

# **ARVIND BAID & ASSOCIATES**

## **Chartered Accountants**

Flat No. 501, Ruby Palace, Plot No. 74, Ceaser Road, Opp. Filmalaya Studio, Amboli,  
Andheri (West), Mumbai - 400 058

Mobile : 09699116581 E-mail : caarvindbaid@gmail.com

### **Scrutinizer's Report**

#### **(Consolidated Scrutinizer's Report on Remote E-voting and voting through Poll at the Annual General Meeting)**

To,

The Chairman of the 6th Annual General Meeting of the Members of **Mukta Agriculture Limited** (Formerly known as Pearl Agriculture Limited) held on Tuesday, 26<sup>th</sup> day of September, 2017 at 10:30 a.m. at Vyanjan Banquet Hall, 43, Oshiwara Police Station, Link Road, Andheri(W), Mumbai - 400102

Dear Sir,

1. I, **Arvind Dhanraj Baid**, Practicing Chartered Accountant, Proprietor of **M/s. Arvind Baid & Associates**, Mumbai, have been appointed as a Scrutinizer by the Board of Directors of **MUKTA AGRICULTURE LIMITED** (the Company) for the purpose of scrutinizing the process of voting through Remote e-voting and voting through Poll (Ballot forms) at the Annual General Meeting (AGM) venue pursuant to the provisions of Section 108 & 109 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Rules, 2015 & Rule 21 of the Companies (Management and Administration) Rules, 2014 (the Rules) and the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the proposed resolutions contained in the Notice of 6th Annual General Meeting of the Members of the Company dated 21<sup>st</sup> August, 2017 (the Notice).
2. The Management of the Company is responsible to ensure the compliance of the requirements of the Act and Rules relating to Remote e-voting and voting through Poll at the AGM venue on the proposed resolutions contained in the Notice. My responsibility as a Scrutinizer for the process of remote e-voting and for poll at the AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice, based on the reports generated from the e-voting system provided by the National Securities Depository Limited (NSDL), the authorized agency engaged to provide e-voting facilities and votes cast at the Poll (through physical means) at the AGM.
3. In terms of the aforesaid Notice, the remote e-voting facility was kept open for three days and the e-voting period commenced on 23<sup>rd</sup> September, 2017 at 9:00 a.m. and ended on 25<sup>th</sup> September, 2017 at 5:00 p.m. and members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the e-voting platform provided by NSDL.

4. The members of the Company as on cut-off date i.e. 19<sup>th</sup> September, 2017 were entitled to vote on the resolutions proposed in the Notice through remote e-voting or through Poll process.
5. At the end of the remote e-voting period on 25<sup>th</sup> September, 2017 at 5:00 p.m., the voting portal of the service provider was blocked forthwith.
6. At 6<sup>th</sup> AGM of the Company held on 26<sup>th</sup> September, 2017, the Chairman of the meeting had called for the Poll to facilitate the members present in the meeting who could not participate in the remote e-voting to record their votes through Poll process.
7. Immediately after the conclusion of the voting at the venue of the AGM on the 26<sup>th</sup> September, 2017, the votes cast at the venue were counted, thereafter the votes cast through remote e-voting were unblocked in the presence of two witnesses as prescribed under Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by Companies (Management and Administration) Amendment Rules, 2015. They have signed below in confirmation of the votes being unblocked in their presences.

  
Harshad Acharekar

  
Maheshwar

8. Thereafter, the details containing inter-alia, the list of members, who voted 'For' or 'Against' on each of the resolution that were put to vote, were derived from the report generated from the e-voting website of NDSL, and through Ballot forms for the votes casted by the members at the venue of the AGM.
9. I have issued separate Scrutinizer's Report on the remote e-voting and voting through Poll at the AGM venue on the resolutions contained in the Notice. As requested by management I submit herewith my Consolidated Scrutinizer's Report on the results of voting through remote e-voting and voting through Poll at the AGM as under:

