

KOHINOOR SPECIALITY FOODS INDIA PRIVATE LIMITED
CORPORATE IDENTITY NUMBER (CIN) – U15122DL2011PTC219766

“RESULT OF POLL”

5th Annual General Meeting of Kohinoor Specialty Foods India Private Limited

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The following is the “**Result of Poll**” conducted at the 5th Annual General Meeting of Kohinoor Specialty Foods India Private Limited held on **Thursday, 29th September, 2016 at 11:00 A.M. at “Banquet Boardroom (Lobby Level), The Grand New Delhi, Nelson Mandela Road, Vasant Kunj Phase - II, New Delhi-110070, Delhi, India”**, post submission of “Report of Scrutinizer, Ravi Chhabra, Advocate, dated September 29, 2016, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 5th Annual General Meeting:

1. The result of the Poll is as under:

(a) **Resolution No. 1:** To receive, consider, approve and adopt the Financial Statements of the Company including *inter-alia* the Balance Sheet as at 31st March, 2016; the Cash Flow Statement and Profit & Loss Account for the year ended 31st March, 2016 etc., together with the Directors’ Report (including its Annexures) and Auditors’ Report for the said financial year.

(i) Voted in **favour** of 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
2 (Two)	2,50,246 (Two Lacs Fifty Thousand Two Hundred & Forty Six)	85%

(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
2 (Two)	44,161 (Forty Four Thousand One Hundred & Sixty One)	15%

(iii) **Invalid** votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
Nil	Not Applicable (N.A.)

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There were no invalid votes. The Resolution was thus declared as passed/carried out, with requisite majority.

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- (b) **Resolution No. 2:** To ratify the appointment of M/s S.R.BATLIBOI & CO. LLP, Chartered Accountants (ICAI Firm Registration No. 301003E/E300005), the statutory auditor of the Company, for the financial year 2016-17, the said audit firm having being appointed pursuant to Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit & Auditors) Rules, 2014, for a term of 5(five) consecutive financial years, from the conclusion of the (3rd) Annual General Meeting (AGM) of the Company, till the conclusion of the sixth consecutive, i.e. (8th) AGM of the Company, at such remuneration (including certification fees), reimbursement of out-of-pocket expenses and other terms and conditions, as may be approved by the Board of Directors & Key Managerial Personnel of the Company, post discussions with the said statutory audit firm.

- (i) Voted in **favour** of 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
4 (Four)	2,94,407 (Two Lacs Ninety Four Thousand Four Hundred & Seven)	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
Nil	N.A.	N.A.

- (iii) **Invalid** votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
Nil	Not Applicable (N.A.)

There were no invalid votes. The Resolution was thus declared as passed/carried out, with requisite majority.

- (c) **Resolution No. 3: Regularisation of Additional Director, Mr. Daniel Zoltan Moorfield, by appointing him as Director of the Company**

- (j) Voted in **favour** of the resolution:

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Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4 (Four)	2,94,407 (Two Lacs Ninety Four Thousand Four Hundred & Seven)	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
Nil	N.A.	N.A.

(iii) **Invalid** votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
Nil	Not Applicable (N.A.)

There were no invalid votes. The Resolution was thus declared as passed/carried out, with requisite majority.

- (d) **Resolution No. 4: Approval of the Report of Board regarding Net Worth Erosion & Reference of Company to Board for Industrial and Financial Reconstruction (BIFR) pursuant to Section 15, 23 and other applicable provisions, if any, of the Sick Industrial Companies (Special Provisions) Act, 1985 (SICA)**

(i) Voted in **favour** of 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
2 (Two)	2,50,246 (Two Lacs Fifty Thousand Two Hundred & Forty Six)	85%

(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
2 (Two)	44,161 (Forty Four Thousand One Hundred & Sixty One)	15%

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(iii) **Invalid** votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
Nil	Not Applicable (N.A.)

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There were no invalid votes. The Resolution was thus declared as passed/carried out, with requisite majority.

Thanking you,

For Kohinoor Speciality Foods India Private Limited

Amit Mehta

*(Managing Director &
Chairman for the 5th AGM)*

Place: New Delhi

Dated: September 29, 2016