ARIES AGRO LIMITED

Data of the ACM			ARIES AGR	O LIMITE	D			
Date of the AGM:	-1 1.1			26 th September, 2014				
Total number of share				8,119				
No. of shareholders present in the meeting either in person or through proxy:						51		
Promoters and Promo	oter Group:					3		
Public:						48		
No. of Shareholders a	ttended the me	eting throug	h Video Conferencing:			NIL		
Promoters and Promo	ter Group:					NIL		
Public:						NIL		
In case of Poll/Postal	l ballot/E-votin	g:						
(Agenda-wise)								
Item No. 1								
Details of the Agenda	:			and State	ement of Pather with	dited Balance Sheet a rofit and Loss for the the Reports of the Bo	vear ended as on the	
Resolution required:				Ordinary				
Mode of voting:				Poll & eV				
Voting Result :					As in the Table below:			
In case of Poll/Postal	ballot/E-voting	g:						
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes agains on votes polled	
			(3)=[(2)/(1)]*100	(4)		(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	(1)	(2)			(5)			
Promoter and Promoter Group	6857926	6857926	100.00%	6857926	_	100.00%	-	
Public – Institutional holders	950302	941564	99.08%	941564	-	100.00%	•	
Public-Others	5196111	34183	0.66%	34183	***	100.00%	-	
Total	13004339	7833673	60.24%	7833673		100.00%	-	
Item No. 2								
Details of the Agenda:				Todil	D' ' '	C 41 TI		
Resolution required:					Dividend	for the Financial Year	ended 31.03.2014.	
Mode of voting:				Ordinary				
viode of voting:				Poll & eVoting				

FOR ARIES AGRO LIMITED

Dr. Jimmy Mirahandahi Chairman & Mghaging Directly For ARIES AGRO LIMITED

QAISER P. AMSARI COMPANY L'IURETARY

Voting Result :				As in the Table below:			
In case of Poll/Postal	ballot/E-votin	g:					
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes again on votes polled
			(3)=[(2)/(1)]*100	(4)		(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	(1)	(2)			(5)		
Promoter and Promoter Group	6857926	6857926	100.00%	6857926	_	100.00%	
Public – Institutional holders	950302	941564	99.08%	941564	-	100.00%	
Public-Others	5196111	34183	0.66%	34183	-	100.00%	
Total	13004339	7833673	60.24%	7833673	-	100.00%	
Item No. 3 Details of the Agenda:					4 - D:4	ow in place of Dy Dob	
Details of the Agenda:				retires by	rotation	and being eligible of	nul Mirchandani w ffers himself for i
Details of the Agenda:				retires by	rotation	and being eligible of	fers himself for i
				retires by appointme	rotation ent.	and being eligible of	ull Mirchandani w ffers himself for 1
Resolution required:				ordinary Poll & eV	rotation ent.	and being eligible of	fers himself for i
Resolution required: Mode of voting:		3:		ordinary Poll & eV	rotation ent.	and being eligible of	ull Mirchandani w ffers himself for 1
Resolution required: Mode of voting: Voting Result:		No. of votes polled	% of Votes Polled on outstanding shares	ordinary Poll & eV	rotation ent.	and being eligible of	% of Votes again
Resolution required: Mode of voting: Voting Result: In case of Poll/Postal	ballot/E-voting No. of shares	No. of votes	on outstanding	Ordinary Poll & eV As in the	rotation ent. oting Table below No. of Votes –	and being eligible of v: % of Votes in favour on votes	ffers himself for a
Resolution required: Mode of voting: Voting Result: In case of Poll/Postal	ballot/E-voting No. of shares	No. of votes	on outstanding shares	Ordinary Poll & eV As in the	rotation ent. oting Table below No. of Votes –	v: % of Votes in favour on votes polled	% of Votes again
Resolution required: Mode of voting: Voting Result : In case of Poll/Postal Promoter/Public Promoter and Promoter Group	ballot/E-voting No. of shares held	No. of votes polled	on outstanding shares	Ordinary Poll & eV As in the	rotation ent. oting Γable below No. of Votes – against	v: % of Votes in favour on votes polled	% of Votes again
Resolution required: Mode of voting: Voting Result : In case of Poll/Postal Promoter/Public Promoter and Promoter Group Public – Institutional holders	ballot/E-voting No. of shares held	No. of votes polled	on outstanding shares (3)=[(2)/(1)]*100	retires by appointment of the service of the servic	rotation ent. oting Table below No. of Votes – against	v: % of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes again
Resolution required: Mode of voting: Voting Result : In case of Poll/Postal Promoter/Public Promoter and Promoter Group Public - Institutional	No. of shares held (1)	No. of votes polled (2)	on outstanding shares (3)=[(2)/(1)]*100 100.00%	retires by appointment of the service of the servic	rotation ent. oting Table below No. of Votes – against	w: % of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes again



For ARIES AGRO LIMITED

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QAISER R AMSARI COMPANY LITTRETARY

