



ASHWINI K. KADAM
Practicing Company Secretary

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Report of Scrutinizer(s)

[Pursuant to Section 110 of the Companies Act, 2013 and rule 22(9) of the Companies (Management and Administration) Rules, 2014]

To,
The Board of Directors
Venky's (India) Limited.
Pune.

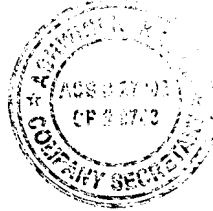
SCRUTINIZER'S REPORT FOR VOTING THROUGH ELECTRONIC MEANS & POSTAL BALLOT.

Respected Madam,

I, Ms. Ashwini Kadam, appointed as Scrutinizer for the purpose scrutiny of votes casted by members of the Company through e-voting and postal ballot taken on the below mentioned resolution(s), as mentioned in the Notice of the postal ballot dated 14th September, 2015, hereby submit my report as under:

1. The voting period for members was kept open for a period of 30 days from 15th October, 2015 till 14th November, 2015.
2. The business reply envelopes were 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.
3. A detailed resolution wise voting information is annexed herewith and forms a part of this report.

Ashwini Kadam
Practicing Company Secretary
Mem No.: 27202
CP No. 9783
16th November, 2015



Office Add:

201, Amit Court, Near Shivajinagar District Court, Behind Mangala Cinema, Pune-411005.

Annexure: Detailed Voting Report

Resolution 1 - To increase authorised capital of the Company and to amend the Memorandum and Articles of Association of the Company to that effect.

(i) Voted in favour of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
180	5273339	99.99

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	80	0.01

(iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
10	1033



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Resolution 2 - To issue Bonus Shares in the ratio of one equity share for every two existing shares held.

(i) Voted in favour of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
181	5273419	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
10	1033



A handwritten signature in black ink, appearing to read "Ashwini K. Kadam", with a horizontal line underneath.