

V. RAMKUMAR, MA, CAIIB, FCS.  
COMPANY SECRETARY IN PRACTICE  
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**COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND POLL**

**(Pursuant to Section(s) 108 and 109 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014- as amended)**

To:

The Chairman

23<sup>rd</sup> Annual General Meeting of the Equity Shareholders of

M/s. SKM EGG PRODUCTS EXPORT INDIA LIMITED

CIN: L01222TZ1995PLC006025

Held on Wednesday 26<sup>th</sup> September, 2018 at 4.00 P.M at

Registered office 185- Chennimalai Road, Opposite to Railway Station  
Erode – 638011

Dear Sir,

**Sub: Passing of Resolution through Remote E-voting process and through Poll conducted at the 23<sup>rd</sup> Annual General Meeting of M/s. SKM EGG PRODUCTS EXPORT INDIA LIMITED held on 26<sup>th</sup> September, 2018**

I, V. Ramkumar, Company Secretary in Practice,(CP Number 3832) Coimbatore have been appointed by the Board of Directors of SKM Egg Products Export India Limited (“the Company”) as a Scrutinizer for the remote e-voting process held between Sunday, the 23<sup>rd</sup> September, 2018 at 10.01 A.M to Tuesday, the 25<sup>th</sup> September 2018 till 5.00 P.M and for poll taken at the 23<sup>rd</sup> Annual General Meeting of the Company held on Wednesday 26<sup>th</sup> September, 2018 at 4.00 P.M at the Registered office 185- Chennimalai Road, Opposite to Railway Station, Erode – 638011 on the Resolutions set out under item No's 1 to 10 in the Notice convening the said 23<sup>rd</sup> Annual General Meeting dated 30<sup>th</sup> July 2018.



**RESPONSIBILITY OF THE MANAGEMENT:**

The Management of the Company is responsible to ensure the Compliance with the requirements of the Provisions of the Companies Act, 2013 and Rules made there under in relation to exercising of voting rights through electronic means and poll on the resolutions contained in the Notice convening the 23<sup>rd</sup> Annual General Meeting dated 26<sup>th</sup> September 2018.

**RESPONSIBILITY AS A SCRUTINIZER:**

My Responsibility, as a Scrutinizer for the e-voting process and for the poll at the 23<sup>rd</sup> Annual General Meeting, is restricted to make a Scrutinizer's Report of the votes cast "in favor" or "against" the Resolution(s) set out in the Notice convening the 23<sup>rd</sup> Annual General Meeting, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the Authorized Agency engaged by the Company for providing e-voting facilities and also at the time of poll at the 23<sup>rd</sup> Annual General Meeting.

I have already issued a separate Scrutinizer's Report dated 28<sup>th</sup> September 2018 on the e-voting process and also a separate Scrutinizer's Report dated 28<sup>th</sup> September 2018 in the prescribed Form MGT-13 on the Poll taken at the 23<sup>rd</sup> Annual General Meeting of the Company.

In view of the above, I hereby submit my Consolidated Report on the Result of the Remote E- voting together with that of the Poll in respect of the said Resolution(s), as under;



**ORDINARY BUSINESS:**

ITEM NO: 1

**ORDINARY RESOLUTION:**

1. A) Adoption of audited financial statements of the Company including audited Balance sheet and Profit & Loss account for the year ended 31<sup>st</sup> March 2018 together with the Reports of the Board of Directors and Auditors thereon and the audited consolidated financial statements including audited consolidated Balance sheet and Profit and Loss account of the Company for the financial year ended 31<sup>st</sup> March 2018:

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted	Number of Votes Cast	Percentage of Total Number of Valid Votes Cast
E-voting	22	26,26,849	100%
Poll	48	1,24,71,132	100%
<b>Total Voting</b>	<b>70</b>	<b>1,50,97,981</b>	<b>100%</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted	Number of Votes Cast	Percentage of Total Number of Valid Votes Cast
E-voting	0	0	0%
Poll	0	0	0%
<b>Total Voting</b>	<b>0</b>	<b>0</b>	<b>0%</b>

**INVALID VOTES**

Mode of Voting	Total Number of Members whose votes were declared Invalid	Number of Votes Cast
E-voting	0	0
Poll	8	3456
<b>Total Voting</b>	<b>8</b>	<b>3456</b>