Item No. 4								
Details of the Agenda	a:			the Com Meeting at such a	ants, Mum apany fron (AGM) till cemunerati	Kirti D. Shah & Abai, (Membership No. of the conclusion of the conclusion of the conclusion of the conclusion as may be mutuall of the Company and the	32371 as Auditors this Annual Gener Forty Seventh AG v agreed between t	
Resolution required:				Ordinary	7			
Mode of voting:				Poll & eV				
Voting Result :					Table belo	w:		
In case of Poll/Postar	ballot/E-votin	g:						
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes again on votes polled	
			(3)=[(2)/(1)]*100	(4)		(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	(1)	(2)			(5)			
Promoter and Promoter Group	6857926	6857926	100.00%	6857926		100.00%		
Public – Institutional holders	950302	941564	99.08%	-	941564	_	100.009	
Public-Others	5196111	34183	0.66%	34133	50	99.85%	0.159	
Total	13004339	7833673	60.24%	6892059	941614	87.98%	12.02%	
Item No. 5								
Details of the Agenda:			appointed with effect	by the Bo t from 30tl	ya Mirchandani (DIN: ard of Directors as an h May, 2014, as a Dire liable to retirement by	Additional Directo		
Resolution required:					Ordinary			
Mode of voting:					Poll & eVoting			
Voting Result :				Table below	7:			
In case of Poll/Postal Promoter/Public			0/ of Vot - D II -	N				
. Tomote//I ubite	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes agains on votes polled	

For AND AGRO LIMITED

Dr. Jimmy Mirchandani Chairman & Managing Director For ARIES AGRO LIMITED

QAISER P. ANSARI COMPANY L'EURETARY

			(3)=[(2)/(1)]*100	(4)		(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	(1)	(2)			(7)		
	(1)	(2)			(5)		
Promoter and Promoter Group		6857926	100.00%	6857926	-	100.00%	
Public – Institutional holders	950302	941564	99.08%	941564	-	100.00%	
Public-Others	5196111	34183	0.66%	34017	166	99.51%	0.49
Total	13004339	7833673	60.24%	7833507	166	99.99%	0.019
Item No. 6							
Details of the Agenda	:			Director Company	of the Cor	S. S. Mani (DIN 005272 npany as an Indepen ice for five consecutive 019.	dent Director of the
Resolution required:				Ordinary			
Mode of voting:				Poll & eV	oting		
Voting Result :						<i>y</i> •	
In case of Poll/Postal	ballot/E-voting	g:			Table belov	*	
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes again on votes polled
			(3)=[(2)/(1)]*100	(4)		(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	(1)	(2)			(5)		
Promoter and Promoter Group	6857926	6857926	100.00%	6857926		100.00%	
Public – Institutional nolders	950302	941564	99.08%	-	941564	•	100.00%
Public-Others	5196111	34183	0.66%	34017	166	99.51%	0.49%
Γotal	13004339	7833673	60.24%	6891943	941730	87.98%	12.02%
tem No. 7							
Details of the Agenda:				Non-Execu Director	itive Direct of the Coi	radhar Bharat Chhay for of the Company npany to hold office	as an Independen for five consecutive
				years for a	term up to	25th September, 2019	•

FOI ARUOS AGRO LIMITED

Dr. Jimmy Mirchendani Chairmas & Minaging Director For ARIES AGRO LIMITED

W. O

QAMER P. AMSARI COMPANY LITTRETARY

Mode of voting:	Mode of voting:					Poll & eVoting			
Voting Result :				As in the Table below:					
In case of Poll/Posta	l ballot/E-votin	g:			-				
Promoter/Public	Promoter/Public No. of shares held		% of Votes Polled on outstanding shares		No. of Votes – against	% of Votes in favour on votes polled	% of Votes again on votes polled		
			(3)=[(2)/(1)]*100	(4)		(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
	(1)	(2)			(5)				
Promoter and Promoter Group	6857926	6857926	100.00%	6857926	-	100.00%			
Public – Institutional holders	950302	941564	99.08%	941564	-	100.00%			
Public-Others	5196111	34183	0.66%	34067	116	99.67%	0.33		
Total	13004339	7833673	60.24%	7833557	116	99.99%	0.019		
Itam No. 9									
Item No. 8 Details of the Agenda:				01871816) Independe	, a Non-E ent Directo	umitra Vinodchandra xecutive Director of or of the Company to a term up to 25th Sepi	the Company as a to hold office for fire		
Details of the Agenda:				01871816) Independe consecutiv	, a Non-E ent Directo	xecutive Director of	the Company as a o hold office for fi		
Details of the Agenda:				O1871816) Independe consecutiv Ordinary	, a Non-E ent Directo re years for	xecutive Director of or of the Company t	the Company as a o hold office for fi		
Details of the Agenda: Resolution required: Mode of voting:				Ordinary Poll & eVo	o, a Non-Eent Directore years for	xecutive Director of or of the Company to a term up to 25th Sept	the Company as a to hold office for fire		
Details of the Agenda:				Ordinary Poll & eVo	, a Non-E ent Directo re years for	xecutive Director of or of the Company to a term up to 25th Sept	the Company as a to hold office for fire		
Details of the Agenda: Resolution required: Mode of voting: Voting Result :		No. of votes polled	% of Votes Polled on outstanding shares	Ordinary Poll & eVo	o, a Non-Eent Directore years for	xecutive Director of or of the Company to a term up to 25th Sept	the Company as a o hold office for fitember, 2019.		
Details of the Agenda: Resolution required: Mode of voting: Voting Result: In case of Poll/Postal	ballot/E-voting No. of shares	No. of votes	on outstanding	Ordinary Poll & eVo As in the T	o, a Non-Eent Directore years for Directore years for Director Ye years for Director Years for Director Years for Director Years for Director House for Director Hous	xecutive Director of or of the Company to a term up to 25th Septential Company to 25th Septential Comp	the Company as a o hold office for fitember, 2019.		
Details of the Agenda: Resolution required: Mode of voting: Voting Result: In case of Poll/Postal	ballot/E-voting No. of shares	No. of votes	on outstanding shares	Ordinary Poll & eVo As in the T	o, a Non-Eent Directore years for Directore years for Director Ye years for Director Years for Director Years for Director Years for Director House for Director Hous	xecutive Director of or of the Company to a term up to 25th Septential Company to 25th Septential Comp	the Company as a to hold office for five tember, 2019. % of Votes again on votes polled		
Details of the Agenda: Resolution required: Mode of voting: Voting Result: In case of Poll/Postal	ballot/E-voting No. of shares held	No. of votes polled	on outstanding shares	Ordinary Poll & eVo As in the T	o, a Non-Eent Directore years for oting Table below No. of Votes — against	xecutive Director of or of the Company to a term up to 25th Septential Company to 25th Septential Comp	the Company as a to hold office for five tember, 2019. % of Votes again on votes polled		
Resolution required: Mode of voting: Voting Result : In case of Poll/Postal of Promoter/Public	ballot/E-voting No. of shares held (1)	No. of votes polled	on outstanding shares (3)=[(2)/(1)]*100	Ordinary Poll & eVo As in the T	o, a Non-Eent Directore years for oting Table below No. of Votes — against	xecutive Director of or of the Company to a term up to 25th Septential Company to 25th Septential Company to 25th Septential Company to 25th Septential Company (a) of Votes in favour on votes polled (6)=[(4)/(2)]*100	the Company as a to hold office for five tember, 2019. % of Votes again on votes polled		

