

G.V AND ASSOCIATES

Company Secretaries

No.11A, 1st Floor, (Opp. to Park),
Collector Sivakumar Street,
Opp. Road to Hotel Vijay Paradise, NSR Road,
Saibaba Colony, K.K. Pudur, Coimbatore - 641038.
vasudevanacs@gmail.com, vasu@gvacs.in
Tel: 0422 - 4216903, 4347063, Mob: 99449 37063.



G.Vasudevan B.Com, LL.B, FCS.

Scrutinizer's Report - Combined

To

The Chairman,

46th Annual General Meeting of the Equity Shareholders of Sri Chamundeswari Sugars Limited held on 26th day of September 2019 at 2.30 P.M at Rohini Hall, Hotel Ajantha, 22-A, Mahatma Gandhi Road, Bangalore 560 001.

Dear Sir,

1. I, **G Vasudevan**, Company Secretary in practice, has been appointed as a scrutinizer by
 - i. The Board of Directors of Sri Chamundeswari Sugars Limited (the Company) for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules).
 - ii. The Chairman of the 46th Annual General Meeting (AGM) on poll under the provisions of Section 109 of the Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the notice to the 46th Annual General Meeting (AGM) of the members of the Company, held on at 26th day of September 2019 at 2.30 P.M at Rohini Hall, Hotel Ajantha, 22-A, Mahatma Gandhi Road, Bangalore 560 001.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules relating to e-voting and poll on the resolutions contained in the Notice to the AGM of the Equity Shareholders of the Company. My responsibility as a scrutinizer, for the e-voting process is restricted to make a Scrutinizer's report of the votes cast "IN FAVOUR" or "AGAINST" for the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL) and for poll at the AGM is to scrutinize and verify the Ballot Forms as per information provided by the Company and its Registrar/Transfer Agents and to report the votes cast in "FAVOUR" or "AGAINST" the resolutions as stated above.
3. I have issued separate Scrutinizer's Report dated 28th day of September 2019 on the poll on the resolutions contained in the notice to the AGM. As requested by the management, I submit herewith my combined report on the results of e-voting together with that of poll.



CONSOLIDATED SCRUTINIZER'S REPORT

Date of Annual General Meeting	26.09.2019
Total number of shareholders on record date	6798
No. of Shareholders present in the meeting either in person or Through proxy:	
Promoters and Promoters Group:	10
Public:	128
No. of Shareholders attended through Video Conferencing	
Promoters and Promoters Group:	Facility Not Provided
Public:	

Resolution required: (Ordinary / Special)	Resolution No. 1- Ordinary Resolution To consider and adopt the audited Financial Statements for the year ended 31 st March, 2019 and the report of Board of Directors and Auditors Report thereon
---	--

Whether promoter / Promoter Group Interested in the agenda / resolution?	No
--	----

Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of voters Polled on Outstanding Shares (3)=[(2)/(1)]* 100	No. of Votes - in Favour (4)	No. of Votes - in against (5)	% of votes in Favour on votes polled (6)=[(4)/(2)]*100	% of votes in against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	18354999	0	0.00%	0	0	0.00%	0.00%
	Poll at AGM		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		18349637	99.97%	18349637		100%	0.00%
	Total	18354999	18349637	99.97%	18349637	0	100%	0.00%
Public Institutions	E-Voting	4524493	0	0.00%	0	0	0.00%	0.00%
	Poll at AGM		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		3533333	78.09%	3533333	0	100%	0.00%
	Total	4524493	3533333	78.09%	3533333	0	100%	0.00%
Public Non Institutions	E-Voting	1574836	768	0.05%	268	500	34.90%	65.10%
	Poll at AGM		***2876	0.18%	1994	64	69.33%	2.23%
	Postal Ballot		**4302	0.27%	4215	0	97.98%	0.00%
	Total	1574836	7946	0.50%	6477	564	81.51%	7.10%
Total		24454328	21890916	89.52%	21889447	564	99.99%	0.00%



