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SCRUTINIZER'S REPORT ON VOTING (Remote e-voting and Physical Poll) Carried out for VAMA INDUSTRIES LIMITED

Company Secretaries

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies, (Management and Administration) Rules, 2014, as amended]

То The Chairman, 33rd Annual General Meeting of Equity Shareholders of VAMA INDUSTRIES LIMITED Madhura Nagar, S R Nagar (Post) Hyderabad - 500038,

Held on Wednesday, 26th September, 2018 at 10.A.M. at Hotel Inner Circle, Somajiguda, Hyderabad.

Sub: Scrutinizer Report on Remote e-Voting & Physical Poll at the AGM

Dear Sir,

Pursuant to the Resolution passed by the Board of Directors of VAMA INDUSTRIES LIMITED (the Company) on 24th August, 2018, I have been appointed as Scrutinizer for the purpose of scrutinizing voting process (remote e-voting & physical poll at the AGM) as laid under Rule 20 (3) (ix) of the Companies (Management and Administration) Rules, 2014, as amended, in respect of business items detailed in Annexure - I hereto.

I, hereby confirm that I am familiar and am aware of the concept of electronic voting system as prescribed under the said Rules and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (remote e-voting) and voting by using Ballot forms by the shareholders on the resolutions proposed in the Notice of the 33rd AGM of the Company is the responsibility of the management. My responsibility as the scrutinizer is to ensure that the voting process, both through electronic means and by use of Ballot Forms at the AGM, is conducted in a fair and transparent manner and provide consolidated Scrutinizer's Report to the Chairman on the resolutions, based on the Reports generated from the electronic voting system provided by the Central Depository Services (India) Limited (CDSL) and the Report prepared based on the physical poll at the AGM.

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Flat No.10, 4th Floor, # 6-3-347/22/2, Ishwarya Nilayam, Opp: Sal Baba Temple. Dwarakapuri Colony, Panjagutta, Hyderabad - 500082

The Company has engaged Central Depository Services (India) Limited (CDSL) as the Service provider for providing the e - voting platform to the shareholders of the Company. M/s Bigshare Services Private Limited is the Registrar and share Transfer Agent (RTA) of the Company. The service provider provided a system for recording the votes of the shareholders electronically on all the items of the business (both Ordinary and Special business) transacted at the 33rd Annual General Meeting (AGM) of the Company which was held on Wednesday, 26th day of September, 2018, at 10:00 A.M. at Hotel Inner Circle, Raj Bhavan Road, Somjaiguda, Hyderabad-500038. The service provider, accordingly had set up e-voting facility on its website. The company and the Service Provider had uploaded all the items of business (Notice of AGM) to be transacted on their respective websites to facilitate its shareholders to cast their vote electronically.

The cut-off date (record date) for the purpose of identifying the shareholders who were entitled to vote on the resolutions placed for consideration of the shareholders was fixed as 19th September, 2018. As prescribed in the aforesaid Rules, the remote e-voting facility was kept open for three days. It commenced at 9:00 A.M., on 23rd September, 2018 and was closed at 5:00 P.M. on 25th September, 2018.

On 25th September, 2018 after 5:00 P.M, the voting portal of the service provider was blocked forthwith.

After the time fixed for closing of the poll by the chairman 1 (one) Ballot box kept for polling was locked in my presence with due identification marks placed by me.

After completion of polling, I opened the Ballot box in the presence of Mr. Avneet Singh Kohli and Ms. Shruti Jain who acted as the witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Share Transfer Agent of the Company and the authorizations lodged with the company.

I did not find any poll papers invalid.

Thereafter I unblocked the votes cast through e-voting facility in the presence of Mr. Avneet Singh Kohli and Ms. Shruti Jain who acted/as the witnesses, (signed hereunder) as prescribed under Rule 20 (3) (xii).

