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RAN&A

(OLD No. 12

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Consolidated Scrutinizer's Report

25th July, 2019

The Chairman

PARRY AGRO INDUSTRIES LIMITED,

"Parry House", 5th Floor,

No.43, Moore Street,

Chennai - 600 001.

Ref: <u>The 9th Annual General Meeting of the members of Parry Agro Industries</u> <u>Limited held on Thursday, 25th July, 2019 at 12.00 Noon at the Rectangular Hall, Dare House, No. 2, N.S.C Bose Road, Chennai-600001.</u>

Dear Sir,

The Board of Directors of **Parry Agro Industries Limited** vide resolution dated 03rd May, 2019 pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 (as amended) and 21 of the Companies (Management and Administration) Rules, 2014 have appointed us viz. R.Sridharan & Associates, Company Secretaries, as the Scrutinizer to conduct the remote e-voting process held between Monday, July 22, 2019 (9.00 AM) (IST) to Wednesday, July 24, 2019 (5.00 PM) (IST) and to conduct the Polling process relating to the 9th Annual General Meeting of the members of the Company, held on Thursday, 25th July, 2019 at 12.00 Noon at the Rectangular Hall, Dare House, No. 2, N.S.C. Bose Road, Chennai-600001. The shareholders of the Company as on the "cut off" date i.e. Thursday, 18th July, 2019 were entitled to vote as set out in the notice of the AGM.

We now submit our consolidated Report as under:

- 1. After the announcement of the poll by the Chairman, one ballot box kept for polling was locked in our presence with due identification mark placed by us.
- 2. After the time fixed for closing of the poll, the locked ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Share Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- 3. We have scrutinized and reviewed the voting at the conclusion of AGM. Subsequently, we have unblocked the votes cast through remote e-voting in the presence of Mr. K Satheesh and Ms. Sonam Singhvi, who are the witnesses and not in the employment of the company. The votes tendered therein in respect of the remote e-voting system are based on the data downloaded from the Official website of the Karvy Fintech Private Limited.
- 4. The consolidated result (Remote E-voting and Poll) of the said Resolutions are as under:



Item No. 1 - Adoption of Standalone Financial Statements, Reports of Board of Directors & Auditors thereon (Ordinary Resolution)

(i) Votes in favour of the resolution:

31	3426376	2	146	3426522	100.00
members voted in Remote E- Voting	votes cast (Shares) – Remote E-Voting	members/ Proxies voted by Poll	votes cast (Shares) - Poll	Number of votes cast through Remote E-Voting and Poll	number of valid votes cast
Number of	Number of	Number of	Number of	Total	% of total

(ii) Votes against the resolution:

Number of	Number of	Number of	Number of	Total	% of total
members	votes cast	members/	votes cast	Number of	number of
voted in	(Shares) -	Proxies voted by	(Shares) -	votes cast	valid votes
Remote	Remote	Poll	Poll	through	cast
E- Voting	E-Voting			Remote	9
L voing				E-Voting	
				and Poll	
NIL	NIL	NIL	NIL	NIL	0.00
IATE					

(iii) Invalid Votes:

Number of members voted in Remote	Number of votes cast (Shares) – Remote	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E- Voting and Poll
E- Voting	E- Voting			
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed unanimously.





Item No. 2 - Adoption of Consolidated Financial Statements for the year ended 31st March, 2019 (Ordinary Resolution)

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

31	3426376	2	146	3426522	100.00
Number of members voted in Remote E- Voting	Number of votes cast (Shares) – Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast

(ii) Votes against the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) – Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
NIL	NIL	NIL	NIL	NIL	0.00

(iii) Invalid Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) – Remote E- Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) – Poll	Total Number of votes cast through Remote E- Voting and Poll
NIL NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed unanimously.





Item No. 3 - Declaration of Dividend of Rs.2.50 per equity share of Rs.10 each for the year ended 31st March, 2019 (Ordinary Resolution)

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

31	3426376	2	146	E-Voting and Poll 3426522	100.00
Remote E- Voting	Remote E-Voting	by Poll	Poll	through Remote	cast
members voted in	votes cast (Shares) –	members/ Proxies voted	votes cast (Shares) -	Number of votes cast	number of valid votes
Number of	Number of	Number of	Number of	Total	% of total

(ii) Votes against the resolution:

Number of	Number of	Number of	Number of	Total	% of total
members	votes cast	members/	votes cast	Number of	number of
voted in	(Shares) -	Proxies voted by	(Shares) -	votes cast	valid votes
Remote	Remote	Poll	Poll	through	cast
E- Voting	E-Voting			Remote	
L voing				E-Voting	
				and Poll	
NIL	NIL	NIL	NIL	NIL	0.00

(iii) Invalid Votes:

Number of members voted in	Number of votes cast (Shares) -	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote
Remote	Remote			E- Voting and Poll
E- Voting	E- Voting		1 .	
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed unanimously.



