



RICHA SHUKLA, M.Com., ACS
Practicing Company Secretary

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Consolidated's Report

(Voting through Remote e-voting and voting at the Annual General Meeting venue)

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

To,

The Chairman of 39th Annual General Meeting of the Members of **M/s INDUSS FOOD PRODUCTS & EQUIPMENTS LIMITED (L35204WB1987PLC031664)**, held on Saturday, 30th day of September, 2017 at 11.00 A.M. at Conference Room of 238/B, A.J.C. Bose Road, 3rd Floor, Kolkata - 700 020, West Bengal.

Dear Sir,

1. I, Richa Shukla, Practicing Company Secretary (ACS: 40547), was duly appointed as a Scrutinizer by the Board of Directors of **M/s INDUSS FOOD PRODUCTS & EQUIPMENTS LIMITED** (the Company) for the purpose of scrutinizing the process of voting through Remote e-voting and voting at the Annual General Meeting venue through Ballot under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Rules, 2015, and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The Management of the Company is responsible to ensure the Compliance of the requirements of the Companies Act, 2013 and Rules relating to voting through Remote e-voting and voting at the Annual General Meeting venue through Ballot for the resolutions proposed in the Notice of 39th Annual General Meeting of the Members of the Company dated 01.09.2017. My responsibility as a Scrutinizer for the process of voting through Remote e-voting and e-voting at the Annual General Meeting venue through Ballot is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice of the 39th AGM of the Company, based on the reports generated from the e-voting system provided by Niche Technologies Private Limited, the agency authorized under the Rules and engaged by the Company to provide remote e-voting facilities.
3. In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the remote e-voting facility was tried to be extended to the members of the Company but the same didn't materialized on account of suspension of the Company from Calcutta Stock Exchange and other allied factors.

At the 39th Annual General Meeting of the Company held on September 30, 2017, the Chairman at the end of discussions on the resolution(s) announced the voting by way of show of hands and that no voting by way of poll were demanded by any shareholders.



5. I submit herewith my Scrutinizer's Report on the results of voting through Ballot at the Annual General Meeting as under:

Item No. 1

Consideration and adoption of Audited Financial Statements of the Company for the financial year ended 31st March, 2017 and the Reports of the Directors and Auditors thereon.

(Ordinary Resolution)

Particulars	Remote E-Voting		Show of Hands		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	-	-	7	8	7	8	100.000
Dissent	-	-	0	0	0	0	0.000
Total	-	-	7	8	7	8	100.000
Abstain / Invalid	-	-	0	0	0	0	--

Item No. 2

Appointment of a Director in place of Sri Sohan Lal Chopra (DIN: 03183091), who retires by rotation and being eligible, offers himself for reappointment.

(Ordinary Resolution)

Particulars	Remote E-Voting		Show of Hands		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	-	-	7	8	7	8	100.000
Dissent	-	-	0	0	0	0	0.000
Total	-	-	7	8	7	8	100.000
Abstain / Invalid	-	-	0	0	0	0	-

Item No. 3

Appointment of M/s K. Daga & Co, Chartered Accountants (Firm Regn. No. 327776E) as Statutory Auditor of the Company for the financial year 2017-18 to 2021-22 and to fix their remuneration.

(Ordinary Resolution)

Particulars	Remote E-Voting		Ballot		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	-	-	7	8	7	8	100.000
Dissent	-	-	0	0	0	0	0.000
Total	-	-	7	8	7	8	100.000
Abstain / Invalid	-	-	0	0	0	0	--



Based on the aforesaid results, the resolution no.(s) 1 to 3 as contained in the Notice dated September 01, 2017 have been passed with the requisite majority.

All the relevant records relating to the voting by way of hands is under my safe custody and will be handed over to the Chairman for preserving safely after the Chairman considers, approves and signs the minutes of the Meeting.

Thanking You,

Yours Faithfully,

Richa Shukla

RICHA SHUKLA

PRACTICING COMPANY SECRETARY

C.P. NO. - 15080

844/1, R.N. Tagore Road

Kolkata - 700077

Ph. No. - 9051502921

Place : Kolkata

Date : 02.10.2017

Countersigned by