



L N JOSHI & CO.
PRACTISING COMPANY SECRETARY

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Combined Scrutinizer's Report

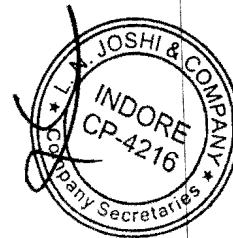
[Pursuant to Sections 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administrations) Rules 2014 as amended]

To,
The Chairman,
33rd Annual General Meeting of
SIMRAN FARMS LIMITED,
Registered office: 1-B, Vikas Rekha Complex,
Khatiwala Tank, Indore - 452001 (M.P.)

Dear Sir,

SUB: Combined Scrutinizer's Report on Remote E-Voting and E-voting facility during the AGM to the members attending through Video Conferencing/Other Audio Visual Means (VC/OAVM) in respect of the 33rd Annual General Meeting of Simran Farms Limited held on Thursday, 24th September, 2020 at 11.00 A.M. (IST)

I, L. N. Joshi, Practicing Company Secretary have been duly appointed as the Scrutinizer on 21st August, 2020 in the meeting of the Board of Directors of Simran Farms Limited (hereinafter referred to as "the Company") for the purpose of scrutinizing remote e-voting process and e-voting at the Annual General Meeting ("AGM"), pursuant to Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), General Circulars No. 20/2020 dated 5th May, 2020, read with circulars dated 8th April, 2020 and 13th April, 2020 issued by the Ministry of Corporate Affairs ("MCA") and in accordance with the circular dated 12th May, 2020 issued by the Securities and Exchange Board of India ("SEBI") on the proposed resolutions contained in notice of 33rd Annual General Meeting of the members of the Company dated 21st August, 2020 (the "notice").



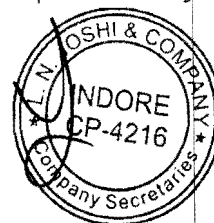
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The Management of the Company is responsible to ensure the compliance of the requirements of the Act, Rules and circulars issued by Ministry of Corporate Affairs and SEBI relating to remote e-voting and e-voting during the 33rd AGM on the proposed resolutions contained in the Notice. My responsibility as a Scrutinizer for the process of voting through remote e-voting and e-voting during the 33rd 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 Central Depositories Services (India) Limited (CDSL), the agency authorized under the Rules and engaged by the Company to provide platform for voting through remote e-voting and e-voting during the 33rd AGM and platform for VC/ OAVM facility for participation in the 33rd AGM.

As mentioned in the Notice the proceedings of the AGM were deemed to be conducted at the Registered Office of the Company and the same was deemed to be the venue of AGM.

I do hereby submit my Report as under:-

- (i) The Company had appointed Central Depositories Services (India) Limited (CDSL) as the **service provider**, for the purpose of extending the facility of Remote E-Voting to the Members of the Company and for voting electronically at the meeting.
- (ii) Ankit Consultancy Private Limited is the Registrar and Transfer Agent ("**RTA**") of the Company.
- (iii) CDSL had provided a system for recording the votes of the Members electronically through remote e-voting as well as at the meeting on all the items of the business sought to be transacted in the 33rd AGM of the Company, which was held on Thursday, 24th September, 2020.
- (iv) The voting rights were reckoned on Thursday, 17th September 2020, being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting during the 33rd Annual General Meeting.
- (v) Remote E-Voting platform remained open from Monday, 21st September 2020 (9.00 A.M.) up to Wednesday, 23rd September 2020 (5.00 P.M.) and members were given an option to cast their votes electronically conveying their assent or dissent in respect of the Resolutions on the e-voting platform provided by CDSL.



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- (vi) As prescribed in clause 3(A)(IV) of the Circular dated 5th May, 2020 issued by MCA, which is forming part of the MCA & SEBI CIRCULARS, the Company had released an advertisement prior to sending Notice of AGM to the Members which was published in English language in Free Press and in Hindi language in Choutha Sansar, both on **28th August, 2020**.
- (vii) As prescribed in clause (v) of sub rule 4 of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the Company also released an advertisement, which was published in English language in Free Press and in Hindi language in Choutha Sansar, both on **2nd September, 2020**.
- (viii) At the end of the voting period on **23rd September, 2020 at 5.00 P.M. (IST)**, the voting portal of service provider was blocked.
- (ix) CDSL provided me the names, DP ID/ folio numbers and shareholding of Members who had cast their votes through remote e-voting.
- (x) At the 33rd AGM of the Company held through VC/OAVM, on Thursday, 24th September 2020, after considering all the items of the business, the facility to vote electronically through Instapoll was provided to facilitate those members who are attending the meeting through VC/OAVM but did not participate in the Remote E-Voting to cast their votes. On 24th September 2020, after tabulating the votes cast electronically by the system provided by CDSL, the votes cast through Remote E-Voting facility was duly unblocked by me as a Scrutinizer in the presence of Ms. Neha Rajoriya and Ms. Sakshi Rai who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the Rule 20 of the Companies (Management and Administration) Rules, 2014. After the voting by electronic means the votes cast through remote E-voting process was tabulated for the purpose of considering the total votes cast by the shareholders through both ways.

