

**Consolidated Scrutinizer's Report**

31<sup>st</sup> December, 2018

The Chairman

**Thiru Arooran Sugars Limited,**

Eldorado, 5th Floor,  
112, Nungambakkam High Road,  
Chennai - 600 034.

**Ref: 62<sup>nd</sup> Annual General Meeting of the members of Thiru Arooran Sugars Limited.**

Dear Sir,

The Board of Directors of **Thiru Arooran Sugars Limited** vide resolution dated 14<sup>th</sup> August, 2018, pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 (as amended) and 21 of the Companies (Management and Administration) Rules, 2014 have appointed us viz. R.Sridharan & Associates, Company Secretaries, as the Scrutinizer to conduct the remote e-voting process for the period commencing from Thursday, 27<sup>th</sup> December, 2018 (9.00 AM) to Sunday, 30<sup>th</sup> December, 2018 (5.00 PM) and to conduct the Polling process relating to the 62<sup>nd</sup> Annual General Meeting of the members of the Company, held on Monday, 31<sup>st</sup> December, 2018 at 9.30 A.M. at Bharatiya Vidhya Bhavan, No.18-22, East Mada Street, Mylapore, Chennai - 600 004. The shareholders of the Company as on the "cut off" date i.e. Monday, 24<sup>th</sup> December, 2018 were entitled to vote as set out in the notice of the Annual General Meeting.

We now submit our consolidated Report as under:

1. After the announcement of the poll by the Chairman, one ballot box kept for polling was locked in our presence with due identification marks placed by us.
2. After the time fixed for closing of the poll, the locked ballot box was subsequently opened in our 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 and the authorizations / proxies lodged with the Company.
3. We have scrutinized and reviewed the voting at the conclusion of AGM. Subsequently, we have unblocked the votes cast through remote e-voting in the presence of Mr. K. Satheesh and Mr. Naveenraj N, who are the witnesses and not in the employment of the company. The votes tendered therein in respect of the remote e-voting system are based on the data downloaded from the Official website of the National Securities Depository Limited [NSDL].
4. The consolidated result (Remote E-voting and poll) of the said Resolutions are as under:

**62<sup>ND</sup> AGM – CONSOLIDATED SCRUTINIZER'S REPORT – THIRU AROORAN SUGARS LIMITED**



**Item No. 1 - Adoption of Standalone and Consolidated Audited Financial Statements, Report of the Board of Directors & Independent Auditors Report thereon (Ordinary Resolution)**

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

| Number of members voted in Remote E- Voting | Number of votes cast (Shares) - Remote E-Voting | Number of members/ Proxies voted by Poll | Number of votes cast (Shares) - Poll | Total Number of votes cast through Remote E-Voting and Poll | % of total number of valid votes cast |
|---|---|--|--------------------------------------|---|---------------------------------------|
| <b>9</b>                                    | <b>6798237</b>                                  | <b>1</b>                                 | <b>35</b>                            | <b>6798272</b>  | <b>99.9732</b>                        |

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

| Number of members voted in Remote E- Voting | Number of votes cast (Shares) - Remote E-Voting | Number of members/ Proxies voted by Poll | Number of votes cast (Shares) - Poll | Total Number of votes cast through Remote E-Voting and Poll | % of total number of valid votes cast |
|---|---|--|--------------------------------------|---|---------------------------------------|
| <b>2</b>                                    | <b>1770</b>                                     | <b>20</b>                                | <b>54</b>                            | <b>1824</b>   | <b>0.0268</b>                         |

(iii) **Invalid** Votes:

| Number of members voted in Remote E- Voting | Number of votes cast (Shares) - Remote E- Voting | Number of members/Proxies voted by Poll | Number of votes cast (Shares) - Poll | Total Number of votes cast through Remote E- Voting and Poll |
|---|--|---|--------------------------------------|--|
| <b>0</b>                                    | <b>0</b>   | <b>20</b>                               | <b>70</b>                            | <b>70</b>  |

