

## DETAILS OF VOTING RESULTS

As per clause 35A of listing agreement the outcome of 38<sup>th</sup> Annual General Meeting of M P Agro Industries Limited are as follows:

Sr. No.	Particular	Details
1.	Date of Annual General Meeting	30 <sup>th</sup> August, 2014
2.	Total No. of Shareholders on Record date/Book Closure date	1696
3.	No. of Shareholders present in Meeting either in person or through proxy:	
	Promoters and Promoter Group :	
	In Person	03
	In Proxy	03
	Public :	
	In Person	05
	In Proxy	04
4.	No. of Shareholder attended the meeting through Video Conferencing :	None

Out of these 15 shareholders physically present, all of them has casted vote, while none of shareholder has used their right of voting through e-Voting platform of CDSL.

## AGENDA-WISE VOTING RESULTS

All the resolutions were carried out through e-Voting and Physical ballot.

Item No.	Particular of Resolution	Mode of Voting: (ballot/e-voting)	Resolution required (Ordinary/Special)	Remarks/Results
1.	Consider and approve Audited Financial Statement, Reports of Boards of Directors and Auditors Audited Financial Statements	Ballot/e-Voting	Ordinary	The resolution was passed with requisite majority.
2.	Appointment of Auditors and fix their remuneration	Ballot/e-Voting	Ordinary	The resolution was passed with requisite majority.

3.	Appointment of Mr. Chatur C. Patel as an Independent Director of the Company for five consecutive years	Ballot/e-Voting	Special	The resolution was passed with requisite majority.
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For, M P Agro Industries Limited

*Mohammed Asif*

Mr. Mohammed Asif A. Memon

Compliance Officer



### Annexure of Resolution Items passed in 38<sup>th</sup> Annual General Meeting of Company

Item no – 1, (Ordinary Resolution) Consider and approve Audited Financial Statement, Reports of Boards of Directors and Auditors and Audited Consolidated Financial Statement for the year 2013-14.

Promoter/Public	No. of Shares Held (1)	No. of Vote Polled (2)	% of Votes Polled on outstanding Shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% in favor On Votes Polled (6)=[(4)/(2)]*100	% of Votes on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	457250	426700	93.32	426700	0	100	0
Public Institutional	418411	0	0	0	0	0	0
Public – others	4928253	3272354	66.40	3272354	0	100	0
Total	5803914	3699054	63.73	3699054	0	100	0

Items no – 2, (Ordinary Resolution) Appointment of M/s Parikh Shah Chotalia & Associates, as Statutory Auditors and fix their remuneration.

Promoter/Public	No. of Shares Held (1)	No. of Vote Polled (2)	% of Votes Polled on outstanding Shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% in favor On Votes Polled (6)=[(4)/(2)]*100	% of Votes on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	457250	426700	93.32	426700	0	100	0

Public Institutional	418411	0	0	0	0	0	0
Public – others	4928253	3272354	66.40	3272354	0	100	0
Total	5803914	3699054	63.73	3699054	0	100	0

Item no -3, (Special Resolution) Appointment of Mr. Chatur C. Patel, as an Independent Director (DIN-06556647) of the Company for Five years.

Promoter/Public	No. of Shares Held (1)	No. of Vote Polled (2)	% of Votes Polled on outstanding Shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% in favor On Votes Polled (6)=[(4)/(2)]*100	% of Votes on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	457250	426700	93.32	426700	0	100	0
Public Institutional	418411	0	0	0	0	0	0
Public – others	4928253	3272354	66.40	3272354	0	100	0
Total	5803914	3699054	63.73	3699054	0	100	0

For, M P Agro Industries Limited,

  
Mr. Mohammed Asif A. Memon

Compliance Officer



Encl.: Copy of the Scrutinizers Report on Voting at 38<sup>th</sup> AGM of M P Agro Industries Ltd.



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## Form No. MGT-13

### Scrutinizer's Report

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

To,

The Chairman  
38<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
M.P. Agro Industries Limited  
held on 30<sup>th</sup> August 2014 at  
MIG-44, Bharti Niketan, Near, Gautam Nagar  
Bhopal-462023

Dear Sir,

I, Chintan .H. Vakil partner of M/s. GG & Associates, Company Secretaries, appointed as Scrutinizer by Board of Directors of M.P. Agro Industries Limited ("the Company") for the purpose of poll taken on the below mentioned resolutions(s), at the 38<sup>th</sup> Annual General meeting of the Equity Shareholders of M.P. Agro Industries Limited , held on 30<sup>th</sup> August 2014 at MIG-44, Bharti Niketan, Near, Gautam Nagar Bhopal-462023 , 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 locked 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 Company/Registrar and Transfer Agent of the Company and the authorization /proxies lodged with the Company



3. No poll papers were incomplete and/or which were otherwise found defective.

4. The result of the poll is as under.

1. To receive consider and adopt the Audited Balance Sheet of the Company as at 31<sup>st</sup> March 2014 and the Profit and Loss account of the year ended on that date and the Reports of the Board of Directors and Auditors.

i. Voted in favour of resolution:

Number of members voted through electronic voting system(In person or in proxy)	Number of votes cast in favour of resolution	% of total number of valid votes cast
15	3699054	100%

ii. Voted against the resolution:

