



Gorantla & Co

Chartered Accountants

Report of Scrutinizer(s)

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

To
The Chairman of
M/s. Proseed India Limited
Hyderabad- 500081.

Dear Sir,

Sub: Scrutinizer Report on the e-voting & Ballot voting conducted at 25th Annual General Meeting of the members of M/s. Proseed India Limited, held on 29th September, 2017 at 2.00 P.M.

We, M/s. Gorantla & Co., Chartered Accountants, appointed as Scrutinizer(s) by the Board of Directors of the Company to conduct e-voting process and to scrutinize the physical ballot forms received from the shareholders of the company in respect of the below mentioned resolutions to be passed at the 25th Annual General Meeting of the company held on 29th September, 2017 at 2.00 P.M. at Moti Nagar Community Hall, Moti Nagar Cross Roads, Borabanda, Hyderabad-500013, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot box were 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 Agents of the Company 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 company has availed e-voting facility offered by Central Depository Services Limited (CDSL) for availing the e-voting facility by the shareholders of the Company. The Company has also provided physical ballot papers to the members who do not have access to the e-voting facility.
5. The combined result of e-voting and the Poll is as under:

G Sai Ranga



1. Resolution:

I. Consider and Adopt Audited Financial Statements, Reports of the Board of Directors and Auditors (Ordinary Resolution)

II. Voted in favour of the resolution;

Type of voting method	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
e-voting	30	34573092	100
Ballot poll	5	79509	0
Total	35	34652601	100

III. Voted against the resolution;

Type of voting method	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
e-voting	2	1900	0
Ballot poll	0	0	0
Total	2	1900	0

IV. Invalid Votes

Total number of members (in person or by proxy) whose votes were declared invalid)	Total number of votes cast by them
0	0

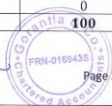
2. Resolution:

To appoint a Director in place of Sri Dasigi Venkata Surya Prakash Rao (DIN: 03013165) who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution)

I. Voted in favour of the resolution;

Type of voting method	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
e-voting	30	34573092	100
Ballot poll	5	79509	0
Total	35	34652601	100

G Sri Ranga



II. Voted against the resolution;

Type of voting method	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
e-voting	2	1900	0
Ballot poll	0	0	0
Total	2	1900	0

III. Invalid Votes

Total number of members (in person or by proxy) whose votes were declared invalid)	Total number of votes cast by them
0	0

3. Resolution:

The appointment of M/s. Navitha & Associates, (Firm Reg No:012026S) Statutory Auditors and to fix their remuneration (Ordinary Resolution)

I. Voted in favour of the resolution;

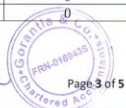
Type of voting method	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
e-voting	30	34573092	100
Ballot poll	5	79509	0
Total	35	34652601	100

II. Voted against the resolution;

Type of voting method	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
e-voting	2	1900	0
Ballot poll	0	0	0
Total	2	1900	0

III. Invalid Votes

G Sai Ranga



Total number of members (in person or by proxy) whose votes were declared invalid)	Total number of votes cast by them
0	0

4. Resolution:

Appointment of Mr. Nekkanti Venkata Krishnaya, (DIN: 07733209) as an Independent Director

I. Voted in favour of the resolution;

Type of voting method	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
e-voting	30	34573092	100
Ballot poll	5	79509	0
Total	35	34652601	100

II. Voted against the resolution;

Type of voting method	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
e-voting	2	1900	0
Ballot poll	0	0	0
Total	2	1900	0

III. Invalid Votes

Total number of members (in person or by proxy) whose votes were declared invalid)	Total number of votes cast by them
0	0

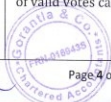
5. Resolution:

Appointment of Mrs. Renduchintala Padmavathi (DIN: 07760361) as a Non Executive Woman Director

I. Voted in favour of the resolution;

Type of voting method	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast

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e-voting	30	34573092	100
Ballot poll	5	79509	0
Total	35	34652601	100

II. Voted against the resolution;

Type of voting method	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
e-voting	2	1900	0
Ballot poll	0	0	0
Total	2	1900	0

III. Invalid Votes

Total number of members (in person or by proxy) whose votes were declared invalid)	Total number of votes cast by them
0	0

6. The poll papers and all other relevant records were sealed and handed over to the Chairman of the Meeting for safe keeping.

Thanking you,
Yours faithfully,
For Gorantla & Co.,
Chartered Accountants,
FRN: 016943S

G Sri Ranga
Sri Ranga Gorantla
Partner

M.No. 222450



Place: Hyderabad

Dated: 29th September, 2017