

CONSOLIDATED SCRUTINIZER REPORT

FORM No. MGT-13

Report of Scrutinizer(s)

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

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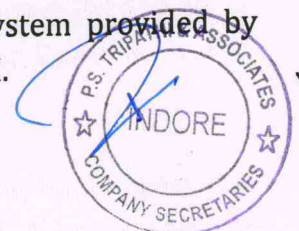
To,
The Chairman,
19th Annual General Meeting of
M/s Sita Shree Food Products Limited,
332/4/2, R.D. Udyog Nagar, Palda,
Nemawar Road, Indore (M.P.)-452020

**Subject: Consolidated Scrutinizer's Report on Remote E-voting and voting by Poll
conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the
Act") read with Rule 20 of Companies (Management and Administration) Amendment
Rules, 2015:**

Dear Sir,

I, **Pratik Tripathi**, Partner of P.S. Tripathi & Associates, Company Secretaries has been appointed as Scrutinizer by the Board of Directors of Sita Shree Food Products Ltd ("Company" or "the Company") vide resolution dated 25th August, 2015 for the purpose of Scrutinizing the Remote E-voting Process and voting by Poll taken on the resolution(s) as contained in the Notice of 19th Annual General Meeting ("AGM" or "the AGM"), at the AGM of the Equity Shareholders of the Company held on Wednesday, 30th September, 2015 at 10:30 A.M. at the Registered office of the Company at 332/4/2, R.D. Udyog Nagar, Palda, Nemawar Road, Indore (M.P.)-452020, submit our report as under:

The Management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules in relation to E-voting on the resolution(s) contained in the Notice to the 19th Annual General Meeting (AGM) of the members of the Company. My responsibilities as scrutinizer for Remote E-voting process and for voting by Poll at the AGM is restricted to Scrutinizer's Report of the votes cast "in favour" or "Against" the resolutions contained in the Notice to the 19th Annual General Meeting (AGM), based on the reports generated from the E-voting system provided by Central Depository Services (India) Limited and at the time of Poll at AGM.



1. The Company has entered into an arrangement with Central Depository Services Limited ("CDSL") for conducting E-voting by the shareholders of the Company.
2. The Shareholders of the Company holding shares as on the "Cut Off" date of 23rd September, 2015 were entitled to vote through e-voting on the proposed resolutions as set out in Notice of AGM of the Company.
3. As prescribed in the Rules, Remote E-voting facility was kept open for three (3) days from 10:00 A.M. (IST) on 27th Day of September, 2015 upto 05:00 P.M. (IST) on 29th Day of September, 2015.
4. As on the cut-off date there were 9,640 (Nine Thousand Six Hundred and Forty) Shareholders.
5. At the end of Remote E-voting period on 05.00 P.M. (IST) on 29th Day of September, 2015, the E-voting module was disabled for Remote E-voting.
6. After the time fixed for closing of Poll by the Chairman, one Ballot Box kept for Polling were locked in my presence with due identification marks placed by me.
7. The locked Ballot Box was subsequently opened in my presence and two witnesses namely Ms. Priyanka Jain and Ms. Sukhvinder Kaur Pabla and Poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations/proxies lodged with the Company.
8. The Poll papers, which were incomplete and/or which were otherwise found defective, if any, have been treated as invalid and kept separately.
9. The Consolidated Report on voting by Remote E-voting and voting by Poll at the meeting is as under:

Resolution No. 1- Ordinary Resolution:

To consider and adopt the Audited Balance Sheet as at 31 March, 2015 and the Profit & Loss Account of the Company for the year ended on that date together with the Auditors and Board's Report thereon.

(i) Voted in favour of resolution:

Mode of Voting	Number of Members Voted (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Through voting by poll	43	13876684	99.998%
Through remote e-voting	1	270	0.002%
Total	44	13876954	100%

(ii) Voted against the resolution:

Mode of Voting	Number of Members Voted (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Through voting by poll	NIL	NIL	NIL
Through remote e-voting	NIL	NIL	NIL
Total	NIL	NIL	NIL