Judih

Avneet Singh Kohli



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As a Scrutinizer, I have prepared separate Reports on the remote e-voting and on the voting by physical poll at the AGM held on 26th September, 2018 and consolidated the same. I hereby submit the consolidated Report on all the resolutions contained in the Notice of the said AGM and transacted thereat by way of remote e-voting and by way of physical poll as *Annexure I* hereto.

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

Thanking You Yours faithfully, 8 ASS Web Hyderabad Vikas Sirohiya * Partner P.S Rao& Associates Company Secretaries M.No. 15116, C.P No. 5246

Place: Hyderabad Date: 27th September, 2018 T

ORDINARY BUSINESS

Agenda Item No. 1

Details of Agenda

Resolution required

Mode of Voting

P S Rao & Associates Company Secretaries Adoption of Audited Accounts

Adoption of Audited Annual Accounts for the FY ended 31st March, 2018

Ordinary Resolution

Electronic Voting & Physical Poll at AGM

whether promoter/ promoter Group are intereseted in the Agenda/resolution

No

2 3 4 5 6 011 vot *100 *100 22561830 NIL (6) = $(4)/(2)$ *100 (7) = $(4)/(2)$ *100 22561830 100.00 22561830 NIL 100.00 (6) = $(4)/(2)$ *100 (7) = $(4)/(2)$ *100 22561830 100 22561830 NIL 100.00 2261830 NA NIL NA NA NA NA NA NA NA NA NA NA NA NA NA 10459030 <t< th=""><th>Category</th><th>Mode of Voting</th><th>No. of. Shares held</th><th>No. of votes polled</th><th>% of Votes Polled on outstanding shares</th><th>No. of Votes in Favor</th><th>No. of Votes</th><th>% of Votes in Favor on votes</th><th>% of Votes against</th></t<>	Category	Mode of Voting	No. of. Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in Favor	No. of Votes	% of Votes in Favor on votes	% of Votes against
$ \ \ \ \ \ \ \ \ \ \ \ \ \ $			1	2		4	5		on votes polled
E - Voting E - Voting 22561830 NIL NIL NI NI Poll 22561830 NIL NA NA NA NA Total 22561830 NIL NA NA NA NA Total 22561830 NIL NA NA NA NA E - Voting 0 100 22561830 100 22561830 NA Poll 0 NA NA NA NA NA F - Voting 0 NA NA NA NA NA Total 0 NA NA NA NA NA F - Voting 0 NA NA NA NA NA Poll 29978170 8754 0.03 8754 NIL F - Voting 70457784 34.92 10459030 NIL NA					(3) ={ (2) / (1)} *100			(6) = {(4) / (2) } *100	(7) = 1 (5) / (2) I +100
er Group Poll 22561830 NIL NA <td></td> <td></td> <td></td> <td>22561830</td> <td>100.00</td> <td>22561830</td> <td>NIL</td> <td>100.00</td> <td>NA NA</td>				22561830	100.00	22561830	NIL	100.00	NA NA
	Promoter and Promoter Group		22561830	NIL	NA	NA	NA	NA	NA
$ \begin{array}{c c c c c c c c c c c c c c c c c c c $		Total		22561830	100	22561830	NA	100	NA
$ \begin{array}{ c c c c c c c c c c c c c c c c c c c$	Public Institutions	E - Voting		NA	NA	NA	NA	NA	NA
		Poll	0	NA	NA	NA	NA	NA	NA
		Total		NA	NA	NA	NA	NA	NA
E - Voting 10459030 34.89 10459030 34.89 10459030 NIL 100.00 Poll 29978170 8754 0.03 8754 NIL 100.00 Total 10467784 34.92 10467784 NIL 100.00 Total 10467784 34.92 10467784 NA 100.00									The second
Poll 29978170 8754 0.03 8754 NIL 100.00 Total 10467784 34.92 10467784 NA 100.00 52540000 3302614 62.87 3200014 52540000 3302614 62.87 3200014 100	Public Non Institutions	E - Voting		10459030	34,89	10459030	NIL	100.00	NA
Total 10467784 34.92 10467784 NA 100 52540000 33079614 62.87 32000614 52 100 100		Poll	29978170	8754	0.03	8754	NIL	100.00	NA
52540000 33029614 67 87 23000544 x14 x10		Total		10467784	34.92	10467784	NA	TAN	ANI NA
	TOTAL		52540000	33029614	62.87	33070614	NA	001	NA N



