



Report of Scrutinizer

To,
The Chairman,

25th Annual General Meeting ("AGM") of the Equity Shareholders of **Tiaan Ayurvedic & Herbs Limited** (formerly known as Rachana Capital & Securities Limited) held on Thursday, the 28th September, 2017 at 12.30 p.m. at B-212, Atlantis K-10, Opp. Honest Restaurant, Genda Circle, Vadodara - 390 007, (Gujarat).

Dear Sir,

Reg: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of (Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting by Ballot Paper at the Annual General Meeting of Tiaan Ayurvedic & Herbs Limited held on 28th September, 2017 at 12.30 p.m.

I, Suhas Bhattbhatt, Proprietor of S Bhattbhatt & Co., Practicing Company Secretaries of Vadodara, had been appointed by the Board of Directors of Tiaan Ayurvedic & Herbs Limited (formerly known as Rachana Capital & Securities Limited) pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, to conduct e-voting process in respect of the below mentioned resolutions passed at 25th Annual General Meeting (AGM) of Tiaan Ayurvedic & Herbs Limited (formerly known as Rachana Capital & Securities Limited) held on 28th September, 2017, at 12.30 p.m.

I was also appointed as Scrutinizer to scrutinize the voting process at the said AGM held on 28th September, 2017.

The Notice dated 10th August, 2017 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 AGM of the Company.

The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting e-voting by the Shareholders of the Company.

The Company had also provided voting facility to the Shareholders present at the AGM and who had not cast their vote earlier through e-voting facility. The Shareholders of the Company holding shares as on the "cut-off" date 21st September, 2017 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The e-voting period for e-voting commenced on Monday, 25th September, 2017 at 9.00 a.m. (IST) and end on Wednesday, 27th September, 2017 at 5.00 p.m. (IST) and the NSDL e-voting platform was blocked thereafter.



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After the closure of the voting at the AGM, the report on voting done at the meeting was generated in my presence and the same was digitally scrutinized.

The votes cast under e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company and after the conclusion of the voting at the AGM the votes cast thereunder were counted.

I have scrutinized and reviewed the e-voting and votes tendered therein based on the data downloaded from National Securities Depository Limited (NSDL) e-voting system and voting through Ballot papers at the AGM.

I now submit my consolidated Report as under on the Results of the e-voting and voting through ballot papers at the AGM in respect of the said Resolutions.

Resolution No. 1 – Ordinary Resolution

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2017, together with the reports of the Board of Directors and Auditors thereon.

(i) Voted in **favour** of the resolution :

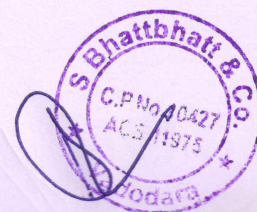
Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
20	10,78,310	100.00

(ii) Voted **against** the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** Votes :

Numbers of members whose votes were declared invalid	Number of votes cast by them
None	None



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Resolution No. 2 – Ordinary Resolution

To appoint a Director in place of Mr. Rakesh Nizare (DIN: 07143515), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in **favour** of the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
20	10,78,310	100.00

(ii) Voted **against** the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** Votes :

Numbers of members whose votes were declared invalid	Number of votes cast by them
None	None

Resolution No. 3 – Ordinary Resolution

To appoint Statutory Auditors of the Company.

(i) Voted in **favour** of the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
20	10,78,310	100.00

(ii) Voted **against** the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil



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(iii) **Invalid** Votes :

Numbers of members whose votes were declared invalid	Number of votes cast by them
None	None

Resolution No. 4 – Ordinary Resolution

To appoint Mrs. Ashwini Ghogale (DIN: 07822442) as an Independent Director.

(i) Voted in **favour** of the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
20	10,78,310	100.00

(ii) Voted **against** the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** Votes :

Numbers of members whose votes were declared invalid	Number of votes cast by them
None	None

Resolution No. 5 – Ordinary Resolution

To appoint Mr. SamadhanKharate (DIN: 07822456) as an Independent Director.

(i) Voted in **favour** of the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
20	10,78,310	100.00



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(ii) Voted **against** the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** Votes :

Numbers of members whose votes were declared invalid	Number of votes cast by them
None	None

Resolution No. 6 – Ordinary Resolution

To appoint Mr. Ranjitmal Rathod (DIN: 007667173) as Managing Director.

(i) Voted in **favour** of the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
20	10,78,310	100.00

(ii) Voted **against** the resolution :

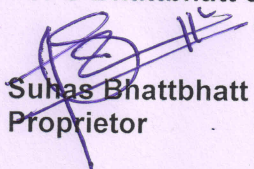
Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

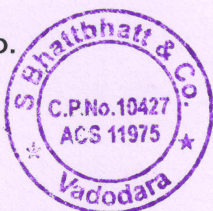
(iii) **Invalid** Votes :

Numbers of members whose votes were declared invalid	Number of votes cast by them
None	None

Thanking you,

For S Bhattbhatt & Co.


Suhans Bhattbhatt
Proprietor



Place: Vadodara

Date: 29.09.2017