Resolution required: (Ordinary / Special)					Resolution No. 2- Ordinary Resolution *			
					To appoint a Director in place of Dr. M. Manickam (DIN: 00102233), who retires by rotation and being eligible himself for re-appointment			
Whether promoter / Promoter Group Interested in the agenda / resolution?					Yes			
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of voters Polled on Outstanding Shares (3)=[(2)/(1)] * 100	No. of Votes - in Favour (4)	No. of Votes - in against (5)	% of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes in against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	18354999	0	0.00%	0	0	0.00%	0.00%
	Poll at AGM		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		18325771	99.84%	18325771	0	100%	0.00%
	Total	18354999	18325771	99.84%	18325771	0	100%	0.00%
Public Institutions	E-Voting	4524493	0	0.00%	0	0	0.00%	0.00%
	Poll at AGM		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		3533333	78.09%	3533333	0	100%	0.00%
	Total	4524493	3533333	78.09%	3533333	0	100%	0.00%
Public Non Institutions	E-Voting	1574836	768	0.05%	2	766	0.26%	99.74%
	Poll at AGM		***2876	0.18%	1509	549	52.47%	19.09%
	Postal Ballot		**4302	0.27%	4215	0	97.98%	0.00%
	Total	1574836	7946	0.50%	5726	1315	72.06%	16.55%
Total		24454328	21867050	89.42%	21864830	1315	99.99%	0.01%



Resolution required: (Ordinary / Special)					Resolution No. 3- Special Resolution			
					Re-appointment of Dr. M R Desai (DIN: 01625500) as an Independent Non-Executive Director			
Whether promoter / Promoter Group Interested in the agenda / resolution?					No			
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of voters Polled on Outstanding Shares (3)=[(2)/(1)] * 100	No. of Votes - in Favour (4)	No. of Votes - in against (5)	% of votes in favour on votes polled (6)=[(4)/(2)] * 100	% of votes in against on votes polled (7)=[(5)/(2)] * 100
Promoter and Promoter Group	E-Voting	18354999	0	0.00%	0	0	0.00%	0.00%
	Poll at AGM		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		18349637	99.97%	18349637	0	100%	0.00%
	Total	18354999	18349637	99.97%	18349637	0	100%	0.00%
Public Institutions	E-Voting	4524493	0	0.00%	0	0	0.00%	0.00%
	Poll at AGM		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		3533333	78.09%	3533333	0	100%	0.00%
	Total	4524493	3533333	78.09%	3533333	0	100%	0.00%
Public Non Institutions	E-Voting	1574836	768	0.05%	2	766	0.26%	99.74%
	Poll at AGM		***2876	0.18%	1573	485	54.69%	16.86%
	Postal Ballot		**4302	0.27%	4215	0	97.98%	0.00%
	Total	1574836	7946	0.50%	5790	1251	72.87%	15.74%
Total		24454328	21890916	89.52%	21888760	1251	99.99%	0.01%



Resolution required: (Ordinary / Special)					Resolution No. 4- Special Resolution *			
Whether promoter / Promoter Group Interested in the agenda / resolution?					No			
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of voters Polled on Outstanding Shares (3)=[(2)/(1)] * 100	No. of Votes - in Favour (4)	No. of Votes - in against (5)	% of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes in against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	18354999	0	0.00%	0	0	0.00%	0.00%
	Poll at AGM		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		18349637	99.97%	18349637	0	100.00%	0.00%
	Total	18354999	18349637	99.97%	18349637	0	100.00%	0.00%
Public Institutions	E-Voting	4524493	0	0.00%	0	0	0.00%	0.00%
	Poll at AGM		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		3533333	78.09%	3533333		100.00%	0.00%
	Total	4524493	3533333	78.09%	3533333	0	100.00%	0.00%
Public Non Institutions	E-Voting	1574836	768	0.05%	2	766	0.26%	99.74%
	Poll at AGM		***2876	0.18%	1509	485	52.47%	16.86%
	Postal Ballot		**3636	0.23%	3549	0	97.61%	0.00%
	Total	1574836	7280	0.46%	5060	1251	69.51%	17.18%
Total		24454328	21890250	89.51%	21888030	1251	99.99%	0.01%



