

DEEPAK BANSAL & ASSOCIATES
COMPANY SECRETARIES

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September 29, 2017

To

The Chairperson of 30th Annual General Meeting of Equity Shareholders of
Mahaan Foods Limited

Sub: Scrutinizers' Report on passing of resolutions through e-Voting and poll conducted at 30th Annual General Meeting of Mahaan Foods Limited held on 28th September, 2017.

Madam,

We, M/s Deepak Bansal & Associates, Company Secretaries, New Delhi appointed as Scrutinizer for the purpose of scrutinizing e-Voting and Poll in a fair and transparent manner in respect to the resolutions contained in the notice of 30th Annual General Meeting of the equity shareholders of the company, held on Thursday 28th September, 2017.

The e-voting period remained open from Monday, 25th September, 2017 (9:00 A.M) and ended on Wednesday, 27th September, 2017 (05:00 PM). Further, the Company facilitated the members present in the Annual General Meeting who could not exercise their votes through e-voting, to record their votes through poll process.


There was no polling reported through e-voting and polling done at Annual General Meeting was diligently scrutinized under our supervision and we are attaching herewith our following reports on poll conducted to enable you to declare result thereof:-

- i. Report on poll conducted at 30th Annual General Meeting in the prescribed form MGT-13
- ii. A consolidated report on voting done on all the resolution through e-voting / poll

We further confirm, that a register has been maintained electronically to record the assent or dissent received mentioning the particulars of name, address, folio number or client Id of the shareholders, number of shares held by them, nominal value of such shares along with the data sheet, papers / registers relating to e-voting and poll.

Thanking You,
Yours faithfully

For **DEEPAK BANSAL & ASSOCIATES**
Company Secretaries


DEEPAK BANSAL
Proprietor
FCS: 3736
CP: 7433



Encl: as above

FORM NO. MGT- 13**Report of Scrutinizer(s)**

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

To,

The Chairman of 30th Annual General Meeting of the Equity Shareholders of MAHAAN FOODS LIMITED (the company) held on Thursday, 28th September, 2017 at 2:00 PM at RVCC, Sector-5, Parwanoo, Himachal Pradesh-173220.

Dear Sir

We, M/s Deepak Bansal and Associates, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 30th Annual General Meeting of the Equity Shareholders of Mahaan Foods Limited, held on 28th September, 2017 at 1:00 PM at RVCC, Sector-5, Parwanoo, Himachal Pradesh-173220, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, One (1) ballot box kept for polling was locked in our presence with due identification marks placed by me.
2. 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 Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. We did not find any poll papers invalid.
4. The result of the Poll is as under:

Item No.1 (Type of Resolution: Ordinary)

To consider and adopt the Audited Financial Statement of the Company for the financial year ended 31 March, 2017, the Report of the Board of Directors and Auditors thereon.

(i) Voted in favor of the resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
13	269675	100.00

(ii) Voted Against the Resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total Number of members (in person or by Proxy) whose votes were declared in valid	Total number votes cast by them
Nil	Nil



Item No.2 (Type of Resolution: Ordinary)

To appoint a Director in place of Mrs. Saloni Goyal (DIN : 00400832) who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment Voted in favor of the resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
13	269675	100.00

(i) Voted Against the Resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(ii) Invalid Votes:

Total Number of members (in person or by Proxy) whose votes were declared in valid	Total number votes cast by them
Nil	Nil

Item No.3 (Type of Resolution: Ordinary)

To ratify the appointment of M/s DD Nagpal & Co. (Firm Regn. No. 006413N), Chartered Accountants as the Statutory Auditors of the company and to fix their remuneration for the financial year 2017-18

(i) Voted in favor of the resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
13	269675	100.00

(ii) Voted Against the Resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total Number of members (in person or by Proxy) whose votes were declared in valid	Total number votes cast by them
Nil	Nil



Item No.4 (Type of Resolution: Special)

Approval of Related Party Transaction

(i) Voted in favour of the resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
10	1000	100.00

(ii) Voted Against the Resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total Number of members (in person or by Proxy) whose votes were declared in valid	Total number votes cast by them
Nil	Nil

5. A compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary/ Director authorised by the Board for safe keeping.

For DEEPAK BANSAL & ASSOCIATES
Company Secretaries

Handwritten signature

DEEPAK BANSAL
Proprietor
FCS: 3736
CP: 7433



CONSOLIDATED REPORT ON e-VOTING / POLL

MAHAAN FOODS LIMITED 30th Annual General Meeting - 28th September, 2017

Item No.1 (Type of Resolution: Ordinary)

To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 March, 2017, the Report of the Board of Directors and Auditors thereon.

Particulars	No. of Voters			No of Votes			Percentage
	E- Voting (a)	Poll (b)	Total (c)	E- Voting (d)	Poll (e)	Total (f)	
Assent	8	13	21	531237	269675	800912	100.00
Dissent	0	0	0	0	0	0	0.00
Total	8	13	21	531237	269675	800912	100.00

Thus, the Ordinary Resolution as contained in Item No 1 is passed with requisite majority

Item No.2 (Type of Resolution: Ordinary)

To appoint a Director in place of Mrs. Saloni Goyal (DIN: 00400832) who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment;

Particulars	No. of Voters			No of Votes			Percentage
	E- Voting (a)	Poll (b)	Total (c)	E- Voting (d)	Poll (e)	Total (f)	
Assent	8	13	21	531237	269675	800912	100.00
Dissent	0	0	0	0	0	0	0.00
Total	8	13	21	531237	269675	800912	100.00

Thus, the Ordinary Resolution as contained in Item No 2 is passed with requisite majority

Item No.3 (Type of Resolution: Ordinary)

To ratify the appointment of M/s DD Nagpal & Co. (Firm Regn. No. 006413N), Chartered Accountants as the Statutory Auditors of the company and to fix their remuneration for the financial year 2017-18

Particulars	No. of Voters			No of Votes			Percentage
	E- Voting (a)	Poll (b)	Total (c)	E- Voting (d)	Poll (e)	Total (f)	
Assent	8	13	21	531237	269675	800912	100.00
Dissent	0	0	0	0	0	0	0.00
Total	8	13	21	531237	269675	800912	100.00

Thus, the Ordinary Resolution as contained in Item No 3 is passed with requisite majority



Item No.4 (Type of Resolution: Ordinary)

Approval of Related Party Transaction

Particulars	No. of Voters			No of Votes			Percentage
	E- Voting (a)	Poll (b)	Total (c)	E- Voting (d)	Poll (e)	Total (f)	
Assent	6	10	16	522	1000	1522	100.00
Dissent	0	0	0	0	0	0	0.00
Total	6	10	16	522	1000	1522	100.00

Thus, the Ordinary Resolution as contained in Item No 4 is passed with requisite majority

