

**Report of Scrutinizer**

*[Pursuant to 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

Held on Tuesday, 4<sup>th</sup> day of September, 2018 at 03:00 p.m.  
at Vision House, Tivim Industrial Estate, Mapusa, Goa 403526.

Dear Sir,

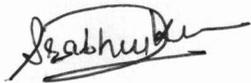
I, Shivaram Bhat, Practising Company Secretary, appointed as Scrutinizer for the purpose of the poll taken (which includes e-voting) on the below mentioned resolution(s), at the Thirty Fifth Annual General Meeting of the Equity Shareholders of Kore Foods Limited, held on Tuesday, 4<sup>th</sup> day of September, 2018 at 03:00 p.m. at the registered office of the Company at Vision House, Tivim Industrial Estate, Mapusa, Goa 403526, submit my report as under:



**Shivaram Bhat**  
**Company Secretary**

---

1. The Company has extended the facility of e-voting to the shareholders by tying up with the Central Depository Services Limited ('CDSL') e-voting facility.
2. The e-voting remained open for the period commencing from Friday, 31<sup>st</sup> August, 2018, 09:00 a.m. to Monday, 3<sup>rd</sup> September, 2018, 05:00 p.m.
3. At the Annual General Meeting, after the time fixed for closing of the poll by the Chairman, one ballot box that was kept for polling was locked in my presence with due identification marks placed by me.
4. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations / proxies lodged with the Company.
5. Thereafter, using the scrutinizer's login on the CDSL e-voting website, the votes cast through remote e-voting was unblocked in the presence of following two witnesses who are not in the employment of the company:



Shraddha Prabhukhanolkar



Siddhi Salkar

6. The votes cast by the shareholders through the e-voting facility were scrutinized.
7. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.



# Shivaram Bhat

## Company Secretary

---

8. The result of the voting is as under:

### Item No. 1

To receive, consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2018 and the Reports of Directors' and Auditors' thereon.

(i) Voted in favour of the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
29	1	20,34,750	25,31,023	99.98

(ii) Voted against the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
0	2	0	800	0.02

(iii) Invalid votes :

Total number of members whose votes were declared invalid (No of Ballots)	Total number of votes cast by them
0	0



**Shivaram Bhat**  
**Company Secretary**

---

Item No. 2

To appoint a Director in place of Shri. Kundapoor Damodhar Bhat (DIN: 01685944), who retires by rotation and, being eligible, offers himself for reappointment.

(i) Voted in favour of the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
28	1	20,19,750	25,31,023	99.98

(ii) Voted against the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
0	2	0	800	0.02

(iii) Invalid votes :

Total number of members whose votes were declared invalid (No of Ballots)	Total number of votes cast by them
1	15,000



# Shivaram Bhat

## Company Secretary

---

### Item No. 3

Validity of appointment of Statutory Auditor M/s. S.V Shah and Associates, Chartered Accountant (FRN 139517W), till the conclusion of AGM for financial year ending 2021-22 pursuant to the amendment of section 139(1) of Companies Act, 2013.

(i) Voted in favour of the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
29	1	20,34,750	25,31,023	99.98

(ii) Voted against the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
0	2	0	800	0.02

(iii) Invalid votes :

Total number of members whose votes were declared invalid (No of Ballots)	Total number of votes cast by them
0	0



**Shivaram Bhat**  
**Company Secretary**

---

**Item No. 4**

Appointment of Mr. Sayed Abbas (DIN: 08057330) as Independent Director.

(i) Voted in favour of the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
28	1	20,34,550	25,31,023	99.98

(ii) Voted against the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
0	2	0	800	0.02

(iii) Invalid votes :

Total number of members whose votes were declared invalid (No of Ballots)	Total number of votes cast by them
0	0



**Shivaram Bhat**  
**Company Secretary**

---

**Item No. 5**

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

(i) Voted in favour of the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
26	0	24,040	0	96.78

(ii) Voted against the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
0	2	0	800	3.22

(iii) Invalid votes :

Total number of members whose votes were declared invalid (No of Ballots)	Total number of votes cast by them
1	25,31,023



**Shivaram Bhat**  
**Company Secretary**

---

9. A list of equity shareholders (in electronic format) who voted "FOR", "AGAINST" for each resolution is enclosed.
10. The poll papers and all other relevant records were sealed and handed over to the Director authorized by the Board for safe keeping.
11. You may accordingly declare the result of the voting.

Thanking you,



Yours faithfully,

A handwritten signature in black ink, appearing to read "Shivaram Bhat", with a horizontal line underneath.

Place: Panaji, Goa.

Dated: September 05, 2018

---

**Shivaram Bhat**  
**Practising Company Secretary**  
**CP No. 7853**

**For Kore Foods Limited**

Director