ORDINARY BUSINESS

Agenda Item No. 2

Details of Agenda

Declaration of Dividend

Declaration of Dividend of Rs.0.10/- per Equity Share of Rs.2/- each

Ordinary Resolution

Resolution required

Mode of Voting

Electronic Voting & Physical Poll at AGM

whether promoter/ promoter Group are interescted in the Agenda / resolution

No

Category	Mode of Voting No. of. Shares held	No. of. Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in No. of Votes Favor	No. of Votes	% of Votes in Favor on votes	% of Votes against
		1	2	3	4	5	putter 6	
and the second				(3) ={ (2) / (1)} *100			$(6) = {(4)/(2)}$	$(7) = \{ (5) / (2) \}$
	E - Voting		22561830	100.00	22561830	NIL	100.00	NA
Promoter and Promoter Group	Poll	22561830	NIL	NA	NA	NA	NA	NA
	Total		22561830	100	22561830	NA	100	NA
					A LANG AND A			
Public Institutions	E - Voting		NA	NA	NA	NA	NA	NA
	Poll	0	NA	NA	NA	NA	NA	NA
	Total		NA	NA	NA	NA	NA	NA
							1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1	
Public Non Institutions	E - Voting		10459030	34.89	10459030	NIL	100.00	NA
	Poll	29978170	8754	0.03	8754	NIL	100.00	NA
	Total		10467784	34.92	10467784	NA	100	NA
TOTAL		52540000	33029614	62.87	33029614	NA	100	NA



Re appointment of Mrs. Rama Sravanthi as a Director

Re appointment of Mrs. Rama Sravanthi as a Director

Ordinary Resolution

Electronic Voting & Physical Poll at AGM

whether promoter/ promoter

No

Category	Mode of Voting No. of. Shares held	No. of. Shares held	No. of votes	% of Votes Polled on outstanding shares	No. of Votes in No. of Votes Eavor	No. of Votes Against	% of Votes in Favor on votes	% of Votes against on votes
		1	2	3	4	2	6	putter 7
				(3) ={ (2) / (1)} *100			$(6) = \{(4) / (2) \} *100 (7) = \{ (5) / (2) \} *100$	(7) = { (5) / (2)} *10
	E - Voting		22561830	100.00	22561830	NIL	100.00	NA
Promoter and Promoter Group	Poll	22561830	NIL	NA	NA	NA	NA	NA
	Total		22561830	100	22561830	NA	100	NA
Public Institutions	E - Voting		NA	NA	NA	NA	NA	NA
	Poll	0	NA	NA	NA	NA	NA	NA
	Total		NA	NA	NA	NA	NA	NA
Public Non Institutions	E - Voting		10459030	34.89	10459030	NIL	100.00	NA
	Poll	29978170	8754	0.03	8754	NIL	100.00	NA
	Total		10467784	34.92	10467784	NA	100	NA
TOTAL		52540000	33029614	62.87	33029614	NA	100	NA



