

Arvind Goyal (M.No. 089713)
FCA, CMA, IP, FAFD
A 287 Surajmal Vihar
Near Hotel Leela
Delhi - 110092

27 September 2018

To

The Chairman
Sarveshwar Foods Limited – CIN L15312JK2004PLC002444
Sarveshwar House, Below Gummat, Jammu (J&K) – 180001

Dear Sir

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 voting by ballot system at the Annual General Meeting of Sarveshwar Foods Limited held on Sept 25, 2018 at 3:00PM at Radisson Blu Hotel, Radisson Square, Narwal Bala, Bypass Road, Jammu, Jammu & Kashmir 180006.

1. I, Arvind Goyal, practicing Chartered Accountant at, A 287 Suraj Mal Vihar, Near Hotel Leela Delhi 110092, have been appointed as Scrutinizer by the Board of Directors of Sarveshwar Foods Limited for the purpose of scrutinizing e-voting process (remote e-voting) and voting by use of ballot at the meeting pursuant to Section 108 of the Companies Act, 2013 read with rule 20 & 21 of the Companies (Management and Administration), Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 14th Annual General Meeting of the Equity Shareholders of the Company held on Sept 25, 2018 at 3:00 PM at Radisson Blu Hotel, Radisson Square, Narwal Bala, Bypass Road, Jammu, Jammu and Kashmir 180006.
2. The Notice dated 24th Aug 2018 along with the statement setting out material facts under Section 102 of the Act were sent to the shareholders in respect of the below mentioned resolutions proposed at the AGM of the Company.
3. The Company has availed the remote e-voting facility offered by National Securities Depository Limited (NSDL) for conducting e-voting by the shareholders of the Company.
4. The Company had also provided voting through ballot system to the shareholders present at the AGM and who had not cast their vote earlier by remote e-voting facility.
5. The shareholders of the Company holding shares as on the "cut-off" date of 17th Sept 2018 were entitled to vote on the resolutions as contained in in the notice of the AGM.
6. The voting period for remote e-voting commenced on Saturday, 22nd September 2018 (9:00AM) and ended on Monday, 24th September 2018 (5:00PM) and the NSDL platform was blocked thereafter.
7. After the closure of the voting at the AGM, the report on voting done through ballot system at the meeting was generated in my presence and the voting was diligently scrutinized.
8. The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witness who were not in the employment of the Company. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NSDL e-voting system.



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9. The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to remote e-voting and the voting conducted through ballot system at the meeting on the resolutions contained in the notice of the AGM.
10. My responsibility as Scrutinizer for the remote e-voting and the voting conducted through ballot system at the meeting is restricted to making Scrutinizer's Report of the votes cast in favor or against the resolutions.
11. The results of the voting are as under;

a) Ordinary Business:

To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2018 and Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and the Auditors thereon and the audited consolidated financial statements of the company for the financial year ended 31st March, 2018.

(ORDINARY RESOLUTION)

(i) Voted in favor of the Resolution:

Numbers of members voted	Numbers of votes cast by them	% of total number of valid votes cast
10	18,106,200	100%

(ii) Votes against the resolution:

Numbers of members voted	Numbers of votes cast by them	% of total number of valid votes cast
0	0	

(iii) Invalid / abstain votes:

Numbers of members	Number of Shares (abstained from the voting)
7	19,400

*these members abstained from the voting but were present in the meeting per the attendance sheet.

b) Ordinary Business:

To appoint Director in place of Mr. Anil Kumar (DIN: 07417538), who retired by rotation and being eligible offers himself for re-appointment.

(ORDINARY RESOLUTION)

(i) Voted in favor of the Resolution:

Numbers of members voted	Numbers of votes cast by them	% of total number of valid votes cast
10	18,106,200	100%

(ii) Votes against the resolution:

Numbers of members voted	Numbers of votes cast by them	% of total number of valid votes cast
0	0	

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(iii) Invalid / abstain votes:

Numbers of members	Number of Shares (abstained from the voting)
7	19,400

*these members abstained from the voting but were present in the meeting per the attendance sheet.

c) Ordinary Business:

To appoint the Statutory Auditors and fix their remuneration and if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution;
"RESOLVED THAT M/s K R A & Co., Chartered Accountants, New Delhi having firm registration No. 02066N were appointed as Statutory Auditors for the period of 5 years in the 13th Annual General Meeting held as per the provisions of the Section 139 & other applicable provisions, if any, of Companies Act 2013 subject to the ratification by the members at the Annual General Meeting held thereafter till 18th Annual General Meeting. The appointment of M/s K R A & Co, Chartered Accountants, New Delhi having firm registration No. 02066N, who have confirmed their eligibility in terms of the provisions of Section 141 of the Companies Act , 2013 and Rule 4 of the Companies Audit and Auditors Rules , 2014 , as Statutory Auditors to hold office from the conclusion of the 14th Annual General Meeting of the Company to the conclusions of the 15th Annual General Meeting to be held in 2019 on a remuneration as may be agreed upon by the Board of Directors be and is hereby ratified."

(ORDINARY RESOLUTION)

(i) Voted in favor of the Resolution:

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
10	18,106,200	100%

(ii) Votes against the resolution:

Numbers of members voted	Numbers of votes cast by them	% of total number of valid votes cast
0	0	

(iii) Invalid / abstain votes:

Numbers of members	Number of Shares (abstained from the voting)
7	19,400

*these members abstained from the voting but were present in the meeting per the attendance sheet.

d) Special Business:

To consider and if thought fit, to pass with or without modification (s), the following resolution as an Ordinary Resolution:

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“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, the consent of the members of the company be and is hereby given to the appointment of Mr. Adarsh Kumar Gupta (DIN: 08135776), appointed as an Additional Director with effect from 26th of May, 2018 and holds office up to the ensuing Annual General Meeting in terms of Section 161 of the Companies Act, 2013 and being qualified for appointment as an Independent Director and in respect of whom the company has received a notice in writing from a member proposing his candidature for the office of Independent Director to hold office for five consecutive years for a term from 26th of May, 2018 up to 25th of May, 2023.”
(ORDINARY RESOLUTION)

(i) Voted in favor of the Resolution:

Numbers of members voted	Numbers of votes cast by them	% of total number of valid votes cast
10	18,106,200	100%

(ii) Votes against the resolution:

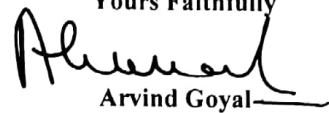
Numbers of members voted	Numbers of votes cast by them	% of total number of valid votes cast
0	0	

(iii) Invalid / abstain votes:

Numbers of members	Number of Shares (abstained from the voting)
7	19,400

*these members abstained from the voting but were physically present in the meeting per the attendance sheet.

Place: Delhi
Dated: 27th September 2018

Yours Faithfully

Arvind Goyal
Membership No.089713
Scrutinizer