Item No. 4 - Re-appointment of Mr. M M Venkatachalam (DIN: 00152619) as a Director liable to retire by rotation (Ordinary Resolution)

(i) Votes in favour of the resolution:

28	3361806	2	146	3301952	90.1120
20	2261006	2	146	3361952	98.1156
				and Poll	
				E-Voting	
E- Voting	E-Voting			Remote	
		by Poli	FUII	_	Cast
Remote	Remote	by Poll	Poll	through	cast
voted in	(Shares) -	Proxies voted	(Shares) -	votes cast	valid votes
members	votes cast	members/	votes cast	Number of	number of
Number of	Number of	Number of	Number of	Total	% of total

(ii) Votes against the resolution:

Number of	Number of	Number of	Number of	Total	% of total
members	votes cast	members/	votes cast	Number of	number of
voted in	(Shares) -	Proxies voted by	(Shares) -	votes cast	valid votes
Remote	Remote	Poll	Poll	through	cast
E- Voting	E-Voting			Remote	
				E-Voting	
				and Poll	
3	64570	O	0	64570	1.8844

(iii) Invalid Votes:

NIL	NIL	NIL	NIL	NIL
NITI	NITI	NITI	NIL	NIL
E- Voting	E- Voting			
Remote	Remote			E- Voting and Poll
voted in	(Shares) -	voted by Poll	Poll	through Remote
members	votes cast	members/Proxies	cast (Shares) -	votes cast
Number of	Number of	Number of	Number of votes	Total Number of

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 4 as set out in the Notice of the AGM is passed with requisite majority.

Item No. 5-Appointment of Statutory Auditors and payment of remuneration to Statutory Auditors (Ordinary Resolution)

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

31	3426376	2	146	and Poll 3426522	100.00
E- Voting	E-Voting			Remote E-Voting	N.
Remote	Remote	by Poll	Poll	through	cast
voted in	(Shares) -	Proxies voted	(Shares) -	votes cast	valid votes
members	votes cast	members/	votes cast	Number of	number of
Number of	Number of	Number of	Number of	Total	% of total

(ii) Votes against the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) – Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting	% of total number of valid votes cast
NIL	NIL	NIL	NIL	and Poll NIL	0.00

(iii) Invalid Votes:

E- Voting NIL	E- Voting NIL	NIL	NIL	NIL
members voted in Remote	votes cast (Shares) – Remote	voted by Poll	Poll	through Remote E- Voting and Poll
Number of	Number of	Number of members/Proxies	Number of votes cast (Shares) -	Total Number of votes cast

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 5 as set out in the Notice of the AGM is passed unanimously.

WLD No. 12)

WLD No. 12)

WLD No. 12)

WLD No. 12

WLD



Item No. 6 -Ratification of remuneration of Cost Auditor (Ordinary Resolution)

Votes in **favour** of the resolution:

voted in Remote	(Shares) – Remote	Proxies voted by Poll	(Shares) - Poll	votes cast through Remote	valid votes cast
E- Voting	E-Voting		9	E-Voting and Poll	- I
31	3426376	2	146	3426522	100.00

(ii) Votes against the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) – Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
NIL	NIL	NIL	NIL	NIL	0.00

(iii) Invalid Votes:

Number of members voted in Remote	Number of votes cast (Shares) – Remote	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E- Voting and Poll
E- Voting	E- Voting			4 (4)
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 6 as set out in the Notice of the AGM is passed unanimously.





- 5. A Compact Disc (CD) containing a list of equity shareholders who voted **"FOR",** "**AGAINST"** for each resolution is enclosed.
- 6. The electronic data relating to remote e-voting, poll papers and all other relevant records is under our safe custody and will be handed over to the Director for preserving safely after the Chairman considers, approves and signs the minutes of the Annual General Meeting.

Thanking you, Yours faithfully,

For R. Sridharan & Associates Company Secretaries

CS R. Sridharan CP No. 3239 FCS No. 4775 (OLD No. 12)
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