<b>Item No. 1</b>	Adoption of the audited Balance Sheet of the Company as at 31st March, 2017, Statement of Profit and Loss for the year ended on that date, and the Reports of the Board of Directors and Auditors thereon.						
<b>Resolution Required:</b>	Ordinary						
<b>Particulars</b>	<b>Remote E-voting</b>		<b>Voting through Poll</b>		<b>Total of Remote E-voting &amp; Poll</b>		<b>Percentage (%)</b>
	<b>No. of Voters</b>	<b>Votes</b>	<b>No. of Voters</b>	<b>Votes</b>	<b>No. of Voters</b>	<b>Votes</b>	
<b>Assent</b>	30	5246536	30	402229	60	5648765	100
<b>Dissent</b>	0	0	0	0	0	0	0
<b>Total</b>	30	5246536	30	402229	60	5648765	100
<b>Abstain/ Invalid</b>	0	0	0	0		0	

<b>Item No. 2</b>	Appointment of Mr. Krishan Khadaria who retires by rotation and being eligible, offers himself for re-appointment.						
<b>Resolution Required:</b>	Ordinary						
<b>Particulars</b>	<b>Remote E-voting</b>		<b>Voting through Poll</b>		<b>Total of Remote E-voting &amp; Poll</b>		<b>Percentage (%)</b>
	<b>No. of Voters</b>	<b>Votes</b>	<b>No. of Voters</b>	<b>Votes</b>	<b>No. of Voters</b>	<b>Votes</b>	
<b>Assent</b>	30	5246536	30	402229	60	5648765	100
<b>Dissent</b>	0	0	0	0	0	0	0
<b>Total</b>	30	5246536	30	402229	60	5648765	100
<b>Abstain/Invalid</b>	0	0	0	0		0	

<b>Item No. 3</b>	Re-appointment of M/s. Bansal Bansal & Co. as Statutory Auditor of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of 9th Annual General Meeting (subject to ratification of their appointment at every AGM) at remuneration as may be fixed by the Board of Directors of the Company.						
<b>Resolution Required:</b>	Ordinary						
<b>Particulars</b>	<b>Remote E-voting</b>		<b>Voting through Poll</b>		<b>Total of Remote E-voting &amp; Poll</b>		<b>Percentage (%)</b>
	<b>No. of Voters</b>	<b>Votes</b>	<b>No. of Voters</b>	<b>Votes</b>	<b>No. of Voters</b>	<b>Votes</b>	
<b>Assent</b>	30	5246536	30	402229	60	5648765	100
<b>Dissent</b>	0	0	0	0	0	0	0
<b>Total</b>	30	5246536	30	402229	60	5648765	100
<b>Abstain/Invalid</b>	0	0	0	0		0	

<b>Item No. 4</b>	Appointment of Mrs. Kartikee Yadav (DIN: 03407088) as Director of the Company.						
<b>Resolution Required:</b>	Ordinary						
<b>Note:</b>							
Appointment of Mrs. Kartikee Yadav as Director of the Company could not be taken up since Mrs. Kartikee Yadav has been disqualified pursuant to the public Notice issued by Ministry of Corporate Affairs ("MCA") dated 7th September, 2017.							

<b>Item No. 5</b>	Appointment of Mr. Narendra Gupta (DIN: 00418421) as an Independent Director of the Company.						
<b>Resolution Required:</b>	Ordinary						
<b>Particulars</b>	<b>Remote E-voting</b>		<b>Voting through Poll</b>		<b>Total of Remote E-voting &amp; Poll</b>		<b>Percentage (%)</b>
	<b>No. of Voters</b>	<b>Votes</b>	<b>No. of Voters</b>	<b>Votes</b>	<b>No. of Voters</b>	<b>Votes</b>	
<b>Assent</b>	30	5246536	30	402229	60	5648765	100
<b>Dissent</b>	0	0	0	0	0	0	0
<b>Total</b>	30	5246536	30	402229	60	5648765	100
<b>Abstain/Invalid</b>	0	0	0	0		0	

All the above resolutions were passed unanimously under remote e-voting & Poll.

The relevant records relating to Remote e-voting and Poll were sealed and handed over to the Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

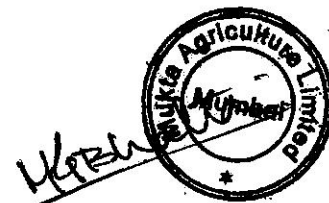
For Arvind Baid & Associates  
Chartered Accountants



Arvind D. Baid  
Proprietor  
Mem. No. 155532



Date: 27th September, 2017  
Place: Mumbai



Counter signed by