ITEM NO: 2

ORDINARY RESOLUTION:

2. Consider and Payment of Dividend for the financial year 2017-18

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted	Number of Votes Cast	Percentage of Total Number of Valid Votes Cast
E-voting	15	19,97,790	76%
Poll	47	1,24,70,732	100%
Total Voting	62	1,44,68,522	95.8%

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted	Number of Votes Cast	Percentage of Total Number of Valid Votes Cast
E-voting	7	6,29,059	24%
Poll	0	0	0
Total Voting	7	6,29,059	4.2%

INVALID VOTES

Mode of Voting	Total Number of Members whose votes were declared Invalid	Number of Votes Cast
E-voting	0	0
Poll	9	3856
Total Voting	9	3856



ITEM NO: 3

## ORDINARY RESOLUTION:

3. Re-appointment of Mrs. S Kumutaavalli (DIN: 00002390), who retires by rotation as a Director.

## VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted	Number of Votes Cast	Percentage of Total Number of Valid Votes Cast
E-voting	13	19,97,590	76%
Poll	44	1,24,71,131	100%
Total Voting	57	1,44,68,721	95.8%

## VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted	Number of Votes Cast	Percentage of Total Number of Valid Votes Cast
E-voting	9	6,29,259	24%
Poll	1	1	0%
Total Voting	10	6,29,260	4.2%

## INVALID VOTES

Mode of Voting	Total Number of Members Whose Votes are declared Invalid	Number of Votes Cast
E-voting	0	0
Poll	11	3456
Total Voting	11	3456



ITEM NO: 4

**ORDINARY RESOLUTION:**

4. To appoint Statutory Auditors Mr. Prasanna Venkatesan N, Chartered Accountants (Membership number 235530) Erode to hold office from the conclusion of this meeting until the conclusion of the next AGM and to fix their remuneration. .

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted	Number of Votes Cast	Percentage of Total Number of Valid Votes Cast
E-voting	13	19,97,590	76%
Poll	45	1,24,70,327	100%
Total Voting	58	1,44,67,917	95.8%

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted	Number of Votes Cast	Percentage of Total Number of Valid Votes Cast
E-voting	9	6,29,259	24%
Poll	2	405	0%
Total Voting	11	6,29,664	4.2%

**INVALID VOTES**

Mode of Voting	Total Number of Members Whose Votes are declared Invalid	Number of Votes Cast
E-voting	0	0
Poll	9	3856
Total Voting	9	3856



**SPECIAL BUSINESS:**

ITEM NO: 5

**SPECIAL RESOLUTION:**

5. Approval for revision in terms and conditions of appointment of Managing Director

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted	Number of Votes Cast	Percentage of Total Number of Valid Votes Cast
E-voting	12	19,97,190	76%
Poll	43	4,68,654	99.9%
Total Voting	55	24,65,844	80%

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted	Number of Votes Cast	Percentage of Total Number of Valid Votes Cast
E-voting	10	6,29,659	24%
Poll	1	400	0.1%
Total Voting	11	6,30,059	20%

**INVALID VOTES**

Mode of Voting	Total Number of Members Whose Votes are declared Invalid	Number of Votes Cast
E-voting	0	0
Poll	12	1,20,05,534
Total Voting	12	1,20,05,534

**Note:**

*Votes cast by the Managing Director Mr SKM Shree Shivkumar & Director Mrs. S. Kumutaavalli have been considered as invalid, though not statutorily required, but as a matter and spirit of good Corporate Governance.*

**SPECIAL BUSINESS:****ITEM NO: 6****SPECIAL RESOLUTION:**

6 Approval to continue the appointment of Mr SM Venkatachalapathy(DIN: 00043288) who has attained/crossed age of 75 years

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted	Number of Votes Cast	Percentage of Total Number of Valid Votes Cast
E-voting	12	19,97,390	76%
Poll	45	1,24,71,132	100%
Total Voting	57	1,44,68,522	95.8%

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted	Number of Votes Cast	Percentage of Total Number of Valid Votes Cast
E-voting	10	6,29,459	24%
Poll	0	0	0%
Total Voting	10	6,29,459	4.2%