**RESULT:**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed with requisite majority.



**Item No. 2 – Appointment of Mrs. Malathi Ram Tyagarajan (DIN:00938836) as Director (Ordinary Resolution)**

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

| Number of members voted in Remote E- Voting | Number of votes cast (Shares) - Remote E-Voting | Number of members/ Proxies voted by Poll | Number of votes cast (Shares) - Poll | Total Number of votes cast through Remote E-Voting and Poll | % of total number of valid votes cast |
|---|---|--|--------------------------------------|---|---------------------------------------|
| 9   | 6798237   | 1  | 35                                   | 6798272   | 99.9732                               |

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

| Number of members voted in Remote E- Voting | Number of votes cast (Shares) - Remote E-Voting | Number of members/ Proxies voted by Poll | Number of votes cast (Shares) - Poll | Total Number of votes cast through Remote E-Voting and Poll | % of total number of valid votes cast |
|---|---|--|--------------------------------------|---|---------------------------------------|
| 2   | 1770  | 20                                       | 54                                   | 1824  | 0.0268                                |

(iii) **Invalid** Votes:

| Number of members voted in Remote E- Voting | Number of votes cast (Shares) - Remote E- Voting | Number of members/Proxies voted by Poll | Number of votes cast (Shares) - Poll | Total Number of votes cast through Remote E- Voting and Poll |
|---|--|---|--------------------------------------|--|
| 0   | 0  | 20                                      | 70                                   | 70   |

**RESULT:**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed with requisite majority.



**Item No. 3 – Ratification of remuneration of Vaasan & Co, Cost Accountants, Chennai for the cost audit for the Financial Year 2018 -19. (Ordinary Resolution)**

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

| Number of members voted in Remote E- Voting | Number of votes cast (Shares) - Remote E-Voting | Number of members/ Proxies voted by Poll | Number of votes cast (Shares) - Poll | Total Number of votes cast through Remote E-Voting and Poll | % of total number of valid votes cast |
|---|---|--|--------------------------------------|---|---------------------------------------|
| <b>9</b>                                    | <b>6798237</b>                                  | <b>1</b>                                 | <b>35</b>                            | <b>6798272</b>  | <b>99.9732</b>                        |

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

| Number of members voted in Remote E- Voting | Number of votes cast (Shares) - Remote E-Voting | Number of members/ Proxies voted by Poll | Number of votes cast (Shares) - Poll | Total Number of votes cast through Remote E-Voting and Poll | % of total number of valid votes cast |
|---|---|--|--------------------------------------|---|---------------------------------------|
| <b>2</b>                                    | <b>1770</b>                                     | <b>20</b>                                | <b>54</b>                            | <b>1824</b>   | <b>0.0268</b>                         |

(iii) **Invalid** Votes:

| Number of members voted in Remote E- Voting | Number of votes cast (Shares) - Remote E- Voting | Number of members/Proxies voted by Poll | Number of votes cast (Shares) - Poll | Total Number of votes cast through Remote E- Voting and Poll |
|---|--|---|--------------------------------------|--|
| <b>0</b>                                    | <b>0</b>   | <b>20</b>                               | <b>70</b>                            | <b>70</b>  |

**RESULT:**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed with requisite majority.





5. A Compact Disc (CD) containing a list of equity shareholders who voted "**FOR**" and "**AGAINST**" and those whose votes were declared invalid for each resolution is enclosed.
6. The electronic data relating to remote e-voting and all other relevant records is under our safe custody and will be handed over to the Company Secretary of the Company for preserving safely after the Chairman considers, approves and signs the minutes of the Annual General Meeting.

Thanking you,  
Yours faithfully,

For R. Sridharan & Associates  
Company Secretaries

**G Subramaniam**  
**ACS No. 11194**  
**CP No. 8669**  
**Associate**

