



REPORT OF SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014]

28th September, 2016

To

The Chairman

26th (Twenty Sixth) Annual General Meeting (AGM) of the Equity Shareholders of BEDMUTHA INDUSTRIES LIMITED held on Tuesday, September 27, 2016 at 11:00 a.m. at Hotel Saiways, F-4, Sinnar - Shirdi Road, STICE, Sinnar, Nashik – 422 103.

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ('Act') read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and voting through Ballot Forms at the Annual General Meeting of Bedmutha Industries Limited held on Tuesday, September 27, 2016 at 11:00 a.m.

I, S. Anantha Rama Subramanian, Practising Company Secretary (FCS: 4443; CP: 1925) was appointed as the Scrutinizer by the Board of Directors of **Bedmutha Industries Limited** (the 'Company') vide resolution dated August 10, 2016, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to scrutinize and report on the electronic voting ('remote e-voting') and the voting through Ballot by the shareholders of the Company in respect of the resolutions proposed to be passed at the 26th (Twenty Sixth) Annual General Meeting of the members of the Company to be held on **Tuesday, September 27, 2016 at 11:00 a.m. at Hotel Saiways, F-4, Sinnar - Shirdi Road, STICE, Sinnar, Nashik – 422 103**, and I submit my report as under:

1. The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means ('remote e-voting') and voting by use of ballot by the shareholders on the resolutions proposed in the notice of the 26th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and through ballot are conducted in a fair and transparent manner and submit the consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman on the resolutions, based on the report generated electronically or by voting through ballot.

* (by the shareholder himself or through authorised representative or by proxy attending the AGM)



[Handwritten Signature]

...2



: 2 :

2. As per the Notice of 26th Annual General Meeting of the Shareholders and the 'Advertisement' published pursuant to Rule 20 (4) (v) of the Companies [(Management and Administration) Rules, 2014] (Amendment Rules, 2015) on September 04, 2016, in "Navshakti" and "Free Press Journal", the remote e-voting opened at 09.00 a.m. on September 24, 2016 and remained open until 05.00 p.m. on September 26, 2016.
3. The Shareholders holding the Equity Shares of the Company as on September 21, 2016 viz. the "**cut-off date**", were entitled to vote on the resolutions stated in the Notice of the 26th Annual General Meeting of the Company.
4. After the declaration of voting by use of ballot by the Chairman at the meeting, ballot box was locked and kept for voting duly marked by identification mark placed on them. The ballot box subsequently on close of voting hours was opened in the presence of two witnesses who are not the employees of the Company, and ballots received were serially numbered, sorted, signatures verified and were scrutinized and initialed by the scrutinizer. The ballots were reconciled with the records maintained by the Company/ Registrar and Transfer Agents (R&TA) of the Company and the Authorizations / proxies lodged with the Company.
5. The ballots, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
6. The votes on remote e-voting were unblocked, in the presence of two witnesses who are not the employees of the Company, at around 12.46 p.m. after conclusion of voting at the AGM and the e-voting results / list of Equity Shareholders who were voted for and against were downloaded from the e-voting website of Central Depository Services Limited ("**CDSL**") www.evotingindia.com and the same are being handed over to the Chairman.
7. The total votes cast in favour or against for all the resolutions proposed in the Notice of the AGM are as under:



[Handwritten Signature]

...3



: 3 :

A. Resolution No. 1: Ordinary Resolution

Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2016, alongwith the Reports of the Board of Directors and Auditors thereon:

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	19	1,39,96,607	93.898
Voting by ballot	28	9,09,588	6.102
Total	47	1,49,06,195	100.000

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Voting by ballot	-	-	-
Total	-	-	-

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
-	-

Summary of Total valid votes for Resolution No. 1

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	1,49,06,195	100.000
Votes against	-	-
Total	1,49,06,195	100.000



Rantheek

...4



: 4 :

B. Resolution No. 2: Ordinary Resolution

Appointment of Mr. Vijay K. Vedmutha (DIN: 00716056), who retires by rotation and being eligible, offers himself, for re-appointment as a Director.

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	6	14,97,351	62.210
Voting by ballot	28	9,09,588	37.790
Total	34	24,06,939	100.000

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Voting by ballot	-	-	-
Total	-	-	-

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
13	1,24,99,256

Summary of Total valid votes for Resolution No. 2

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	24,06,939	100.000
Votes against	-	-
Total	24,06,939	100.000



S. Anantha ...5



: 5 :

C. Resolution No. 3: Ordinary Resolution

Ratification of appointment of M/s. Patil Hiran Jajoo & Co., Chartered Accountants, Nashik, (Firm Registration No. 120117W) as the Statutory Auditors of the Company.

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	19	1,39,96,607	93.898
Voting by ballot	28	9,09,588	6.102
Total	47	1,49,06,195	100.000

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Voting by ballot	-	-	-
Total	-	-	-

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
-	-

Summary of Total valid votes for Resolution No. 3

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	1,49,06,195	100.000
Votes against	-	-
Total	1,49,06,195	100.000



S. Anantha ...6



: 6 :

D. Resolution No. 4: Ordinary Resolution

Ratification for the payment of remuneration payable to M/s.DBK & Associates, Cost Auditor(s) of the Company (Firm Registration No. 00325) for the financial year ending on March 31, 2017.

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

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	19	1,39,96,607	93.898
Voting by ballot	28	9,09,588	6.102
Total	47	1,49,06,195	100.000

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

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Voting by ballot	-	-	-
Total	-	-	-

(iii) **Invalid** votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
-	-

Summary of Total valid votes for Resolution No. 4

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	1,49,06,195	100.000
Votes against	-	-
Total	1,49,06,195	100.000



[Handwritten Signature]
...7



S. Anantha Rama Subramanian
BBA, LLB, FCS

S. ANANTHA & CO.
COMPANY SECRETARIES

C-316, 3rd Floor, Nirmal Avior - Galaxy
LBS Marg, Mulund (W), Mumbai 400080
Tel : (+91 22) 2591 3041 / 3051
Cell : +91 98 33 77 00 11
Website : www.aishcon.co
income108@yahoo.co.in/admin@aishcon.co

: 7 :

8. All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of 26th Annual General Meeting and the same shall be handed over thereafter to the Chairman/ Company Secretary for safe keeping.

Thanking You,

Yours faithfully,
For S. ANANTHA & Co.,
Company Secretaries

S. Anantha Rama Subramanian
Proprietor
FCS: 4443; CP: 1925



Witnesses: Vedprakash

1. VED PRAKASH
S/O. MR. YAMUNA PRASAD MISHRA
ADD:- C/O. C-316, 3RD FLOOR, NIRMAL-AVIOR
GALAXY, LBS MARG, MULUND (W) - 400080
OCCUPATION:- SERVICE.

Priya
2. PRIYA SHETTY
D/O. MR. SHRIDHAR SHETTY
ADD: 8-ATHARVA APARTMENT,
PLOT NO.43, SECTOR 13, KHANDA COLONY,
NEW PANVEL - 410206

Counter signed
For Bedmutha Industries Limited

Vijay Vedmutha
Managing Director
DIN: 00176056