**INVALID VOTES**

Mode of Voting	Total Number of Members Whose Votes are declared Invalid	Number of Votes Cast
E-voting	0	0
Poll	11	3456
Total Voting	11	3456





ITEM NO: 7

SPECIAL RESOLUTION:

7 Approval to continue the appointment of Dr LM Ramakrishnan (DIN: 00001978) who has attained/crossed age of 75 years

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted	Number of Votes Cast	Percentage of Total Number of Valid Votes Cast
E-voting	12	19,97,390	76%
Poll	48	1,24,71,132	100%
<b>Total Voting</b>	<b>60</b>	<b>1,44,68,522</b>	<b>95.8%</b>

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted	Number of Votes Cast	Percentage of Total Number of Valid Votes Cast
E-voting	10	6,29,459	24%
Poll	0	0	0%
<b>Total Voting</b>	<b>10</b>	<b>6,29,459</b>	<b>4.2%</b>

INVALID VOTES

Mode of Voting	Total Number of Members Whose Votes are declared Invalid	Number of Votes Cast
E-voting	0	0
Poll	8	3456
<b>Total Voting</b>	<b>8</b>	<b>3456</b>



ITEM NO: 8

## SPECIAL RESOLUTION:

8. Approval to continue the appointment of Mr. M. Chinnian (DIN: 01497482) who has attained/crossed age of 75 years

## VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted	Number of Votes Cast	Percentage of Total Number of Valid Votes Cast
E-voting	12	19,97,390	76%
Poll	47	1,24,70,232	100%
Total Voting	59	1,44,67,622	95.8%

## VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted	Number of Votes Cast	Percentage of Total Number of Valid Votes Cast
E-voting	10	6,29,459	24%
Poll	0	0	0%
Total Voting	10	6,29,459	4.2%

## INVALID VOTES

Mode of Voting	Total Number of Members Whose Votes are declared Invalid	Number of Votes Cast
E-voting	0	0
Poll	9	4356
Total Voting	9	4356



**ITEM NO: 9****SPECIAL RESOLUTION:**

9. Approval to continue the appointment of Mr. P. Kumarasamy (DIN: 00046090) who has attained/crossed age of 75 years

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted	Number of Votes Cast	Percentage of Total Number of Valid Votes Cast
E-voting	12	19,97,390	76%
Poll	47	1,24,70,732	100%
<b>Total Voting</b>	<b>59</b>	<b>1,44,68,122</b>	<b>95.8%</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted	Number of Votes Cast	Percentage of Total Number of Valid Votes Cast
E-voting	10	6,29,459	24%
Poll	0	0	0%
<b>Total Voting</b>	<b>10</b>	<b>6,29,459</b>	<b>4.2%</b>

**INVALID VOTES**

Mode of Voting	Total Number of Members Whose Votes are declared Invalid	Number of Votes Cast
E-voting	0	0
Poll	9	3856
<b>Total Voting</b>	<b>9</b>	<b>3856</b>



ITEM NO: 10

ORDINARY RESOLUTION:

10 Approval of Material Related Party Transactions

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted	Number of Votes Cast	Percentage of Total Number of Valid Votes Cast
E-voting	13	19,97,590	76%
Poll	45	4,26,550	99.8%
Total Voting	58	24,24,140	79.4%

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted	Number of Votes Cast	Percentage of Total Number of Valid Votes Cast
E-voting	9	6,29,259	26%
Poll	1	900	0.2%
Total Voting	10	6,30,159	20.6%

INVALID VOTES

Mode of Voting	Total Number of Members Whose Votes are declared Invalid	Number of Votes Cast
E-voting	0	0
Poll	10	1,20,47,138
Total Voting	10	1,20,47,138



**Note:**

***Pursuant to Regulation 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Votes cast by 3 related parties / promoters have been considered as invalid.***

Date: 28.09.2018

Place: Coimbatore



Yours Faithfully,

A handwritten signature in black ink, appearing to be "V. Ramkumar".

V. Ramkumar  
Company Secretary in Practice  
FCS: 8304  
C. P No: 3832

Based on the Scrutinizers Report Resolution No's 1 to 10 have been passed with the requisite majority at the 23<sup>rd</sup> AGM held on 26.09.2018

For SKM EGG PRODUCTS EXPORT INDIA LIMITED

Chairman of the Meeting