballot papers invalid.
8. The result of poll via ballot process is as under.



ORDINARY BUSINESS:-

RESOLUTION NO. 1- ORDINARY RESOLUTION

To receive, consider and adopt the Audited Statement of Profit and Loss for the year ended 31st March, 2016 and the Balance Sheet as on that date and the Reports of the Director's & Auditor's thereon.

<u>Particulars</u>	<u>No. of Members Voted</u>	<u>Votes in favour of the Resolution</u>		<u>Votes against the Resolution</u>		<u>Invalid Votes</u>
		Nos.	% of Total Number of valid votes cast (Favour and Against)	Nos.	% of Total Number of valid votes cast (Favour and Against)	
Voting at the Meeting	13	1563700	100	Nil	Nil	Nil

RESOLUTION NO. 2 – ORDINARY RESOLUTION

To appoint a Director in place of Mr. Kewal Krishan Kumar (holding DIN: 00042504), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.

<u>Particulars</u>	<u>No. of Members Voted</u>	<u>Votes in favour of the Resolution</u>		<u>Votes against the Resolution</u>		<u>Invalid Votes</u>
		Nos.	% of Total Number of valid votes cast (Favour and Against)	Nos.	% of Total Number of valid votes cast (Favour and Against)	
Voting at the Meeting	13	1563700	100	Nil	Nil	



RESOLUTION NO. 3 – ORDINARY RESOLUTION

“RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 & the rules framed thereunder, as amended from time to time, the Company hereby ratifies the appointment of M/s. Raman Bhuraria & Associates, Chartered Accountants, (Reg. No. 009103N), as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting, till the conclusion of the Twenty Sixth Annual General Meeting of the Company to be held in the year 2017, at such remuneration plus Service Tax and reimbursement of out of pocket expenses etc. incurred by them for the purpose of audit as may be decided by the Board of Directors in consultation with the Auditors.”

<u>Particulars</u>	<u>No. of Members Voted</u>	<u>Votes in favour of the Resolution</u>		<u>Votes against the Resolution</u>		<u>Invalid Votes</u>
		Nos.	% of Total Number of valid votes cast (Favour and Against)	Nos.	% of Total Number of valid votes cast (Favour and Against)	
Voting at the Meeting	13	1563700	100	Nil	Nil	Nil

SPECIAL BUSINESS

RESOLUTION NO. 4 – ORDINARY RESOLUTION

“RESOLVED THAT pursuant to the provisions of section 149, 152, 160 and all other applicable provisions of the Companies Act, 2013 read with rules made thereunder , Ms. Manju Sharma who was appointed as an Additional Director on the Board of the Company with effect from June 20th, 2016 in terms of Section 161 of the Companies Act, 2013 and the Article of Association of the Company and who holds the office up to the date of this Annual General Meeting, and in respect of whom a notice has been received from a member in writing under Sec 160 of Companies Act, 2013 along with requisite deposit, proposing his candidature for the office of a Director, be and is hereby appointed as a Director of the Company”.



<u>Particulars</u>	<u>No. of Members Voted</u>	<u>Votes in favour of the Resolution</u>		<u>Votes against the Resolution</u>		<u>Invalid Votes</u>
		Nos.	% of Total Number of valid votes cast (Favour and Against)	Nos.	% of Total Number of valid votes cast (Favour and Against)	
Voting at the Meeting	13	1563700	100	Nil	Nil	Nil

9. A complete detail containing a list of equity shareholders who voted in "FAVOUR" or "AGAINST" and those whose votes were declared invalid for each resolution at the AGM is enclosed (Annexure-A).

10. The relevant records relating to ballot forms shall remain in our safe custody until the chairman considers, approve and signs the minutes of the 25th Annual General Meeting and the same shall thereafter be handed over to the Company Secretary for safe keeping.

11. The resolutions have been passed by the requisite majority.

12. You may accordingly declare result of the voting by Postal Ballot.

For Gupta Jalan & Associates
Chartered Accountants

FRN : 003721

FRN No.
003721N
Delhi

Dinesh Aggarwal

Partner

MemNo : 532728

Date : 18.11.2016

Annexure- A

LIST OF EQUITY SHAREHOLDERS WHO VOTED IN "FAVOUR" OR "AGAINST" FOR EACH RESOLUTIONS

S. No.	Name of the shareholder	Authorised Representative/ Proxy	Folio No/ Client ID	No. of shares	Vote Cast in Favour or Against
1.	Mr. Amitabh Oberoi	In Person	1341	8800	Favour
2.	Ms. Kirti Oberoi	In Person	1342	8600	Favour
3.	Fruto Fresh Industries Private Limited	Authorised Representative (Mr. Rajeev Lochan)	5003	126700	Favour
4.	Dash Exports Private Limited	Authorised Representative (Mr. Manish Kumar)	23	143900	Favour
5.	Shakti Bhog Snacks Ltd.	Authorised Representative (Mr. Ewin Ahuja)	1319	35400	Favour
6.	Mr. Abdul Hasan Ansari	In Person	479	8700	Favour
7.	Mr. Divyarth Kumar	In Person	5002	401400	Favour
8.	Shakti Bhog Foods Limited	Authorised Representative (Mr. Rajeev Lochan)	1315	145000	Favour
9.	Vizzy Finvest Private Limited	Authorised Representative (Mr. Vikash Kumar Pandey)	1311	148700	Favour
10.	Phlox Portfolio Private Limited	Authorised Representative (Mr. Vikash Kumar Pandey)	1313	142100	Favour
11.	Elanza Investments Private Limited	Authorised Representative (Mr. Ewin Ahuja)	1314	100000	Favour
12.	Goal Securities & Credits Limited	Authorised Representative (Mr. Ashok Kumar)	1318	149000	Favour
13.	Kalyani Finvest Private Limited	Authorised Representative (Mr. Veer Pratap)	1312	145400	Favour

