

**FORM NO.MGT-13**  
**Report of Scrutinizer**

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

To,  
Chairman,  
The Sukhjit Starch and Chemicals Ltd.  
Phagwara

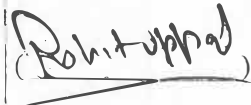
For Annual General Meeting of the Equity Shareholders of The Sukhjit Starch and Chemicals Ltd. held on August 08, 2018 at 10.00 A.M.


Dear Sir,

I, Parminder Singh Rally, appointed as Scrutinizer for the purpose of scrutinizing the e-voting process and ballot polling at the time of Annual General Meeting, in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per clause 35B of the listing agreement and the provisions of the Companies Act, 2013 and Sub rule (xi) of Rule 20 of Companies (Management and Administration) Rules, 2014 along with the ballot polling votes on the resolutions referred to in this report, at the Annual General meeting of the Equity Shareholders of The Sukhjit Starch and Chemicals Ltd., held on August 08, 2018 at Registered office of the company at 10.00 A.M., submit my report as under:

1. The e-voting period remained open from 09.00 AM on Sunday, August 5, 2018 up to 05.00 PM on Tuesday, August 07, 2018.
2. The Notice was sent to all the members, whose names appeared in the register of Members as on June 22, 2018, and Cut off date for members who were entitled to vote on the proposed 6 (Six) resolutions mentioned in the Notice to the Annual General Meeting of The Sukhjit Starch & Chemicals Ltd was 3<sup>rd</sup> August, 2018.
3. The votes were unblocked on August 08, 2018 in the presence of two witnesses, namely CS. Rohit Uppal, residing at WM-69, Bati Guzan, Jalandhar and CA Mohit Chopra residing at 119, Jawala Nagar, Maqsudan, Jalandhar who are not in employment of the company.

They have signed below in confirmation of the votes being unblocked in their presence.

  
Rohit Uppal

  
Mohit Chopra

4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the E-voting website of the National Securities & Depositories Ltd. (<https://www.evoting.nsdl.com>).
5. The voting at the time of AGM was conducted by poll in my presence (along with two witnesses), in consonance with the provisions of the Companies Act, 2013 and rules made there under.

**For P.S. RALLY & ASSOCIATES**

  
**PARTNER**  
FRN P2003/B061300

6. The consolidated results of the e-voting & Poll are given here under:

**(a) Ordinary RESOLUTION I:- Item (1) of the Notice to AGM dated May 30, 2018**

To receive, consider and adopt the Directors' Report, Auditors' Report. Audited Balance Sheet and Profit & Loss Account for the year ended 31.03.2018.

Consolidated Results:-

Particulars	Numbers of Votes Casted			Percentage
	Electronically (i.e. E-votes)	Th. Ballot	Total	
Assent	912	3228594	3229506	100%
Dissent	0	0	0	0%
<b>Total</b>	<b>912</b>	<b>3228594</b>	<b>3229506</b>	<b>100%</b>

Hence, the resolution was passed with a total of 3229506 valid assenting votes.

**(b) Ordinary RESOLUTION II:- Item (2) of the Notice to AGM dated May 30, 2018**

To declare dividend on the Equity Shares for the year ended 31.03.2018.

Consolidated Results:-

Particulars	Numbers of Votes Casted			Percentage
	Electronically (i.e. E-votes)	Th. Ballot	Total	
Assent	912	3228594	3229506	100%
Dissent	0	0	0	0%
<b>Total</b>	<b>912</b>	<b>3228594</b>	<b>3229506</b>	<b>100%</b>

Hence, the resolution was passed with a total of 3229506 valid assenting votes and dividend was declared @ Rs.6.5/- per equity share of Face value Rs. 10/- each.

**(c) Ordinary RESOLUTION III:- Item (3) of the Notice to AGM dated May 30, 2018**

To appoint Director in place of Smt. Ravi Chowdhry (DIN: 07082698), who retires by rotation and being eligible, offers herself for re-appointment.