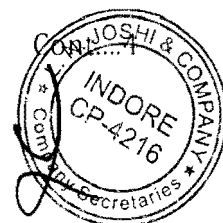
I submit my combined Scrutinizer's Report on the results of voting through remote e-voting and e-voting during the 33rd AGM as under:

Item No. 01 - Ordinary Resolution

To receive, consider, approve and adopt:

- a. **the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020 together with the Reports of the Board of Directors and the Auditors thereon; and**
- b. **the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020, together with the Report of the Auditors thereon.**

Report of Scrutinizer on Remote E-Voting and E-Voting at the 33rd AGM of SIMRAN FARMS LIMITED



Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4= (3/8)*100	5	6	7= (6/8)*100	8=(3+6)	9	10
Remote E-voting	31	1472502	99.99%	01	100	0.01%	1472602	0	0
E-voting during the AGM	01	50	100%	0	0	0.00%	50	0	0
Total	32	1472552	99.99%	01	100	0.01%	1472652	0	0

Item No. 2- Ordinary Resolution

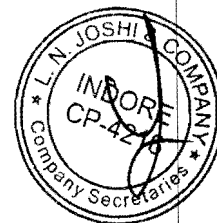
To appoint Director in place of Mr. Kawaljeet Singh Bhatia (DIN: 00401827) who retires by rotation and being eligible, offers himself for re-appointment.

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4= (3/8)*100	5	6	7= (6/8)*100	8=(3+6)	9	10
Remote E-voting	26	1314786	95.93%	03	55716	4.07%	1370502	0	0
E-voting during the AGM	01	50	100%	0	0	0.00%	50	0	0
Total	27	1314836	95.93%	3	55716	4.07%	1370552	0	0

Percentage of votes cast in favour or against the resolutions is calculated based on the Valid Votes cast through Remote E-Voting and through electronic voting at the AGM.

Based on the above information, you may kindly announce the result of remote e-voting prior and during the AGM.

All relevant record of electronic voting prior and during the 33rd AGM will remain in my safe custody until the chairman of the meeting considers, approves and signs the Minutes of 33rd Annual General Meeting and the same shall be handed over thereafter to the Chairman of the Meeting and the Company Secretary of the company for safe keeping.

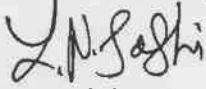


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The Company is hereby instructed to put up the results on its website and also that of the service provider and inform to the stock exchange accordingly not later than 48 hours of conclusion of 33rd Annual General Meeting.

Thanking you,

Yours Faithfully,



Scrutinizer

Name: L.N. Joshi

Practicing Company Secretary

FCS: 5201; CP: 4216



To be Countersigned by the Chairman
of the meeting



Harender Singh Bhatia

Place: Indore

Date: 24th September, 2020

UDIN: F005201B000763519

The following were the witnesses to the unblocking the vote cast through remote E-voting.



Ms. Neha Rajoriya



Ms. Sakshi Rai

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To Receive, Consider, Approve and Adopt:- a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and the Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 together with Report of the Auditors thereon.					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1414943	1414943	100	1414943	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1414943	1414943	100	1414943	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public-Non Institutions	E-Voting	2376757	57709	2.4281	57609	100	99.8267	0.1733
	Poll							
	Postal Ballot (if applicable)							
	Total		2376757	57709	2.4281	57609	100	99.8267
Total		3791700	1472652	38.8388	1472552	100	99.9932	0.0068
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Mr. Kawaljeet Singh Bhatia (DIN: 00401827) who retires by rotation and being eligible, offers himself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1414943	1312843	92.7842	1312843	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1414943	1312843	92.7842	1312843	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	2376757	57709	2.4281	1993	55716	3.4535	96.5465
	Poll							
	Postal Ballot (if applicable)							
	Total		2376757	57709	2.4281	1993	55716	3.4535
Total		3791700	1370552	36.1461	1314836	55716	95.9348	4.0652
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								