Resolution required: (Ordinary / Special)					Resolution No: 5 – Special Resolution *			
					Re-appointment of Dr. A Selvakumar (DIN: 01099806) as an Independent Non-Executive Director			
Whether promoter / Promoter Group Interested in the agenda / resolution?					No			
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of voters Polled on Outstanding Shares (3)=[(2)/(1)] * 100	No. of Votes - in Favour (4)	No. of Votes - in against (5)	% of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes in against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	18354999	0	0.00%	0	0	0.00%	0.00%
	Poll at AGM		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		18349637	99.97%	18349637	0	100%	0.00%
	Total	18354999	18349637	99.97%	18349637	0	100%	0.00%
Public Institutions	E-Voting	4524493	0	0.00%	0	0	0.00%	0.00%
	Poll at AGM		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		3533333	78.09%	3533333	0	100%	0.00%
	Total	4524493	3533333	78.09%	3533333	0	100%	0.00%
Public Non Institutions	E-Voting	1574836	768	0.05%	2	766	0.26%	99.74%
	Poll at AGM		***2876	0.18%	1509	485	52.47%	16.86%
	Postal Ballot		**2878	0.18%	2791	0	96.98%	0.00%
	Total	1574836	6522	0.41%	4302	1251	65.96%	19.18%
Total		24454328	21889492	89.51%	21887272	1251	99.99%	0.01%



Resolution required: (Ordinary / Special)					Resolution No: 6 – Ordinary Resolution			
					Ratification of Remuneration of Cost Auditor			
Whether promoter / Promoter Group Interested in the agenda / resolution?					No			
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of voters Polled on Outstanding Shares (3)=[(2)/(1)] * 100	No. of Votes - in Favour (4)	No. of Votes - in against (5)	% of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes in against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	18354999	0	0.00%	0	0	0.00%	0.00%
	Poll at AGM		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		18349637	99.97%	18349637	0	100%	0.00%
	Total	18354999	18349637	99.97%	18349637	0	100%	0.00%
Public Institutions	E-Voting	4524493	0	0.00%	0	0	0.00%	0.00%
	Poll at AGM		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		3533333	78.09%	3533333	0	100%	0.00%
	Total	4524493	3533333	78.09%	3533333	0	100%	0.00%
Public Non Institutions	E-Voting	1574836	768	0.05%	2	766	0.26%	99.74%
	Poll at AGM		***2876	0.18%	1989	5	69.16%	0.17%
	Postal Ballot		**4302	0.27%	4215	0	97.98%	0.00%
	Total	1574836	7946	0.50%	6206	771	78.10%	9.70%
Total		24454328	21890916	89.52%	21889176	771	99.99%	0.00%



Resolution required: (Ordinary / Special)					Resolution No: 7 – Special Resolution			
					Approval for Issue of Non-Convertible Debentures on private placement basis			
Whether promoter / Promoter Group Interested in the agenda / resolution?					No			
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of voters Polled on Outstanding Shares (3)=[(2)/(1)] * 100	No. of Votes - in Favour (4)	No. of Votes - in against (5)	% of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes in against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	18354999	0	0.00%	0	0	0.00%	0.00%
	Poll at AGM		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		18349637	99.97%	18349637	0	0.00%	0.00%
	Total	18354999	18349637	99.97%	18349637	0	0.00%	0.00%
Public Institutions	E-Voting	4524493	0	0.00%	0	0	0.00%	0.00%
	Poll at AGM		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		3533333	78.09%	3533333		100%	0.00%
	Total	4524493	3533333	78.09%	3533333	0	100%	0.00%
Public Non Institutions	E-Voting	1574836	768	0.05%	2	766	0.26%	99.74%
	Poll at AGM		***2876	0.18%	1504	490	52.29%	17.04%
	Postal Ballot		**4302	0.27%	4215	0	97.98%	0.00%
	Total	1574836	7946	0.50%	5721	1256	72%	15.81%
Total		24454328	21890916	89.52%	21888691	1256	99.99%	0.01%

Note:

* Votes cast by the Interested Parties have not been considered.

** Votes cast by 3 shareholders in AGM holding 87 shares were considered as invalid due to incompleteness in the Postal ballot form.

*** Votes cast by 7 shareholders holding 882 shares (including 1 shareholder holding 64 shares has abstained for the agenda item No. 4,5,6 & 7) were considered as invalid due to incompleteness in the polling papers.

Date: 28.09.2019

Place: Coimbatore

ICSI UDIN: F006699A000017754


G.VASUDEVAN, B.Com., LL.B., FCS
 COMPANY SECRETARY IN PRACTICE
 FCS 6699 CP 6522