

# AVT NATURAL PRODUCTS LIMITED

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e-mail : avtnpl@avtnatural.com, website : www.avtnatural.com, CIN : L15142TN1986PLC012780

AVTNPL/SE/001/2016-17

August 11, 2016

The Listing Manager BSE Limited, Phiroze Jeejeebhoy Towers, 25 <sup>th</sup> Floor, Dalal Street, Mumbai - 400 001.  <b><u>Stock Code – 519105</u></b>	The National Stock Exchange of India Ltd “Exchange Plaza” Bandra Kurla Complex, Bandra East, Mumbai - 400 051  <b><u>Stock Code - AVTNPL-Eq</u></b>
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Dear Sirs,

**Sub: Regulation 44 (3) of SEBI (LODR) 2015 – regarding voting results**

The Company conducted the Annual General Meeting relating to the Financial Year ended 31<sup>st</sup> March 2016, on Wednesday, 10<sup>th</sup> August 2016 at Chennai

A remote e-voting was undertaken as per applicable Regulations for a minimum period of 3 days which ended 5.00 p.m. on 9<sup>th</sup> August 2016. Besides, that the Company also conducted POLL as per Rule 20 of the Companies (Management & Administration) Rule 2014.

The Consolidated Scrutinizer report and the details regarding voting results in the Specific format is submitted alongside.

These may be taken on record.

Thanking you,

Yours faithfully,  
For **AVT Natural Products Ltd.**,



(Dileepraj. P)  
Company Secretary

I. ADOPTION OF FINANCIAL STATEMENTS (INCLUDING THE CONSOLIDATED FINANCIAL STATEMENTS) FOR THE FINANCIAL YEAR ENDED 31.03.2016

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	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 AGAINST ON VOTES POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER-GROUP	E-VOTING	113229100	113229100	100.00	113229100	0	100.00	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		NA	NA	NA	NA	NA	NA
	SUB TOTAL		113229100	113229100	100.00	113229100	0	100.00
PUBLIC-INSTITUTIONS	E-VOTING	109598	0	0	0	0	0	0
	POLL		0	0	0	0	0	
	POSTAL BALLOT		NA	NA	NA	NA	NA	
	SUB TOTAL		109598	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	38945302	1060174	2.72	1060170	4	99.99	0.01
	POLL		6130	0.02	2130	4000	34.75	65.25
	POSTAL BALLOT		NA	NA	NA	NA	NA	
	SUB TOTAL		38945302	1066304	2.74	1062300	4004	99.62
GRAND TOTAL		152284000	114295404	75.05	114291400	4004	99.99	0.01



## 2. DECLARATION OF FINAL DIVIDEND

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	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 AGAINST ON VOTES POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	113229100	113229100	100	113229100	0	100.00	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		NA	NA	NA	NA	NA	NA
	SUB TOTAL		113229100	113229100	100	113229100	0	100.00
PUBLIC-INSTITUTIONS	E-VOTING	109598	0	0	0	0	0	0
	POLL		0	0	0	0	0	
	POSTAL BALLOT		NA	NA	NA	NA	NA	
	SUB TOTAL		109598	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	38945302	1060174	2.72	1060170	4	99.99	0.01
	POLL		6130	0.02	2130	4000	34.75	65.25
	POSTAL BALLOT		NA	NA	NA	NA	NA	
	SUB TOTAL		38945302	1066304	2.74	1062300	4004	99.62
GRAND TOTAL		152284000	114295404	75.05	114291400	4004	99.99	0.01





3. RE-APPOINTMENT OF MR. AJIT THOMAS AS DIRECTOR

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				Yes				
PARTICULARS	MODE OF VOTING	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 AGAINST ON VOTES POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	113229100	113229100	100	113229100	0	100	0
	POLL		0	0	0	0	0	
	POSTAL BALLOT		NA	NA	NA	NA	NA	
	SUB TOTAL		113229100	113229100	100	113229100	0	100
PUBLIC-INSTITUTIONS	E-VOTING	109598	0	0	0	0	0	0
	POLL		0	0	0	0	0	
	POSTAL BALLOT		NA	NA	NA	NA	NA	
	SUB TOTAL		109598	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	38945302	1060174	2.72	1060170	4	99.99	0.01
	POLL		6130	0.02	2130	4000	34.75	65.25
	POSTAL BALLOT		NA	NA	NA	NA	NA	
	SUB TOTAL		38945302	1066304	2.74	1062300	4004	99.62
GRAND TOTAL		152284000	114295404	75.05	114291400	4004	99.99	0.01



## 4. RATIFICATION OF APPOINTMENT OF AUDITORS OF THE COMPANY

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	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 AGAINST ON VOTES POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	113229100	113229100	100	113229100	0	100.00	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		NA	NA	NA	NA	NA	NA
	SUB TOTAL	113229100	113229100	100	113229100	0	100.00	0
PUBLIC-INSTITUTIONS	E-VOTING	109598	0	0	0	0	0	0
	POLL		0	0	0	0	0	
	POSTAL BALLOT		NA	NA	NA	NA	NA	
	SUB TOTAL	109598	0	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	38945302	1060174	2.72	1060170	4	99.99	0.01
	POLL		6130	0.02	6130	0	100.00	0
	POSTAL BALLOT		NA	NA	NA	NA	NA	
	SUB TOTAL	38945302	1066304	2.74	1066300	4	99.99	0.01
GRAND TOTAL		152284000	114295404	75.05	114295400	4	99.99	0.01