For ARCES AGRO LIMITED

Dr. Jamy Mychandani Chairman & Managing Director For ARIES AGRO LIMITED

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QAISER P. ANSARI COMPANY LITTETARY

Total	13004339	7833673	60.24%	7833557	116	99.99%	0.019
Item No. 9							
Details of the Agenda	:			plus Se Expenses	ervice Tax at actual i	ment of remuneration and reimbursement of M/S R. Nanabhoy rending March 31, 20	it of Out of Pock & Co., Cost Audito
Resolution required:				Ordinary	,		
Mode of voting:				Poll & eV			
Voting Result :					Table belov	v:	
In case of Poll/Postal	ballot/E-votin	g:					
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes again on votes polled
			(3)=[(2)/(1)]*100	(4)		(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	(1)	(2)			(5)		
Promoter and Promoter Group	6857926	6857926	100.00%	6857926	-	100.00%	
Public — Institutional holders	950302	941564	99.08%	941564	-	100.00%	
Public-Others	5196111	34183	0.66%	34183	-	100.00%	
Total	13004339	7833673	60.24%	7833673		100.00%	
Item No. 10							
Details of the Agenda:				500/- cror	es in excess	ard of Directors to be of the paid up capita 180(1)(c) of the Comp	l and free reserves i
Resolution required:							
				Special			
Mode of voting: Voting Result :					oting		
In case of Poll/Postal ballot/E-voting:			As in the 1	Table below	:		
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes agains on votes polled
			(3)=[(2)/(1)]*100	(4)		(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100

For ARTES, AGRO LIMITED

Dr. Jonny Mirchamani Chairman & Managing Directa For ARIES AGRO LIMITED

QAISER R / ESARI COMPANY DELRETARY

	(1)	(2)			(5)		
Promoter and Promoter Group	6857926	6857926	100.00%	6857926	-	100.00%	
Public – Institutional holders	950302	941564	99.08%	-	941564	-	100.00
Public-Others	5196111	34183	0.66%	34183	***	100.00%	
Total	13004339	7833673	60.24%	6892109	941564	87.98%	12.029
Item No. 11							
Details of the Agenda				charge o Company of the Co 500.00 Co	n all mo in favour ompany up rores (Rup	coard of Directors to veable and/or immo of the lenders for sec to the amount an ap sees Five Hundred Co panies Act, 2013.)	vable assets of t uring the borrowin ggregate limit of F
Resolution required:				Special		·····	
Mode of voting:				Poll & eVoting			
Voting Result :				As in the	Table belov	v:	
In case of Poll/Postal	ballot/E-voting	g:					
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes again on votes polled
			(3)=[(2)/(1)]*100	(4)		(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	(1)	(2)			(5)		
Promoter and Promoter Group	6857926	6857926	100.00%	6857926	**	100.00%	
Public – Institutional holders	950302	941564	99.08%	941564	-	100.00%	
Public-Others	5196111	34183	0.66%	34183	-	100.00%	
Total	13004339	7833673	60.24%	7833673		100.00%	

For ARIES AGRO LIMITED

Dr. Jimmy Mirchandani

Dr. Jimmy Mirchandani Chairman & Managing Director For ARIES AGRO LIMITED

Qaiser P. Ansari

Company Secretary & Compliance Officer

A. SEKAR

B.COM, FCMA, ACS, LLB (GEN)

