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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

21<sup>st</sup> Annual General Meeting of the Equity Shareholders of

**M/s. SKM EGG PRODUCTS EXPORT INDIA LIMITED**

CIN: L01222TZ1995PLC006025

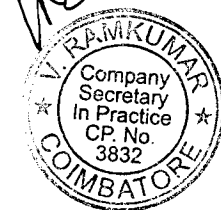
Held on Friday 02<sup>nd</sup> September, 2016 at 4.00 P.M at

Registered office 185- Chennimalai Road, Opposite to Railway Station  
Erode – 638 011

Dear Sir,

**Sub: Passing of Resolution through Remote E-voting process and through Poll conducted at the 21<sup>st</sup> Annual General Meeting of M/s. SKM EGG PRODUCTS EXPORT INDIA LIMITED held on 02<sup>nd</sup> September, 2016**

I, V. Ramkumar, Company Secretary in Practice, 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 Tuesday, the 30<sup>th</sup> August, 2016 at 9.00 A.M to Thursday, the 01<sup>st</sup> September 2016 till 5.00 P.M and for poll taken at the 21<sup>st</sup> Annual General Meeting of the Company held on Friday 02<sup>nd</sup> September, 2016 at 4.00 P.M at the Registered office 185- Chennimalai Road, Opposite to Railway Station, Erode – 638 011 on the Resolutions set out under item No’s 1 to 7 in the Notice convening the said 21<sup>st</sup> Annual General Meeting dated 01<sup>st</sup> August 2016



## **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 thereunder in relation to exercising of voting rights through electronic means and poll on the resolutions contained in the Notice convening the 21<sup>st</sup> Annual General Meeting dated 02<sup>nd</sup> September 2016.

## **RESPONSIBILITY AS A SCRUTINIZER:**

My Responsibility, as a Scrutinizer for the e-voting process and for the poll at the 21<sup>st</sup> Annual General Meeting, is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution(s) set out in the Notice convening the 21<sup>st</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 21<sup>st</sup> Annual General Meeting.

I have already issued a separate Scrutinizer's Report dated 03<sup>rd</sup> September 2016 on the e- voting process and also a separate Scrutinizer's Report dated 03<sup>rd</sup> September 2016 in the prescribed Form MGT-13 on the Poll taken at the 21<sup>st</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 2016 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 2016:



### 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            | 32                      | 2,040,726            | 100.00%  |
| Poll                | 35                      | 12,017,227           | 100.00%  |
| <b>Total Voting</b> | <b>67</b>               | <b>14,057,953</b>    | <b>100.00%</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      | Number of Members whose votes were declared Invalid | Number of Votes Cast |
|---------------------|---|----------------------|
| E-voting            | 0   | 0                    |
| Poll                | 11  | 4205                 |
| <b>Total Voting</b> | <b>11</b>   | <b>4205</b>          |

### ITEM NO: 2

#### ORDINARY RESOLUTION:

2. Re-appointment of Smt. S Kumutaavalli (DIN: 00002390) as a Director liable to retire by rotation.

### 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            | 29                      | 2,036,750            | 99.81%   |
| Poll                | 35                      | 12,017,227           | 100.00%  |
| <b>Total Voting</b> | <b>64</b>               | <b>14,053,977</b>    | <b>99.81%</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       | 3                       | 3,976                | 0.19%  |
| Poll           | 0                       | 0                    | 0.00%  |
| Total Voting   | 3                       | 3,976                | 0.19%  |

### INVALID VOTES

| Mode of Voting | Number of Members Whose Votes are declared Invalid | Number of Votes Cast |
|----------------|--|----------------------|
| E-voting       | 0  | 0                    |
| Poll           | 11   | 4,205                |
| Total Voting   | 11   | 4,205                |

### ITEM NO: 3

#### ORDINARY RESOLUTION:

3. To appoint Statutory Auditors M/s N.C. Rajagopal & Co., Chartered Accountants (Firm Registration Number 003398S) 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       | 31                      | 2,040,526            | 99.99%   |
| Poll           | 35                      | 12,017,227           | 100.00%  |
| Total Voting   | 66                      | 14,057,753           | 99.99%   |



### 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            | 1                       | 200                  | 0.01%  |
| Poll                | 0                       | 0                    | 0.00%  |
| <b>Total Voting</b> | <b>1</b>                | <b>200</b>           | <b>0.01%</b>                                   |