5. PAYMENT OF COMMISSION TO MR. AJIT THOMAS, NON-EXECUTIVE CHAIRMAN

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				Yes				
PARTICULARS	MODE OF VOTING	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 AGAINST ON VOTES POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	113229100	113229100	100	113229100	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		NA	NA	NA	NA	NA	NA
	SUB TOTAL	113229100	113229100	100	113229100	0	100	0
PUBLIC-INSTITUTIONS	E-VOTING	109598	0	0	0	0	0	0
	POLL		0	0	0	0	0	
	POSTAL BALLOT		NA	NA	NA	NA	NA	
	SUB TOTAL	109598	0	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	38945302	1060174	2.72	1059470	704	99.93	0.07
	POLL		6130	0.02	6130	0	100.00	0.00
	POSTAL BALLOT		NA	NA	NA	NA	NA	
	SUB TOTAL	38945302	1066304	2.74	1065600	704	99.93	0.07
GRAND TOTAL		152284000	114295404	75.05	114294700	704	99.99	0.01





6. SERVICE OF DOCUMENTS

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	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 AGAINST ON VOTES POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER-GROUP	E-VOTING	113229100	113229100	100	113229100	0	100	0
	POLL		0	0	0	0	0	
	POSTAL BALLOT		NA	NA	NA	NA	NA	
	SUB TOTAL	113229100	113229100	100	113229100	0	100	0
PUBLIC-INSTITUTIONS	E-VOTING	109598	0	0	0	0	0	0
	POLL		0	0	0	0	0	
	POSTAL BALLOT		NA	NA	NA	NA	NA	
	SUB TOTAL	109598	0	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	38945302	1060174	2.72	1060170	4	99.99	0.01
	POLL		6130	0.02	2130	4000	34.75	65.25
	POSTAL BALLOT		NA	NA	NA	NA	NA	
	SUB TOTAL	38945302	1066304	2.74	1062300	4004	99.62	0.38
GRAND TOTAL		152284000	114295404	75.05	114291400	4004	99.99	0.01





#28, 1st Floor, Ganapathy Colony, IIIrd Street, Teynampet, Chennai - 600 018.

**Scrutinizer's Report**

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

**Dated: 10<sup>th</sup> August 2016**

To,  
The Chairman,  
M/s. AVT NATURAL PRODUCTS LIMITED,  
Chennai.

Dear Sir,

**Subject: Consolidated Scrutinizer's Report on remote e-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments thereto and voting through Ballot Papers at the AGM venue at the 30<sup>th</sup> Annual General Meeting of M/s. AVT Natural Products Limited, held at 11.00 A.M. on Wednesday, the 10th August 2016 at Hotel Vestin Park, 'Palkhi Hall, 39, Montieth Road, Egmore, Chennai - 600 008**

I, V Suresh, Practising Company Secretary, have been appointed by the Board of Directors of M/s. AVT Natural Products Limited (the Company) as a Scrutinizer for the purpose of scrutinizing the remote e-voting/ voting through Ballot Papers at the AGM venue and ascertaining the requisite majority, as per the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments thereto in respect of the resolutions contained in the notice to the 30<sup>th</sup> Annual General Meeting (AGM) of the members of the Company, held at 11.00 A.M. on Wednesday, the 10th August 2016 at Hotel Vestin Park, 'Palkhi Hall, 39, Montieth Road, Egmore, Chennai - 600 008.

The Notice dated 30<sup>th</sup> May 2016 along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company.

The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper "The Business Line" and in a vernacular newspaper "Makkal Kural" having wide circulation, in their respective editions dated 18<sup>th</sup> July 2016.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to voting through electronic means on the resolutions contained in the Notice of 30<sup>th</sup> Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to presenting a Scrutinizer's Report on the votes cast "in favour" or "against" or "abstained", in respect of the resolutions stated below, based on the reports generated from the e-voting system provided by M/s. Central Depository Services (India) Limited ('CDSL'), the authorized agency to provide e-voting facilities, engaged by the Company.





The Company had also provided for voting through Ballot Papers at the AGM venue at the 30<sup>th</sup> Annual General Meeting, to the shareholders who had not cast their vote earlier through remote e-voting facility.

The members of the Company as on the "cut-off" date i.e. August 03, 2016 were entitled to vote on the resolutions (items no. 1 to 6 as set out in the notice of the 30<sup>th</sup> AGM of the Company.)

Further to the above, I submit my report as under:-

**Remote E-voting:**

- i. The e-voting period remained open from Sunday, August 7, 2016 (9.00 a.m.) to Tuesday, August 9, 2016 (5.00 p.m.) (both days inclusive).
- ii. The votes cast under remote e-voting facility were thereafter unblocked in presence of two witnesses who were not in employment of the Company.
- iii. The Corporate members who had participated in the remote e-voting had provided scanned copy of the resolution passed at their Board of Directors Meeting for authorization to exercise their votes through e-voting.