COMPANY SECRETARY

B 305, Sai Jyote, Lalubhai Park West, VILE PARLE WEST, MUMBAI 400 056

HELLO: 26716211

EMAIL: a.sekar.cs@gmail.com

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014

To The Chairman Aries Agro Limited Aries House, Plot No. 24, Deonar, Govandi (East), Mumbai 400 043

Sir

I, A Sekar, Practising Company Secretary, was appointed as Scrutinizer for the Forty Fourth Annual General Meeting of the Equity Shareholders of "ARIES AGRO LIMITED" to be held on Friday, the 26th September, 2014 at The Chembur Gymkhana, 16th Road, Chembur, Mumbai 400 071 for the purpose of scrutinizing the E voting process in a fair and transparent manner and ascertaining the requisite majority on E voting carried out as per the provisions of the Companies Act, 2013 and sub-rule (xi) of Rule 20 of the Companies (Management and Administration) Rules, 2014 on the resolution referred to in this report.

I submit my report as under :-

- 1. The E-voting period remained open from 10.00 A.M. on Saturday, 20th September, 2014 up to 6.00 P.M. on Monday, 22nd September, 2014.
- 2. The shareholders holding equity shares as on the "cut off" date ie. 12th September, 2014 were entitled to vote on the proposed 11 (Eleven) resolutions as mentioned in the notice of the said Forty Fourth Annual General Meeting of "Aries Agro Limited".
- 3. The votes were unblocked on Tuesday, 23rd September, 2014 around 8.00 A.M. in the presence of two witnesses, namely Mr R Bhaskar residing at D -24 Ajanta, Anushakti Nagar, Mumbai 400 094 and Mrs Shailashri Bhaskar, residing at D 24, Ajanta Anushakti Nagar, Mumbai 400 094, who are not in employment of the company.

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

(R. BIHASKAR)

MUMBAI.

SHAILASHRI BHASKA

- 4. Thereafter, the details containing, inter-alia, the list of equity shareholder, who vote "For" and "Against" were downloaded from the E-voting website of Central Depository Services (India) Limited (https://www.evotingindia.com/).
- 5. The result of the e-voting is as under:-

Resolution No. 1 - To consider and adopt Audited Financial Statement, Report of Board of Directors and Auditors – Ordinary Resolution

(i) Voted in favour of Resolution

Number of Member voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
4	6891267	52.99

(ii) Voted against the resolution

Number of Members voted through e-voting system		% of Total Number of valid votes cast
0	0	0

(iii) Invalid Votes

Total	number	of	Total	number	of	votes
members	whose	votes	cast by	y them		
were decl	ared inval	id				
		None				NA

Resolution No. 2 – Declaration of Dividend for the Financial Year ended 31st March, 2014 – Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members voted through e-voting	_	% of Total Number of valid votes cast
system		valid votes care
40	6891267	52.99

(ii) Voted against the resolution

Number of Members voted through e-voting		% of Total Number of valid votes cast
system		
0	0	0



(iii) Invalid Votes

Total	number	of	Total	number	of	votes
members	whose	votes	cast by	y them		
were decl	ared inval					
		None				NA

Resolution No. 3 - Appointment of a Director in place of Dr. Rahul Mirchandani, who retires by rotation and being eligible offers himself for re-appointment — Ordinary Resolution

(i) Voted in favour of Resolution

Number of Member voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
39	6891151	52.99

(ii) Voted against the resolution

Number of Members voted through e-voting system	1	% of Total Number of valid votes cast
1	116	0.00

(iii) Invalid Votes

Total	number	of	Total	number	of	votes
members	whose	votes	cast by	y them		
were declared invalid						
None						NA

Resolution No. 4 — Re-appointment of M/s. Kirti D. Shah & Associates, Chartered Accountants as Auditors till conclusion of forty seventh AGM subject to ratification of their appointment at every AGM — Ordinary Resolution

Number of Members	Number of votes cast by	% of Total Number of
voted through e-voting	them	valid votes cast
system		
39	6891217	52.99



Number of Members voted through e-voting system	3	% of Total Number of valid votes cast
1	50	0.00

(iii) Invalid Votes

Total	number	of	Total	number	of	votes
members	whose	votes	cast by	y them		
were decl	ared inval					
None						NA

Resolution No. 5 – Appointment of Mrs. Nitya Mirchandani as a Director of the company liable to retire by rotation – Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members voted through e-voting system	1	% of Total Number of valid votes cast
38	6891101	52.99

(ii) Voted against the resolution

Number of voted through		_	% of Total Number of valid votes cast
system			
	2	166	0.00

(iii) Invalid Votes

Total	number	of	Total	number	of	votes
members	whose	votes	cast by	y them		
were declared invalid						
None						NA

Resolution No. 6 – Appointment of Prof R S S Mani as an Independent Director for a term of five years – Ordinary Resolution

Number of Members voted through e-voting system	1	% of Total Number of valid votes cast
38	6891101	52.99



Number of Mem voted through e-vo		cast by	% of Total valid votes ca		of
System					
	2	166		0.	00

(iii) Invalid Votes

Total	number	of	Total	number	of	votes
members	whose	votes	cast by	y them		
were decl	ared inval	id				
None						NA