Consolidated Results:-

Particulars	Numbers of Votes Casted			Percentage
	Electronically (i.e. E-votes)	Th. Ballot	Total	
Assent	912	2075911	2076823	100%
Dissent	0	0	0	0%
<b>Total</b>	<b>912</b>	<b>2075911</b>	<b>2076823</b>	<b>100%</b>

Sh. I.K Sardana and Sh. K K Sardana, being interested in the above resolution, did not take part in the voting. Hence, the resolution was passed with a total of 2076823 valid assenting votes.

For P.S. RALLY & ASSOCIATES

PARTNER  
FRN 2006061300

**(d) Ordinary RESOLUTION IV:- Item (4) of the Notice to AGM dated May 30, 2018**

To ratify the appointment of Auditors for a further period of 1 year i.e. from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting as per the provisions of Companies Act, 2013 and to fix their remuneration.

Consolidated Results:-

Particulars	Numbers of Votes Casted			Percentage
	Electronically (i.e. E-votes)	Th. Ballot	Total	
Assent	745	3228594	3229339	99.99%
Dissent	150	0	150	0.001%
Total	895	3228594	3229489	100%

Hence, the resolution was passed with a total of 3229339 valid assenting votes.

**(e) Special RESOLUTION I:- Item (5) of the Notice to AGM dated May 30, 2018**

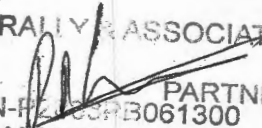
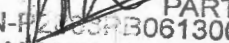
To consider and if thought fit to pass with or without modification(s) the following resolution as a special resolution: -

“RESOLVED THAT pursuant to the provisions of Section 196, 197 read with the Schedule V and other applicable provisions, if any, of The Companies Act, 2013, the consent of the members be and is hereby granted to the re-appointment of Shri I. K. Sardana as the Managing Director of the Company with effect from 1st July, 2018 on the terms & conditions including remuneration as are set out in the Explanatory Statement annexed hereto with the liberty to the Board of Directors to alter and vary and / or modify the terms & conditions of the re-appointment including remuneration, commission etc. payable to Shri I. K. Sardana within the limits specified in Schedule V to The Companies Act, 2013 and / or any amendment thereto as may be made by the Central Government from time to time and as may be agreed between the Board of Directors and Shri I. K. Sardana.

Consolidated Results:-

Particulars	Numbers of Votes Casted			Percentage
	Electronically (i.e. E-votes)	Th. Ballot	Total	
Assent	912	1056913	1057825	100%
Dissent	0	0	0	0
Total	912	1056913	1057825	100%

Sh. I.K Sardana, Sh. K.K Sardana, Sh. Dhiraj Sardana, Sh. Pankaj Sardana, Smt Manjoo Sardana, Smt Nidhi Sardana and Smt. Divya Sardana being interested in the above resolution, did not take part in the voting. Hence, the resolution was passed with a total of 1057825 valid assenting votes.

For P.S. RALLY ASSOCIATES  
  
FRN- PARTNER  
COMPANY SECRETARIES

**(f) Special BUSINESS II:- Item (6) of the Notice to AGM dated May 30, 2018**

To ratify the remuneration of Cost Auditors for the financial year ended March 31, 2019, by passing with or without modification(s) the following resolution as an ordinary resolution:-


"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, the remuneration fixed by the Board of Directors payable to the Cost Auditors for conducting the audit of cost records of the Company for the financial year ending March 31, 2019, be and is hereby ratified."

**Consolidated Results:-**

Particulars	Numbers of Votes Casted			Percentage
	Electronically (i.e. E-votes)	Th. Ballot	Total	
Assent	762	3228594	3229356	99.99%
Dissent	150	0	150	0.01%
Total	912	3228594	3229506	100%

Hence, the resolution was passed with a total of 3229356 valid assenting votes.

Place: Jalandhar  
Date: 10.08.2018

**For P.S. RALLY & ASSOCIATES**  
  
**PARTNER**  
FRN-P2003PBC61300  
**COMPANY SECRETARIES**