Number of members voted through electronic voting system(In person or in proxy)	Number of votes cast against of resolution	% of total number of valid votes cast
NIL	NIL	NIL

iii. Invalid Votes

Total numbers of members whose votes were declared invalid (In person or in proxy)	Total number of votes cast by them
NIL	NIL

2. To appoint a Non-Executive Director in place of Mr. Chatur C. Patel, who retires by rotation and, being eligible offers himself for re-appointment

i. Voted in favour of resolution:

Number of members voted through electronic voting system(In person or in proxy)	Number of votes cast in favour of resolution	% of total number of valid votes cast
15	3699054	100%

ii. Voted against the resolution:

Number of members voted through electronic voting system(In person or in proxy)	Number of votes cast against of resolution	% of total number of valid votes cast
NIL	NIL	NIL



iii. Invalid Votes

Total numbers of members whose votes were declared invalid (In person or in proxy)	Total number of votes cast by them
NIL	NIL

3. To appoint Auditors and fix their remuneration M/s. Parikh Shah Chotalia & Associates, Chartered Accountants the retiring Auditors are eligible for re-appointment

i. Voted in favour of resolution:

Number of members voted through electronic voting system(In person or in proxy)	Number of votes cast in favour of resolution	% of total number of valid votes cast
15	3699054	100%

ii. Voted against the resolution:

Number of members voted through electronic voting system(In person or in proxy)	Number of votes cast against of resolution	% of total number of valid votes cast
NIL	NIL	NIL

iii. Invalid Votes

Total numbers of members whose votes were declared invalid (In person or in proxy)	Total number of votes cast by them
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 person authorize by the Board for safe keeping

Place: - Bhopal  
Date: - 30-08-2014

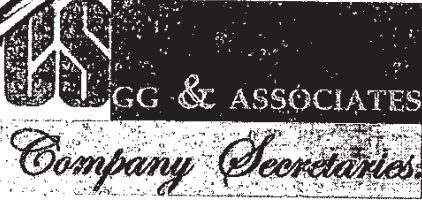


For GG & Associates

Chintan H Vakil

Partner

M. No. 36074 COP:-13359



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### Scrutinizer's Report

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

To,

The Chairman  
38<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
M.P. Agro Industries Limited  
To be held on 30<sup>th</sup> August 2014 at  
MIG-44, Bharti Niketan, Near, Gautam Nagar  
Bhopal-462023

Dear Sir,

I, Chintan .H. Vakil partner of M/s. GG & Associates, Company Secretaries was appointed as Scrutinizer by Board of Directors of M.P. Agro Industries Limited ("the Company") 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 provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolution(s), at the 38<sup>th</sup> Annual General meeting of the Equity Shareholders of M.P. Agro Industries Limited, to be held 30<sup>th</sup> August 2014 at MIG-44, Bharti Niketan, Near, Gautam Nagar Bhopal-462023, submit my report as under:

1. The e-voting period remained open from 25<sup>th</sup> August 2014 9:00 a.m. to 26<sup>th</sup> August 2014 6:00 p.m.
2. The shareholders holding shares as on the "cut off" date i.e. 25<sup>th</sup> August 2014 were entitled to vote on the proposed resolution (item No. 1 to 3 as set out in the Notice of the 38<sup>th</sup> Annual General meeting of the Equity Shareholders of M.P. Agro Industries Limited).
3. The votes were unblock on 28<sup>th</sup> August, 2014 around 8:00 a.m. in presence of two witnesses who are not in employment of the Company. They have signed below in confirmation of the votes being unblock in their presence.

D.V Gohil

Sejal Shah



4. On unblocking the votes, the message 'No voting data available for concerned EVNS' appeared on the screen, after consultation with CDSL, the reason for such message was that no e-voting has been done by shareholder(s) and for the same CDSL has not generated Annexure 1 regarding details of e voting.

5. The result of e voting for respective resolutions are as under

1. To receive consider and adopt the Audited Balance Sheet of the Company as at 31<sup>st</sup> March 2014 and the Profit and Loss account of the year ended on that date and the Reports of the Board of Directors and Auditors.

i. Voted in favour of resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
NIL	NIL	NIL

ii. Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against of resolution	% of total number of valid votes cast
NIL	NIL	NIL

2. To appoint a Non-Executive Director in place of Mr. Chatur C. Patel, who retires by rotation and, being eligible offers himself for re-appointment

i. Voted in favour of resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
NIL	NIL	NIL

ii. Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against of resolution	% of total number of valid votes cast
NIL	NIL	NIL





3. To appoint Auditors and fix their remuneration M/s. Parikh Shah Chotalia & Associates, Chartered Accountants the retiring Auditors are eligible for re-appointment

i. Voted in favour of resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
NIL	NIL	NIL

ii. Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against of resolution	% of total number of valid votes cast
NIL	NIL	NIL

6. The Register, all other papers and relevant records relation to electronic voting shall remain in the safe custody until the Chairman considers, approves and sign the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Director for safe keeping.

Place: - Vadodara  
Date: - 28-08-2014



For GG & Associates

A handwritten signature in black ink, appearing to read "Chintan H Vakil".

Chintan H Vakil

Partner

M. No. 36074 COP:-13359