Resolution No. 7 – Appointment of Mr. Chakradhar Bharat Chhaya as an Independent Director for a term of five years – Ordinary Resolution

(i) Voted in favour of Resolution

Number of voted through system			% of Total Number of valid votes cast
	39	6891151	52.99

(ii) Voted against the resolution

Number of Members voted through e-voting system	,	% of Total Number of valid votes cast
1	116	0.00

(iii) Invalid Votes

Total	number	of	Total	number	of	votes
members	whose	votes	cast by	y them		
were decl	ared inval	id				
None						NA

Resolution No. 8 - Appointment of Mr. Bhumika Vinodchandra Dholakia as an Independent Director for a term of five years – Ordinary Resolution

Number of Members	Number of votes cast by	% of Total Number of
voted through e-voting	them	valid votes cast
system		
39	6891151	52.99



Number of Members	Number of votes cast by	% of Total Number of
voted through e-voting	them	valid votes cast
system		
1	116	0.00

(iii) Invalid Votes

Total	number	of	Total	number	of	votes
members	whose	votes	cast by	y them		
were decl	ared inval	id				
None						NA

Resolution No. 9 - Approval of Remuneration of Cost Auditor - Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members voted through e-voting system	_	% of Total Number of valid votes cast
40	6891267	52.99

(ii) Voted against the resolution

voted through		1	% of Total Number of valid votes cast
system			
	0	0	0

(iii) Invalid Votes

Total	number	of	Total	number	of	votes
members	whose	votes	cast by	y them		
were decl	ared inval	id				
None						NA

Resolution No. 10 – Authorisation for Borrowing Money under Section 180(1)(c) of the Companies Act, 2013 – Ordinary Resolution

Number of voted through		Number of votes cast by them	% of Total Number of valid votes cast
system			
	40	6891267	52.99



Number of voted through system		Number of votes cast by them	% of Total Number of valid votes cast
System			
	0	0	0

(iii) Invalid Votes

Total	number	of	Total	number	of	votes
members	whose	votes	cast by	y them		
were decl	ared inval	id				
		None				NA

Resolution No. 11 – Authorisation for Creation of Charges on the assets of the Company under Section 180(1)(a) of the Companies Act, 2013 – Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members	Number of votes cast by	% of Total Number of
voted through e-voting	them	valid votes cast
system	•	
40	6891267	52.99

(ii) Voted against the resolution

Number of voted through system			% of Total Number of valid votes cast
	0	0	0

(iii) Invalid Votes

Total	number	of	Total	number	of	votes
members	whose	votes	cast by	y them		
were decl	ared inval	id				
		None				NA

6. The details of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.



7. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the Forty Fourth Annual General Meeting and thereafter the same will be handed over to the Company.

Thanking You

Yours faithfully

A. Sekar

Company Secretary

ACS 8649 CP 2450

Place : Mumbai Dated : 23rd September, 2014



Calculation Sheet of e-Voting in respect of Resolutions passed at the AGM of Aries Agro Limited

Resolution No.11		16	176	D/T	200		75	67	116		10627		20	200		7000		2)	200		9		9930		125		625		r C	1500	200	2	125	
Resolution Ro		16	176	D/T	200		25	67	116		10627		20	200		7000		5	1	200		09		9930		125		625		0	1500	200	202	125	
Resolution No.9	7	OΤ	176	2 /4	200		25	67	116		10627		90	200		7000		5		200		09		9930		125		625			1500	200	2	125	
Resolution No.6 Resolution No.7 Resolution No.8	7,		176		200		25		116		10627	C	O.C.	200		7000		5		200		09		0866		125		625		1500	ONST	200		125	
Resolution No.7	71		176		200		25			116	10627	0.1		500		7000		5		200		09		9930		125		625		1500	COCT	200		125	
Resolution No.6	16		176		200		25				10627		20	200		7000		5		200		09		9930		125		625		1500	0007	200		125	
Resolution No.5	16		176		200		25		14471.4411.255.415		10627		50	200		7000		5		200		09		9930		125		625		1500	2007	200		125	
Resolution No.4	16		176		200		25		116		10627		20	200		7000		5		200		09		9930		125		625		1500		200		125	
Resolution No.1 Resolution No.2 Resolution No.3	16		176		200		25		0	116	7001	05		200		7000		5		200		09		9930		125		625		1500		200		125	
Resolution No.2	16		176		200		25		116	2000	/790T	50		200		7000		5		200		09		9930		125		625		1500		200		125	
Resolution No.1	16		176		200		25		116	FC301	/ 700T	50		200		7000		5		200		09		0566		C7T		625		1500		200		125	
Favour/ Against	16 Favour	Against	176 Favour	Against	500 Favour	mgall 151	25 Favour	Against	116 Favour	Against 10627 Cayour	Against	Favour	Against	500 Favour	Against	Favour	Against	5 Favour	Against	200 Favour	Against	60 Favour	Against	9930 Favour	Agamst	Againet	- Congo	625 Favour	Against	1500 Favour	Against	200 Favour	Against	125 Favour	Against
No. of Shares	16		176		200		25		116	76301	7007	50		200		000/		5		700		09	0000	9930	100	C71		625		1500		200		125	
Folio No/DP ID/Client ID	1202570000115431		1206690000005779		1601480000011954		N30015910942492		IN30021415813992	INSONATEANGEZEAT		IN30102220292839		N30115122934386	0.0000000000000000000000000000000000000	ET9889/7TCTT06NII		N30154931790071	200000000000000000000000000000000000000	1030134939003282		INSUZBUSTUTT3233	מחדרסססאסזררסכואו	Z00/000T0CCC0cN	000	n		279		00		6		800038	
Name of Shareholder	PALANIMURUGAN MAYAKRISHNAN .		AARTI MAHESH MAKHIJA 1		LALII DUGAK	MAHESH BHAGWAN			AIVIII KUIVIAK SIINGLA	SUNDARI RAMAMURTHY		MYLAVARAPU KOTI KIRAN		EASWAR MOORTY NARAYAN N30115122934386	CONTRACTOR OF THE CONTRACTOR O			TO CAISER PARVEZ ANSARI	VIITGOOM GIVANA		12 TRIVIEBANA C CHENON		INVOINT ON ON ON ON		14 IAITA SANZGIBI		1AKARAND RAMESH	SUBANDH 27	HAGWAN PRASAD	R.PANDEY		BEENA RAMAKRISHNAN 79		MAKARAND KAMESH SUBANDH 80	
S. No			7		n		4	-	n	9		7		8	0		100	2 2	-	1	1.2	7	7	}	7-	1	2	15 SI	180	16 R.		17 8	1	18 St	_