Agenda Item No. 3

ORDINARY BUSINESS

Details of Agenda

Resolution required

Mode of Voting

Group are intereseted in the Agenda / resolution

Appointment of Statutory Auditors

Appointment of M/s. V N S S & Associates Chartered Accountants

Ordinary Resolution

Electronic Voting & Physical Poll at AGM

whether promoter/ promoter Group are intereseted in the Agenda / resolution

Category	Mode of Voting No. of. Shares held	No. of. Shares held	No of the	% of Votes Polled on			% of Votes in	% of Votes
1			polled	outstanding	No. of Votes in No. of Votes Favor Against	Against	Favor on votes polled	against on votes
		1	2	3	4	3	9	7
				(3) ={ (2) / (1)} *100			(6) = [(4) / (2)] *100	(6) = {(4) / (2) } *100 (7) = { (5) / (2) } *100
	E - Voting		22561830	100.00	22561830	NIL	100.00	NA
Promoter and Promoter Group	Poll	22561830	NIL	NA	NA	NA	NA	NA
	Total		22561830	100	22561830	NA	100	NA
Public Institutions	E - Voting		NA	NA	NA	NA	NA	NA
	Poll	0	NA	NA	NA	NA	NA	NA
	Total		NA	NA	NA	NA	NA	NA
			A B B B B B B B B B B B B B B B B B B B					
Public Non Institutions	E - Voting		10459030	34.89	10459030	NIL	100.00	NA
	Poll	29978170	8754	0.03	8754	NIL	100.00	NA
	Total		10467784	34.92	10467784	NA	100	NA
TOTAL		52540000	33029614	62.87	33029614	NA	100	NA



No

ORDINARY BUSINESS

Agenda Item No. 4

Details of Agenda

Resolution required

Mode of Voting

ORDINARY BUSINESS

Agenda Item No. 5

Details of Agenda

Re appointment of Mr. V. Atchyuta Rama Raju

Re appointment of Mr. V. Atchyuta Rama Raju to the office of Managing Director of the company

Special Resolution

Resolution required

Mode of Voting

Electronic Voting & Physical Poll at AGM

whether promoter/ promoter Group are intereseted in the Agenda/resolution

Yes (Mr. V. Atchyuta Rama Raju)

Category	Mode of Voting No. of. Shares held	No. of. Shares held	No. of votes molled	% of Votes Polled on outstanding shares	No. of Votes in No. of Votes Favor Against	No. of Votes Against	% of Votes in Favor on votes polled	% of Votes against on votes polled
		1	2	3	4	5	9	7
				(3) ={ (2) / (1)} +100	1		(6) = {(4) / (2) } *100	$(6) = \{(4) / (2) \} *100 (7) = \{ (5) / (2) \} *100$
	E - Voting		10006710	44.35	10006710	NIL	100.00	NA
Promoter and Promoter Group	-	22561830	NIL	NA	NA	NA	NA	NA
			10006710	44.35	10006710	NN	100	NA
Public Institutions	E - Votine		NA	NA	NA	NA	NA	NA
	Poll	0	NA	NA	NA	NA	NA	NA
	Total		NA	NA	NN	NA	NA	NA
Public Non Institutions	E - Voting		10459030	34.89	10459030	NIL	100.00	NA
	Poll	29978170	8754	0.03	8754	NIL	100.00	NA
	Total		10467784	34.92	10467784	NA	100	NA
TOTAL		52540000	20474494	38.97	20474494	NA	100	NA



ORDINARY BUSINESS

Agenda Item No. 6

Re appointment of Mr. V. Rajam Raju

Re appointment of Mr. V. Rajam Raju to the office of Executive Director of the company

Special Resolution

Resolution required

Mode of Voting

Details of Agenda

Electronic Voting & Physical Poll at AGM

whether promoter/ promoter Group are intereseted in the Agenda/resolution

Yes (V. Rajam Raju)

