

Report of Scrutinizer

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,

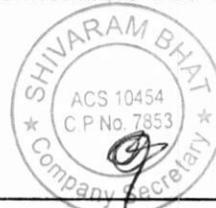
**Chairman, Annual General Meeting of the Equity Shareholders
of Kore Foods Limited**

(Regd Office: Tivim, Mapusa, Goa)

Held on Tuesday, 29th day of September, 2020 at 11:30 a.m. IST
at Vision House, Tivim Industrial Estate, Mapusa Goa.

Dear Sir,

I, Shivaram Bhat, Practising Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of Kore Foods Limited (CIN: L33208GA1983PLC000520), pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, for the remote e-voting process in respect of the below mentioned resolutions proposed at the 37th Annual General Meeting (AGM) of the Equity Shareholders held on Tuesday, 29th day of September, 2020 at 11:30 a.m. IST at Vision House, Tivim Industrial Estate, Mapusa Goa. AGM was held with physical presence of members and the Company had also provided VC facility to those members who wanted to attend the AGM through VC.



I have also been appointed to scrutinize the remote e-voting exercised at the said AGM.

1. I submit my report as under:

- a) The Company has informed me that it has completed on 2nd September, 2020 the dispatch of notice through email to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on 21st August, 2020, the cut-off date fixed for the purpose.
- b) The Company has extended the facility of e-voting to the shareholders by tying up with the Central Depository Services (India) Limited (CDSL) e-voting facility.
- c) The remote e-voting remained open for the period commencing from Friday, 25th September, 2020, 9:00 a.m. to Monday, 28th September, 2020, 05:00 p.m.
- d) The e-voting was also made available to the members at the AGM pursuant to MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020.
- e) After the conclusion of the AGM, using the scrutinizer's login on the CDSL e-voting portal, the votes cast through remote e-voting as above were unblocked in the presence of following two witnesses who are not in the employment of the company:



Vivek Naik Desai



Pratik Joshi

- f) I have scrutinized and reviewed the remote e-voting and e-voting at the meeting based on the data downloaded from the CDSL e-voting system and matching with the Register of Members of the Company/list of beneficiaries as on 22nd September 2020, provided by the Registrar and Share Transfer Agents of the Company namely Datamatics Business Solutions Limited.
- g) The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the notice of the AGM.



h) My responsibility as scrutinizer for the remote e-voting and the e-voting at the AGM is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit consolidated result of the remote e-voting and the e-voting at the AGM in respect of the said resolutions.

Item No. 1

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2020 and the Reports of the Board of Directors' and Auditors' thereon – Ordinary Resolution.

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

| Number of members voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| 36 | 49,45,270 | 99.96 |

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

| Number of members voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| 3 | 1,800 | 0.04 |

(iii) **Invalid** votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 0 | 0 |



Item No. 2

To appoint a Director in place of Mr. Kundapoor D. Bhat (DIN: 01685944), who retires by rotation and being eligible, offers himself for re-appointment – Ordinary Resolution.

(i) Voted in favour of the resolution:

| Number of members voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| 33 | 49,10,070 | 99.96 |

(ii) Voted against the resolution:

| Number of members voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| 4 | 1,900 | 0.04 |

(iii) Invalid votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 0 | 0 |



Item No. 3

Alteration of Object Clause of Memorandum of Association of the Company – Special Resolution.

(i) Voted in favour of the resolution:

| Number of members voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| 36 | 49,45,270 | 99.96 |

(ii) Voted against the resolution:

| Number of members voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| 3 | 1,800 | 0.04 |

(iii) Invalid votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 0 | 0 |



Item No. 4

Adoption of New Set of Articles of Association of the Company in accordance with the provisions of the Companies Act, 2013 – Special Resolution.

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

| Number of members voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| 36 | 49,45,270 | 99.96 |

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

| Number of members voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| 3 | 1,800 | 0.04 |

(iii) **Invalid** votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 0 | 0 |



Item No. 5

Approval on Related Party Transactions (RPT) under the Companies Act, 2013 and clause 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Ordinary Resolution.

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

| Number of members voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| 26 | 13,167 | 87.97 |

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

| Number of members voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| 3 | 1,800 | 12.03 |

(iii) **Invalid** votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 0 | 0 |



Item No. 6

Approval for Sale of Factory Building – Special Resolution.

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

| Number of members voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| 33 | 49,44,965 | 99.96 |

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

| Number of members voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| 5 | 2,100 | 0.04 |

(vi) **Invalid votes:**

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 0 | 0 |



Item No. 7

Approval of Related Party Transaction for sale of Factory Building – Ordinary Resolution.

(vii) Voted in favour of the resolution:

| Number of members voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| 24 | 12,872 | 85.97 |

(viii) Voted against the resolution:

| Number of members voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| 5 | 2,100 | 14.03 |

(ix) Invalid votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 0 | 0 |



The data and all other relevant records relating to e-voting were handed over to the Director authorized by the Board for safe keeping.

You may accordingly declare the result of the voting.

Thanking you, yours faithfully,

Place: Panaji, Goa.

Dated: 30/09/2020



A handwritten signature in blue ink, appearing to read "Shivaram", written over a horizontal line.

Shivaram Bhat
Practising Company Secretary
CP No. 7853

UDIN: A010454B000817920

FOR **Kore Foods Limited**

A handwritten signature in blue ink, written over a horizontal line.

Chairman/ Director/ Company Secretary