	MAKARAND RAMESH														
15	19 SUBANDH	800047	125	125 Favour Against	125	125	125	125	125	125	125	125	125	125	125
20		800061		5 Favour Against	5	5	5	5	5	5	5	5	5	5	5
21	RENU CHHOTELAL MAURYA 800062	800062	01	5 Favour Against	5	5	5	5	5	5	5	5	5		5
22	22 RAJEEV L DUSA	800063	L C)	5 Favour Against	2	5	5	5	5	5	5	5	5	5	5
23	23 ARCHANA SUDHAKAR RAUT 800066	800066	Li,	5 Favour Against	5	5	5	5	5	5	5	5	5	5	5
24	24 DEEPALI S DAWAL	800067	10	5 Favour Against	5	5	5	5	5	5	5	5	5	5	5
25	AMITA ARVIND SATELKAR	890008	150	5 Favour Against	5	5	5	5	5	5	5	5	5	5	5
26	26 KUMAR KONAR	690008	5	5 Favour Against	5	5	5	5	5	5	5	5	5	- 5	5
27	BIPLOB CHATTERJEE	800071	5	5 Favour Against	5	5	5	5	5	5	2	5	5	5	5
28	RAJENDRA RAVINDRA 28 PATHRE	800072	r.	5 Favour Against		2	5	5	5	5	2	2	2	5	5
29		800076	5	5 Favour Against	2	5	5	5	5	5	2	5	5	5	5
30	30 SINDHU SURESH NAIR	800079	5	5 Favour Against	5	5	5	5	5	5	5	5	5	5	5
31	31 ANAGHA AJIT DHANAWADE	800080	ī.	5 Favour Against	5	5	5	2	2	5	5	5	5	5	5
32	32 DILIP S.DHONE	96	1250	1250 Favour Against	1250	1250	1250	1250	1250	1250	1250	1250	1250	1250	1250
33	SUNDARESAN RAMAMURTHY	IN30115123221239	126	126 Favour Against	126	126	126	126	126	126	126	126	126	126	126
34	34 RAHUL MIRCHANDANI	IN30047640450762	2623221 Favour Agains	Favour Against	2623221	2623221	2623221	2623221	2623221	2623221	2623221	2623221	2623221	2623221	2623221
35	NITYA MIRCHANDANI	IN30115124159312	3000	3000 Favour Against	3000	3000	3000	3000	3000	3000	3000	3000	3000	3000	3000
36	36 AKSHAY J MIRCHANDANI	IN30115125731333	361875 Favour Agains	Favour Against	361875	361875	361875	361875	361875	361875	361875	361875	361875	361875	361875
37	37 AMOL MIRCHANDANI	IN30115127038223	335000 Favour Agains	Favour Against	335000	335000	335000	335000	335000	335000	335000	335000	335000	335000	335000
38	38 ASHOK MIRCHANDANI	IN30335810003763	10000	10000 Favour Against	10000	10000	10000	10000	10000	10000	10000	10000	10000	10000	10000
39		IN30047610205260	1762330 Favour	Favour Against	1762330	1762330	1762330	1762330	1762330	1762330	1762330	1762330	1762330	1762330	1762330
40	40 JIMMY MIRCHANDANI	IN30154939276754	1762500 Favour	Favour	1762500	1762500	1762500	1762500	1762500	4762500	1762500	1762500	1762500	1762500	1762500
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				6891267
				6891267 6891267
			1000	/971789
			6001161	1116
			6801151	116
			6891101	
			6891101	
			6891217 68	
			6891151	0
			6891267	
			6891267	0
Against	Total No. of	Votes in	7 Favour	Total No. of Votes Realnst
			6891267)
			ļ	

For CATES AGRO LIMITEEL

Dr. Mosignature of Oppling and Chairman & Managing Director

Signature of Scrutinizer

A. SEKAR

B.COM, FCMA, ACS, LLB (GEN)

COMPANY SECRETARY

B 305, Sai Jyote, Lalubhai Park West, VILE PARLE WEST, MUMBAI 400 056

HELLO: 26716211

EMAIL: a.sekar.cs@gmail.com

SCRUTINIZER'S REPORT

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

To
The Chairman
Forty Fourth Annual General Meeting of the Equity Shareholders of
Aries Agro Limited held at
Chembur Gymkhana, 16th Road, Chembur, Mumbai 400 071.

