

Arvind Goyal (M.No. 089713)
FCA, CMA, FAFD
A 287 Surajmal Vihar
Near Hotel Leela
Delhi - 110092

29 September 2019


To

The Chairman
Sarveshwar Foods Limited – CIN L15312JK2004PLC002444
Sarveshwar House, Below Gummat, Jammu (J&K) – 180001

Dear Sir

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 voting by ballot system at the Annual General Meeting of Sarveshwar Foods Limited held on Sept 27th, 2019 at 11:00AM at Radisson Blu Hotel, Radisson Square, Narwal Bala, Bypass Road, Jammu, Jammu & Kashmir 180006.

1. I, Arvind Goyal, practicing Chartered Accountant at, A 287 Suraj Mal Vihar, Near Hotel Leela Delhi 110092, have been appointed as Scrutinizer by the Board of Directors of Sarveshwar Foods Limited for the purpose of scrutinizing e-voting process (remote e-voting) and voting by use of ballot at the meeting pursuant to Section 108 of the Companies Act, 2013 read with rule 20 & 21 of the Companies (Management and Administration), Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 15th Annual General Meeting of the Equity Shareholders of the Company held on Sept 27th, 2019 at 11:00 AM at Radisson Blu Hotel, Radisson Square, Narwal Bala, Bypass Road, Jammu, Jammu and Kashmir 180006.
2. The AGM notice signed as of Aug 26th 2019, by the Managing Director Mr Rohit Gupta along with the statement setting out material facts under Section 102 of the Act were sent to the shareholders in respect of the below mentioned resolutions proposed at the AGM of the Company.
3. The Company has availed the remote e-voting facility offered by National Securities Depository Limited (NSDL) for conducting e-voting by the shareholders of the Company.
4. The Company had also provided voting through ballot system to the shareholders present at the AGM and who had not cast their vote earlier by remote e-voting facility.
5. The shareholders of the Company holding shares as on the "cut-off" date of 19th Sept 2019 were entitled to vote on the resolutions as contained in the notice of the AGM. The register of members and Share Transfer book of the Company were to be remained closed from Friday, 20th September, 2019 to Friday 27th September 2019 (both days inclusive).
6. The voting period for remote e-voting commenced on Tuesday, 24th September 2019 (9:00AM) and ended on Thursday, 26th September 2018 (5:00PM) and the NSDL platform was blocked thereafter.
7. There was ballot box kept at the AGM venue for the voting though the ballot system which post AGM was opened in my presence but there were no votes inside of the ballot boxes but separate signed ballot papers (Form No MGT-12) were made available of the 7 members (total votes of these 7 members 4,84,800) who attended the meeting as evident from the attendance register.


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8. The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witness who were not in the employment of the Company. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NSDL e-voting system.
9. The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to remote e-voting and the voting conducted through ballot system at the meeting on the resolutions contained in the notice of the AGM.
10. My responsibility as Scrutinizer for the remote e-voting and the voting conducted through ballot system at the meeting is restricted to making Scrutinizer's Report of the votes cast in favor or against the resolutions.
11. The results of the voting are as under;

a) Ordinary Business:

Adoption of Audited Balance Sheet as at 31st March, 2019 and Statement of Profit & Loss Financial Statements and the Audited Consolidated Financial Statements for the Financial Year ended on 31st March, 2019.

(i) Votes in favor of the Resolution:

Numbers of members voted	Numbers of votes cast by them	% of total number of valid votes cast
16	1,85,88,000	100%

(ii) Votes against the resolution:

Numbers of members voted	Numbers of votes cast by them	% of total number of valid votes cast
0	0	

b) Ordinary Business:

To appoint director in place of Dr. Gayatri Tandon who retires by rotation and being eligible offers herself for reappointment.

(i) Votes in favor of the Resolution:


Numbers of members voted	Numbers of votes cast by them	% of total number of valid votes cast
16	1,85,88,000	100%

(ii) Votes against the resolution:

Numbers of members voted	Numbers of votes cast by them	% of total number of valid votes cast
0	0	

c) Ordinary Business:

Ratification of appointment M/s. KRA & Co. Chartered Accountants, New Delhi to hold office from the conclusion of this Annual General Meeting till the conclusion of Company's next Annual General Meeting.


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(i) **Votes in favor of the Resolution:**

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
16	1,85,88,000	100%

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

Numbers of members voted	Numbers of votes cast by them	% of total number of valid votes cast
0	0	

d) **Special Business:**

To approve of Sarveshwar Foods Limited Employee Stock Option Scheme 2019 (SFL ESOS 2019).

(i) **Votes in favor of the Resolution:**

Numbers of members voted	Numbers of votes cast by them	% of total number of valid votes cast
16	1,85,88,000	100%

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

Numbers of members voted	Numbers of votes cast by them	% of total number of valid votes cast
0	0	

e) **Special Business:**

To approve of SFL ESOS Trust for the eligible employees of the Company.

(i) **Votes in favor of the Resolution:**

Numbers of members voted	Numbers of votes cast by them	% of total number of valid votes cast
16	1,85,88,000	100%

(iii) **Votes against the resolution:**


Numbers of members voted	Numbers of votes cast by them	% of total number of valid votes cast
0	0	

f) **Special Business:**

To appoint Mr. Surendar Singh Jasrotia as the Managing Director and Chief Executive Officer of the Company.

(i) **Votes in favor of the Resolution:**

Numbers of members voted	Numbers of votes cast by them	% of total number of valid votes cast
16	1,85,88,000	100%


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

Numbers of members voted	Numbers of votes cast by them	% of total number of valid votes cast
0	0	

g) **Special Business:**

To appoint Dr. Uttar Kumar Padha as an Independent Director of the Company.

(i) **Votes in favor of the Resolution:**

Numbers of members voted	Numbers of votes cast by them	% of total number of valid votes cast
16	1,85,88,000	100%

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

Numbers of members voted	Numbers of votes cast by them	% of total number of valid votes cast
0	0	

h) **Special Business:**

To appoint Mr. Anil Sharma as the Joint Managing Director of the Company.

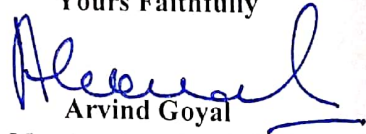
i) **Votes in favor of the Resolution:**

Numbers of members voted	Numbers of votes cast by them	% of total number of valid votes cast
16	1,85,88,000	100%

j) **Votes against the resolution:**

Numbers of members voted	Numbers of votes cast by them	% of total number of valid votes cast
0	0	

Place: Delhi
Dated: 29th September 2018

Yours Faithfully

Arvind Goyal
Membership No.089713
Scrutinizer