

Siddiqui & Associates

Company Secretaries

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FORM No. MGT 13

Report of Scrutinizer on E-Voting and Polling at AGM venue

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

The Chairman,
Aayush Food and Herbs Limited.
CIN: L01122DL1984PLC018307
Regd. Office: G 321 Chirag Delhi
New Delhi 110017

Thirty Second Annual General Meeting of the Company held on Friday, the 30th September, 2016 at Madhuban Hotel, B 71, Greater Kailash I, New Delhi 48 at 10.00 A.M.

Sub: Passing of Resolution(s) through electronic voting and Polling at Venue pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) amendment Rules 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings (SS2) issued by Institute of Companies Secretaries of India,

Dear Sir,

At the outset, I would like to thank you for appointing me as the Scrutinizer for E-Voting and Polling at Venue by your members at the 32nd Annual General Meeting of your Company held on 30th September, 2016 at 10.00 A.M.

I am pleased to submit the Scrutinizers report which is comprehensive and self - explanatory in all respects.

For Siddiqui & Associates
Company Secretaries



Place New Delhi
Date: 30.09.2016

K.O.Siddiqui
FCS 2229; CP 1284

K.O. SIDDIQUI
FCS 2229; CP1284
SIDDIQUI & ASSOCIATES
COMPANY SECRETARIES
D-49, SARITA VIHAR
NEW DELHI - 110 076

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D 49 Sarita Vihar, New Delhi 110 076, India.

SCRUTINIZER'S REPORT

NAME OF THE COMPANY	AAYUSH FOOD AND HERBS LIMITED
MEETING	32 nd ANNUAL GENERAL MEETING
DATE AND TIME	30 th SEPTEMBER, 2016, 10.00 A.M
VENUE	MADHUBAN HOTEL, B 71 GREATER KAILASH I, NEW DELHI 110048

1. Appointment as Scrutinizer

I was appointed as the Scrutinizer for the E-Voting as well as conducting Polling at the venue of the 32nd Annual General Meeting of Aayush Food and Herbs Limited held on 30th September, 2016 at 10.00 A.M at Madhuban Hotel, B 71, Greater Kailash I, New Delhi 110048. The Authorised Representative attended the Annual General Meeting on my behalf to conduct the poll at the aforesaid AGM.

2. Dispatch of Notice convening the Meeting

The Company has informed that on the basis of Register of members and list of beneficial owners made available by the depositories viz., NSDL & CDSL, the Company completed the dispatch of the Notice and Annual report by registered post and through E -mail on 03rd September, 2016.

3. Cut - Off date :

Voting rights were reckoned as on Saturday, 24th September, 2016 being cut-off date for the purpose of deciding the entitlement of members for E-Voting and polling at AGM venue.



4. E-Voting :

E-voting commenced at 10.00 A.M on Tuesday 27th September, 2016 and ended on Thursday 29th September, 2016 at 5.00 P.M

5. Voting at Venue of Annual General Meeting

- a. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
- b. The locked ballot boxes were subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company /Registrar & Share Transfer agents of the Company and the authorizations/proxies lodged with the Company.
- c. 15,10,000 Votes casted on Resolution No. (2) and (4) were found to be Invalid. Accordingly, they were not considered in the voting results.

6. Results :

It was observed that

Four members cast their vote through polling at venue of AGM.

Ten members cast their vote through E-Voting .

The Consolidated Results are enclosed herewith.

Based on the aforesaid results, I report that all the resolutions having secured requisite majority of votes, the respective resolutions may be considered to have been passed.

Place New Delhi
Date: 30.09.2016



For Siddiqui & Associates
Company Secretaries

K.O.Siddiqui
FCS 2229; CP 1284

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SIDDIQUI & ASSOCIATES
COMPANY SECRETARIES
D-49, SARITA VIHAR
NEW DELHI - 110 076

AGENDA WISE DETAILS

RESOLUTION NO 1 REQUIRED : ORDINARY/SPECIAL: ORDINARY : TO ADOPT AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31st MARCH , 2016 TOGETHER WITH THE REPORTS OF BOARD OF DIRECTORS AND AUDITORS THEREON.