Sir

I, A Sekar, Practising Company Secretary, appointed as Scrutinizer for the purpose of poll taken the below mentioned resolutions proposed at the Forty Fourth Annual General Meeting of the Equity Shareholders of "ARIES AGRO LIMITED" held on Friday, the 26th September, 2014 at Chembur Gymkhana, 16th Road, Chembur, Mumbai 400 071 at 10.00 A.M. submit my report as under:-

- 1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was blocked in my presence with due identification marks placed by me.
- 2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company namely Aarthi Consultants Private Limited and the authorizations/ proxies lodged with the company.
- 3. The poll papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
- 4. The result of the poll is as under:-

Resolution No. 1 - To consider and adopt Audited Financial Statement, Report of Board of Directors and Auditors – Ordinary Resolution

Number of Members voted through poll	Number of votes cast by them	% of Total Number of valid votes cast
21	942406	100%



Number of Members	Number of votes cast by	% of Total Number of
voted through poll	them	valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes

Total	number	of	Total	number	of	votes
members	whose	votes	cast by	y them		
were decl	ared inval	id				
		Nil				Nil

Resolution No. 2 – Declaration of Dividend for the Financial Year ended 31st March, 2014 – Ordinary Resolution

(i) Voted in favour of Resolution

Number	of	Members	Number of votes cast by	% of Total Number of
voted thro	ugh j	poll	them	valid votes cast
		21	942406	100%

(ii) Voted against the resolution

Number of Men voted through e-versystem		*	of Total Number of d votes cast
	Nil	Nil	Nil

(iii) Invalid Votes

Total	number	of	Total	number	of	votes
members	whose	votes	cast by	y them		
were decla	ared inval	id				
		Nil				Nil

Resolution No. 3 - Appointment of a Director in place of Dr. Rahul Mirchandani, who retires by rotation and being eligible offers himself for re-appointment — Ordinary Resolution

Number voted thro			Number of votes cast by them	% of Total Number of valid votes cast
21			942406	100%



Number	of	Members	Number of votes cast by	%	of	Total	Number	of
voted thro	ugh p	ooll	them	val	lid v	otes ca	ast	
		Nil	Nil				•	Nil

(iii) Invalid Votes

1	number			number	of	votes
members			cast by	y them		
were decl	ared inval	id				
					Nil	

Resolution No. 4 — Re-appointment of M/s. Kirti D. Shah & Associates, Chartered Accountants as Auditors till conclusion of forty seventh AGM subject to ratification of their appointment at every AGM — Ordinary Resolution

(i) Voted in favour of Resolution

Number	of	Members	Number of votes cast by	% of Total Number of
voted throu	gh p	ooll	them	valid votes cast
		20	842	0.09%

(ii) Voted against the resolution

Number	of	Members	Number of votes ca	st by	%	of	Total	Number	of
voted thro	ugh p	ooll	them		val	id v	otes ca	ast	
1			94	1564				99.9	1%

(iii) Invalid Votes

Total	number	of	Total	number	of	votes
members	whose	votes	cast by	y them		
were decla	ared inval	id				
		Nil				Nil

Resolution No. 5 – Appointment of Mrs. Nitya Mirchandani as a Director of the company liable to retire by rotation – Ordinary Resolution

Number voted thro			Number of votes	cast by	% of Total Number of valid votes cast
	- - 1	21		942406	100%



Number of Members	Number of votes cast by	% of Total Number of
voted through poll	them	valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes

Total	number	of	Total	number	of	votes
members	whose	votes	cast by	y them		
were decl	ared inval	id				
		Nil				Nil

Resolution No. 6 – Appointment of Prof R S S Mani as an Independent Director for a term of five years – Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members	Number of votes cast by	% of Total Number of
voted through poll	them	valid votes cast
20	842	0.09%

(ii) Voted against the resolution

Number of Members voted through poll	Number of votes cast by them	% of Total Number of valid votes cast
1	941564	99.91%

(iii) Invalid Votes

Total	number	of	Total	number	of	votes
members			cast by	y them		
were decla	ared inval	id				
		Nil				Nil

Resolution No. 7 – Appointment of Mr. Chakradhar Bharat Chhaya as an Independent Director for a term of five years – Ordinary Resolution

Number of Members voted through poll	1	1
voted through poil	them	valid votes cast
21	942406	100%



Number of Members	Number of votes cast by	% of Total Number of
voted through poll	them	valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes

Total	number	of	Total	number	of	votes
members	whose	votes	cast by	y them		
were declared invalid						
		Nil				Nil

Resolution No. 8 - Appointment of Mr. Bhumika Vinodchandra Dholakia as an Independent Director for a term of five years — Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members	Number of votes cast by	% of Total Number of
voted through poll	them	valid votes cast
21	942406	100%

(ii) Voted against the resolution

Number	of	Members	Number of votes cast by	% of Total Number of
voted thro			them	valid votes cast
		Nil	Nil	Nil

