

**AJAY K. ARORA**  
LL.B., FCS

GST : 04ADSPA8498H1Z3

**A. ARORA & CO.**

*Company Secretaries*

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### **Consolidated Report of Scrutinizer**

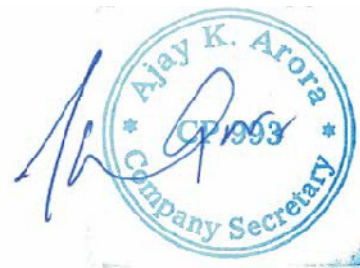
[Pursuant to section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

**To,**  
**The Chairman,**  
**Megastar Foods Limited**  
**Plot No. 807, Industrial Area Phase-II,**  
**Chandigarh.**

**7th Annual General Meeting of the Equity Shareholders of Megastar Foods Limited held on Saturday, the 15<sup>th</sup> September, 2018 at 11.00 A.M. at Hotel KLG Starlite, Plot No. 51, Industrial and Business Park, Phase II, Tribune Chowk, Chandigarh – 160002.**

Dear Sir,

1. I, Ajay Kumar Arora, Practicing Company Secretary, at S.C.O. 64-65, 1<sup>st</sup> Floor, Sector 17 A, Madhya Marg, Chandigarh was appointed as Scrutinizer by the Board of Directors of Megastar Foods Limited (the Company) for the purpose of scrutinizing the 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, as amended, in respect of the below mentioned resolutions proposed at the 7th Annual General Meeting (AGM) of the Equity Shareholders of Megastar Foods Limited held on 15th September, 2018 at 11.00 A.M. at Hotel KLG Starlite, Plot No. 51, Industrial and Business Park, Phase II, Tribune Chowk, Chandigarh – 160002.



2. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting by using ballots by the shareholders on the resolutions proposed in the Notice of the 7<sup>th</sup> 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 by use of ballot at the meeting are conducted in a fair and transparent manner and render a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Central Depositories Services (India) Limited (CDSL) and the report for voting by use of ballots at the meeting.
3. The Company had arranged the services of CDSL for extending the facility of remote e-voting to the Members of the Company from 12<sup>th</sup> September, 2018 (from 9.00 A.M.) to 14<sup>th</sup> September, 2018 (upto 5.00 P.M.). The remote e-voting results were unblocked by me on 15<sup>th</sup> September, 2018 in the presence of two witnesses.
4. At the 7<sup>th</sup> AGM of the Company held on 15<sup>th</sup> September, 2018, the Chairman announced a Poll through Ballot to facilitate the Members present in the Meeting who has not exercised remote e-voting facility earlier, for exercising their right through the Ballot available at AGM venue. No votes were cast through ballot at the Annual general Meeting.

The consolidated results of voting are as under:

**ORDINARY BUSINESS:**

**(1) As an Ordinary Resolution-Item no. 1**

To receive, consider and adopt the financial statements of the company for the financial year ended 31st March, 2018 and the reports of the Board of Directors and Auditors thereon.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/Votes	No. of Members	No. of shares/Votes
Detail of voting	22	7743700	22	7743700	Nil	Nil	Nil	Nil
% to total valid votes				100%				

Ajay K. Arora  
Company Secretary  
CP 1993

**(2) As an Ordinary Resolution-Item no. 2**

To appoint director in place of Mr. Vikas Gupta (DIN: 05123386) who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/Votes	No. of Members	No. of shares/Votes
Detail of voting	22	7743700	22	7743700	Nil	Nil	Nil	Nil
% to total valid votes				100%				

**(3) As an Ordinary Resolution-Item no. 3**

To fix the remuneration of Statutory Auditors M/s Avnish Sharma and Associates.

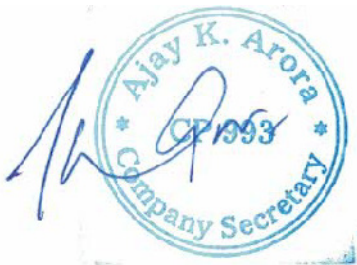
Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/Votes
Detail of voting	22	7743700	22	7743700	Nil	Nil	Nil	Nil
% to total valid votes				100%				

**Based on the above details of votes cast, the Chairman may declare the result.**

5. I hereby confirm that the electronic data, registers and all other relevant records related to remote e-voting and poll is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman consider, approves and signs the minutes of the AGM.

Thanking you,

Yours Sincerely,



**Ajay K Arora**  
**Company Secretary in Practice**  
**CP No. 993**  
**FCS No. 2191**  
**Date: 17.09.2018**  
**Place : Chandigarh**