### INVALID VOTES

| Mode of Voting      | Number of Members Whose Votes are declared Invalid | Number of Votes Cast |
|---------------------|--|----------------------|
| E-voting            | 0  | 0                    |
| Poll                | 11   | 4,205                |
| <b>Total Voting</b> | <b>11</b>  | <b>4,205</b>         |

### SPECIAL BUSINESS:

ITEM NO: 4

### ORDINARY RESOLUTION:

4. Reappointment of Shri SKM. Shree Shivkumar (DIN: 00002384) as Managing Director as per section 196 and 197 for a period of five years and approve the remuneration for a period of five years, effective from 25th June 2016

### 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            | 31                      | 2,040,626            | 99.99%   |
| Poll                | 32                      | 15,550               | 100.00%  |
| <b>Total Voting</b> | <b>63</b>               | <b>2,056,176</b>     | <b>99.99%</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       | 1                       | 100                  | 0.01%  |
| Poll           | 0                       | 0                    | 0.00%  |
| Total Voting   | 0                       | 0                    | 0.00%  |

## INVALID VOTES

| Mode of Voting | Number of Members Whose Votes are declared Invalid | Number of Votes Cast |
|----------------|--|----------------------|
| E-voting       | 0  | 0                    |
| Poll           | 14   | 12,006,182           |
| Total Voting   | 14   | 12,006,182           |

## SPECIAL BUSINESS:

ITEM NO: 5

## SPECIAL RESOLUTION:

5. Reappointment of Shri SKM Maeilanandhan (DIN: 00002380) Whole time Director as per section 196 and 197 for a period of five years and approve the remuneration for a period of five years, effective from 25th June 2016.

## 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       | 28                      | 2,036,360            | 99.79%   |
| Poll           | 32                      | 15,550               | 100.00%  |
| Total Voting   | 60                      | 2,051,910            | 99.79%   |



### 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       | 3                       | 3,976                | 0.21%  |
| Poll           | 0                       | 0                    | 0.00%  |
| Total Voting   | 3                       | 3,976                | 0.21%  |

### INVALID VOTES

| Mode of Voting | Number of Members Whose Votes are declared Invalid | Number of Votes Cast |
|----------------|--|----------------------|
| E-voting       | 1  | 390                  |
| Poll           | 14   | 12,006,182           |
| Total Voting   | 15   | 12,006,182           |

### SPECIAL BUSINESS:

ITEM NO: 6

### SPECIAL RESOLUTION:

7. Re-classification of Promoter shareholders as Public Shareholders

### 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       | 26                      | 2,037,010            | 99.82%   |
| Poll           | 35                      | 12,017,227           | 100.00%  |
| Total Voting   | 61                      | 14,054,237           | 99.82%   |



### 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       | 6                       | 3,716                | 0.18%  |
| Poll           | 0                       | 0                    | 0.00%  |
| Total Voting   | 6                       | 3,716                | 0.18%  |

### INVALID VOTES

| Mode of Voting | Number of Members Whose Votes are declared Invalid | Number of Votes Cast |
|----------------|--|----------------------|
| E-voting       | 0  | 0                    |
| Poll           | 11   | 4,205                |
| Total Voting   | 11   | 4,205                |

### SPECIAL BUSINESS:

ITEM NO: 7

### SPECIAL RESOLUTION:

7. Approve related party transaction pursuant to section 188 of the Companies Act, 2013.

### 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                      | 2,033,439            | 99.65%   |
| Poll           | 32                      | 15,550               | 100.00%  |
| Total Voting   | 54                      | 2,048,989            | 99.65%   |





### 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            | 8                       | 7,097                | 0.35%  |
| Poll                | 0                       | 0                    | 0.00%  |
| <b>Total Voting</b> | <b>8</b>                | <b>7,097</b>         | <b>0.35%</b>                                   |

### INVALID VOTES

| Mode of Voting      | Number of Members Whose Votes are declared Invalid | Number of Votes Cast |
|---------------------|--|----------------------|
| E-voting            | 2  | 200                  |
| Poll                | 14   | 12,006,182           |
| <b>Total Voting</b> | <b>16</b>  | <b>12,006,382</b>    |

Date: 03.09.2016

Place: Coimbatore

Yours Faithfully,



V. Ramkumar

Company Secretary in Practice

FCS: 8304

C. P No: 3832

Based on the Scrutinizers Report Resolution No's 1 to 7 have been passed with the requisite majority at the 21<sup>st</sup> AGM held on 02.09.2016

For SKM EGG PRODUCTS EXPORT INDIA LIMITED

Chairman of the Meeting