**Voting through Ballot Papers at the AGM venue:**

- i. The Company had provided the facility for voting through ballot paper at the AGM and members, who have not cast their vote by remote e-voting were allowed to exercise their right to vote at the meeting.
- ii. The Ballot papers in Form MGT-12 as per Section 109(5) of the Act and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014 were distributed to the shareholders present. The shareholders cast their votes in the ballot box kept at convenient places in the venue.
- iii. The locked ballot box was subsequently opened before me, in presence of two witnesses who were not in employment of the Company and Ballot papers were diligently scrutinized. The Ballot papers were reconciled with the records maintained by the Company and the authorizations/proxies lodged with the Company.
- iv. The ballot papers of 2 shareholders (81 shares) were marked as invalid.

Thereafter, the consolidated results containing, inter alia, list of Equity Shareholders, who voted "for", "against" or "abstained", in respect of the each of the resolutions that were put to vote, were generated from the e-voting website of M/s. Central Depository Services (India) Limited ("CDSL"), (i.e.) <https://www.evotingindia.com> and voting through Ballot Papers at the AGM venue was prepared.

The consolidated results are as follows:



**Resolution No 1: Ordinary Resolution**

**Ordinary Business: Adoption of financial statements (including consolidated financial statements) for the year ended 31.03.2016.**

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-Voting	11,42,89,274	33	11,42,89,270	99.99	1	4	0.01	-	-
Voting through Ballot Papers at the AGM Venue	6,130	22	2,130	34.75	1	4,000	65.25	81	-
<b>Total</b>	<b>11,42,95,404</b>	<b>55</b>	<b>11,42,91,400</b>	<b>99.99</b>	<b>2</b>	<b>4,004</b>	<b>0.01</b>	<b>81</b>	<b>-</b>

**Resolution No 2: Ordinary Resolution**

**Ordinary Business: Declaration of Final Dividend.**

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-Voting	11,42,89,274	33	11,42,89,270	99.99	1	4	0.01	-	-
Voting through Ballot Papers at the AGM Venue	6,130	22	2,130	34.75	1	4,000	65.25	81	-
<b>Total</b>	<b>11,42,95,404</b>	<b>55</b>	<b>11,42,91,400</b>	<b>99.99</b>	<b>2</b>	<b>4,004</b>	<b>0.01</b>	<b>81</b>	<b>-</b>



**Resolution No 3: Ordinary Resolution**

**Ordinary Business: Re-appointment of Mr. Ajit Thomas (DIN: 00018691) as Director of the Company.**

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-Voting	11,42,89,274	33	11,42,89,270	99.99	1	4	0.01	-	-
Voting through Ballot Papers at the AGM Venue	6,130	22	2,130	34.75	1	4,000	65.25	81	-
<b>Total</b>	<b>11,42,95,404</b>	<b>55</b>	<b>11,42,91,400</b>	<b>99.99</b>	<b>2</b>	<b>4,004</b>	<b>0.01</b>	<b>81</b>	<b>-</b>

**Resolution No 4: Ordinary Resolution**

**Ordinary Business: Ratification of the appointment of auditors of the Company and fixing their remuneration**

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-Voting	11,42,89,274	33	11,42,89,270	99.99	1	4	0.01	-	-
Voting through Ballot Papers at the AGM Venue	6,130	23	6,130	100	-	-	-	81	-
<b>Total</b>	<b>11,42,95,404</b>	<b>56</b>	<b>11,42,95,400</b>	<b>99.99</b>	<b>1</b>	<b>4</b>	<b>0.01</b>	<b>81</b>	<b>-</b>





**Resolution No 5: Ordinary Resolution****Special Business: Payment of Commission to Mr. Ajit Thomas, Non-Executive Chairman**

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-Voting	114289274	31	11,42,88,570	99.99	3	704	0.01	-	-
Voting through Ballot Papers at the AGM Venue	6,130	23	6,130	100	-	-	-	81	-
<b>Total</b>	<b>11,42,95,404</b>	<b>54</b>	<b>11,42,94,700</b>	<b>99.99</b>	<b>3</b>	<b>704</b>	<b>0.01</b>	<b>81</b>	<b>-</b>

**Resolution No 6: Ordinary Resolution****Special Business: Service of Documents**

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-Voting	11,42,89,274	33	11,42,89,270	99.99	1	4	0.01	-	-
Voting through Ballot Papers at the AGM Venue	6,130	22	2,130	34.75	1	4,000	65.25	81	-
<b>Total</b>	<b>11,42,95,404</b>	<b>55</b>	<b>11,42,91,400</b>	<b>99.99</b>	<b>2</b>	<b>4,004</b>	<b>0.01</b>	<b>81</b>	<b>-</b>

All the resolutions have been passed with requisite majority.

The data sheet relating to e-voting/Ballot Papers are in the safe custody of the undersigned, and it will be handed over to the Company.

Thanking you,

Yours Faithfully,



V Suresh  
Practising Company Secretary  
CP No. 6032