Category	Mode of Voting No. of. Shares held	No. of. Shares held		% of Votes Polled on				
			No. of votes polled	outstanding	No. of Votes in No. of Votes Favor Against	No. of Votes Against	70 OL VOUES IN Favor on votes polled	% of Votes against on votes nolled
		1	2	3	4	5	9	7
				(3) ={ (2) / (1)} *100			(6) = {(4) / (2) } *100	$(6) = \{(4) / (2) \} *100 (7) = \{ (5) / (2) \} *100$
	E - Voting		16759330	74.28	16759330	NIL	100.00	NA
Promoter and Promoter Group	Poll	22561830	NIL	NA	NA	NA	NA	NA
	Total		16759330	74.28	16759330	NA	100	NA
Public Institutions	E - Voting		NA	NA	NA	NA	NA	NA
	Poll	0	NA	NA	NA	NA	NIA	VIN
					2042	UNT	WN	NA
	Total		NA	NA	NA	NA	NA	NA
Dublic Non Institutions								
SHOTTHERE IN A LONG THE SHOTTHE	E - Voting		10459030	34.89	10459030	NIL	100.00	NA
*	Poll	29978170	8754	0.03	8754	NIL	100.00	NA
	Total		10467784	34.92	10467784	NA	100	NA
TOTAL		52540000	27227114	51.82	27227114	NA	100	NA



ORDINARY BUSINESS

Agenda Item No. 7

Details of Agenda

Appointment of Mr. V. Srinivas to the office of Indpendent Director of the company

Appointment of Mr. V. Srinivas

P S Rao & Associates Company Secretaries

Resolution required

Mode of Voting

whether promoter/ promoter Group are intereseted in the Agenda / resolution

No

Electronic Voting & Physical Poll at AGM

Special Resolution

Category	Mode of Voting	No. of. Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in No. of Votes Favor Against	No. of Votes Against	% of Votes in Favor on votes polled	% of Votes against on votes polled
		1	2	9	4	5	9	7
				(3) ={ (2) / (1)} *100			(6) = {(4) / (2) } *100	$(6) = \{(4) / (2) \} *100 (7) = \{ (5) / (2) \} *100$
111	E - Voting		22561830	100.00	22561830	NIL	100.00	NA
Promoter and Promoter Group	Poll	22561830	NIL	NA	NA	NA	NA	NA
<u> </u>	Total		22561830	100	22561830	NA	100	NA
Public Institutions E	E - Voting		NA	NA	NA	NA	NA	NA
μ́.	Poll	0	NA	NA	NA	NA	NA	NA
1	Total		NA	NA	NA	NA	NA	NA
Public Non Institutions E	E - Voting		10459030	34.89	10459030	IIN	100.001	NA
	Poll	29978170	8754	0.03	8754	NIL	100.00	NA
T	Total		10467784	34.92	10467784	NA	100	NA
TOTAL		52540000	33029614	62.87	33029614	NA	100/08/	0 8 4550 NA

Appointment of Mr. K.Venkata Krishna Rao

Appointment of Mr. K. Venkata Krishna Rao to the office of Indpendent Director of the company

Special Resolution

Electronic Voting & Physical Poll at AGM

Group are intereseted in the Agenda / resolution

No

Category	Mode of Voting	No. of. Shares held	No. af votes polled	% of Votes Polled on outstanding shares	No. of Votes in No. of Votes Favor Against	No. of Votes Against	% of Votes in Favor on votes polled	% of Votes against on votes polled
		1	2	3	4	5	9	2
				(3) ={ (2) / (1)} *100			(6) = {(4) / (2) } *100	$(6) = \{(4) / (2) \} *100 (7) = \{ (5) / (2) \} *100$
	E - Voting		22561830	100.00	22561830	NIL	100.00	NA
Promoter and Promoter Group	Poll	22561830	NIL	NA	NA	NA	NA	NA
	Total		22561830	100.00	22561830	NA	100	NA
Public Institutions	E - Voting		NA	NA	NA	NA	NA	NA
	Poll	0	NA	NA	NA	NA	NA	NA
	Total		NA	NA	NA	NA	NA	NA
Public Non Institutions	E - Voting		10459030	34.89	10459030	NIL	100.00	NA
	Poll	29978170	8754	0.03	8754	NIL	100.00	NA
	Total		10467784	34.92	10467784	NA	100	NA
TOTAL		52540000	33029614	62.87	33029614	NA	100	NA



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ORDINARY BUSINESS

Agenda Item No. 8

Details of Agenda

Resolution required

Mode of Voting

whether promoter/ promoter