(iii) Invalid Votes

Total	number	of	Total	number	of	votes
members	whose	votes	cast by	y them		
were decl	ared inval	id				
		Nil				Nil

 $Resolution\ No.\ 9-Approval\ of\ Remuneration\ of\ Cost\ Auditor-Ordinary\ Resolution$

Number of Members voted through poll	Number of votes cast by them	% of Total Number of valid votes cast
21	942406	100%



Number of Members	Number of votes cast by	
voted through poll	them	valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes

Total	number	of	Total	number	of	votes
members	whose	votes	cast by	y them		
were decl	ared inval	id	-			
		Nil				Nil

Resolution No. 10 – Authorisation for Borrowing Money under Section 180(1)(c) of the Companies Act, 2013 – Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members voted through poll	Number of votes cast by them	% of Total Number of valid votes cast
20	842	0.09%

(ii) Voted against the resolution

Number of Members voted through poll	l _	% of Total Number of valid votes cast
1	941564	99.91%

(iii) Invalid Votes

Total members were decl		votes	Total cast by	number y them	of	votes
	ax o d III v di	Nil				Nil

Resolution No. 11 – Authorisation for Creation of Charges on the assets of the Company under Section 180(1)(a) of the Companies Act, 2013 – Ordinary Resolution

Number of Members voted through poll	Number of votes cast by them	% of Total Number of valid votes cast
21	942406	100%



Number of Members	Number of votes cast by	% of Total Number of
voted through poll	them	valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes

Total	number	of	Total	number	of	votes
members			cast by	y them		
were decl	ared inval	id				
		Nil				Nil

- 5. A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- 6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safekeeping.

Thanking You

Yours faithfully

A. Sekar

Company Secretary ACS 8649 CP 2450

Place : Mumbai

Dated: 26th September, 2014

Calculation Sheet of voting by Poll in respect of Resolutions passed at the AGM of Aries Agro Limited

s S	Name of Shareholder	rollo No/ DP ID/ Citent	No. of Shares	Against	Resolution No.1 Resolution No.2	Resolution No.2	Resolution No.3	Kesalutian No.4	No.5	Resolution No.6	Resolution No.7	Resalution No.5 Resolution No.7 Resalution No.8 Resolution No.9	Resolution No.9	No.10	No.11
H	Shubhali Santosh Tamhankar 500	500202/800081	5	Favour Against	5	5	5	5	5	S	5	5	5	5	5
7	Prakash V Vazirani	IN 300757/10880358	10	Favour	10	10	10	10	10	10	10	10	10	10	10
3	Shubha 5 Shet	500199/800064	r.	Favour Against	5	5	5	5	5	5	5	5	5	5	5
4	4 Pandurang Sadafule	P00014/314	125		125	125	125	125	125	125	125	125	125	125	125
S.	S Gorasing R Nepali	G000018/134	125	1 - 1	125	125	125	125	125	125	125	125	125	125	125
9	6 Nalini P Salian	N00054/800082	50		5	5	5	5	5	5	5	S	5	5	2
7	7 Mahesh Anant Shinai	M00091/800070	is.	5 Favour Against	2	5	5	5	5	5	5	2	5	5	5
80	8 Janaki Raman	100052/800074	S	5 Favour Against	5	5	2	5	S	5	5	5	5	5	2
6	9 V Narayanan Kutty	N00009/285	125	125 Favour Against	125	125	125	125	125	125	125	125	125	125	125
9	10 Sudhakar Yeradkar	500200/800077	5	5 Favour Against	5	5	2	5	5	S	5	5	5	2	5
=	11 Vasntha O Khamkar	V00012/510	125	125 Favour Against	125	125	125	125	125	125	125	125	125	125	125
Ŋ	12 Rukmini Balakrishnan	R00114/800078	S	Favour Against	5	5	5	5	5	5	5	5	5	2	5
<u>m</u>	13 Laxman Shinde	L00004/240	125		125	125	125	125	125	125	125	125	125	125	125
4	P.	IN303786/10001146	941564 Favour Againsi	Favour Against	941564	941564	941564	941564	941564	941564	941564	941564	941564	941464	941564
17	15 Rashmi Arvind Pednekar	R00113/800073	S	Favour Against	5	5	5	S	S	5	5	5	2	5	2
ب ت		000003/800075	5	Favour Against	5	5	5	S	5	5	5	5	2	5	5
<u>-</u>	17 Rajaram B Wadker	R00006/351	125	Favour Against	125	125	125	125	125	125	125	125	125	125	125
18	Yash Kamlesh Dedhia	1205520000064171	22	Favour Against	22	22	22	22	22	22	22	22	22	22	22
6)	19 Karishma Puri	K00077/800059	5	Favour Against	5	5	5	5	5	5	5	2	5	2	5
0	20 Rajesh Kashinath Khirari	K00078/800065	S	Favour Against	5	5	5	5	5	5	5	5	5	5	r.
=	21 Shankar Ganesh	500203/80023	5	Favour Against	5	5	5	5	5	S	5	5	2	8	5
			942406	Total No. of Votes in Favour	942406	942406	942406	847	ANACAP	608	907270	307770	200000	640	704040
		-61		-			200								2777

For ARIES AGRO LIMITED

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