WHETHER PROMOTERS/PROMOTERS GROUP ARE INTERESTED IN THE AGENDA /RESOLUTION? - NO

MODE OF VOTING	NUMBER OF SHARES HELD (1)	NO OF VOTES POLLED(2)	% OF VOTES POLLED ON OUTSTANDING SHARES (3)= [2/1*100	NUMBER OF VOTES IN FAVOUR(4)	NUMBER OF VOTES - AGAINST(5)	% OF VOTES IN FAVOUR ON VOTES POLLED (6) = 4/2*100	% OF VOTES IN AGAINST ON VOTES POLLED
E-VOTING	1,513,901	1,510,000	99.74%	1,510,000	0	100.00%	0.00%
POLL		0	0.00%	0	0	0.00%	0.00%
POSTAL BALLOT (IF APPLICABLE)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
TOTAL(a)	1,513,901	1,510,000	99.74%	1,510,000	0	100.00%	0.00%
E-VOTING	0	0	0.00%	0	0	0.00%	0.00%
POLL		0	0.00%	0	0	0.00%	0.00%
POSTAL BALLOT (IF APPLICABLE)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
TOTAL(b)	0	0	0.00	0	0	0.00%	0.00%
E-VOTING	1,731,099	1,000,017	57.77%	1000017	0	100.00%	0.00%
POLL		13,597	0.79%	13,597	0	100.00%	0.00%
POSTAL BALLOT (IF APPLICABLE)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
TOTAL(c)	1,731,099	1,013,614	58.55%	1,013,614	0	100.00%	0.00%
TOTAL (a)+(b)+(c)	3,245,000	2,523,614	77.77%	2,523,614	0	100.00%	0.00%

RESOLUTION NO 2 REQUIRED : ORDINARY/SPECIAL : ORDINARY : REAPPOINTMENT OF MRS. NEENA MITTAL AS DIRECTOR OF THE COMPANY

WHETHER PROMOTERS/PROMOTERS GROUP ARE INTERESTED IN THE AGENDA /RESOLUTION? YES

MODE OF VOTING	NUMBER OF SHARES HELD (1)	NO OF VOTES POLLED(2)	% OF VOTES POLLED ON OUTSTANDING SHARES (3)= [2/1*100	NUMBER OF VOTES IN FAVOUR(4)	NUMBER OF VOTES - AGAINST(5)	% OF VOTES IN FAVOUR ON VOTES POLLED (6) = 4/2*100	% OF VOTES IN AGAINST ON VOTES POLLED (7) =5/2*100
E-VOTING	1,513,901	0	0.00%	0	0	0.00%	0.00%
POLL		0	0.00%	0	0	0.00%	0.00%
POSTAL BALLOT (IF APPLICABLE)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
TOTAL(a)	1,513,901	0	0.00%	0	0	0.00%	0.00%
E-VOTING	0	0	0.00%	0	0	0.00%	0.00%
POLL		0	0.00%	0	0	0.00%	0.00%
POSTAL BALLOT (IF APPLICABLE)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
TOTAL(b)	0	0	0.00	0	0	0.00%	0.00%
E-VOTING	1,731,099	1,000,017	57.77%	1000017	0	100.00%	0.00%
POLL		13,597	0.79%	13,597	0	100.00%	0.00%
POSTAL BALLOT (IF APPLICABLE)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
TOTAL(c)	1,731,099	1,013,614	58.55%	1,013,614	0	100.00%	0.00%
TOTAL (a)+(b)+(c)	3,245,000	1,013,614	31.24%	1,013,614	0	100.00%	0.00%



K.O. SIDDIQUI
FC8 2220; CP1294
SIDDIQUI & ASSOCIATES
COMPANY SECRETARIES
D-49, SARITA VIHAR
NEW DELHI, 110 022

RESOLUTION NO 3 REQUIRED : ORDINARY/SPECIAL : ORDINARY : TO RATIFY APPOINTMET OF M/S SUDHIR AGARWAL & ASSOCIATES AS STATUTORY AUDITOR OF THE COM
WHETHER PROMOTERS/PROMOTERS GROUP ARE INTERESTED IN THE AGENDA /RESOLUTION? NO

MODE OF VOTING	NUMBER OF SHARES HELD (1)	NO OF VOTES POLLED(2)	% OF VOTES POLLED ON OUTSTANDING SHARES (3)= [2/1*100	NUMBER OF VOTES IN FAVOUR(4)	NUMBER OF VOTES - AGAINST(5)	% OF VOTES IN FAVOUR ON VOTES POLLED (6) = 4/2*100	% OF VOTES IN AGAINST ON VOTES POLLED (7) =5/2*100
E-VOTING	1,513,901	1,510,000	99.74%	1,510,000	0	100.00%	0.00%
POLL		0	0.00%	0	0	0.00%	0.00%
POSTAL BALLOT (IF APPLICABLE)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
TOTAL(a)	1,513,901	1,510,000	99.74%	1,510,000	0	100.00%	0.00%
E-VOTING	0	0	0.00%	0	0	0.00%	0.00%
POLL		0	0.00%	0	0	0.00%	0.00%
POSTAL BALLOT (IF APPLICABLE)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
TOTAL(b)	0	0	0.00	0	0	0.00%	0.00%
E-VOTING	1,731,099	1,000,017	57.77%	1000017	0	100.00%	0.00%
POLL		13,597	0.79%	13,597	0	100.00%	0.00%
POSTAL BALLOT (IF APPLICABLE)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
TOTAL(c)	1,731,099	1,013,614	58.55%	1,013,614	0	100.00%	0.00%
TOTAL (a)+(b)+(c)	3,245,000	2,523,614	77.77%	2,523,614	0	100.00%	0.00%

RESOLUTION NO 4 REQUIRED : ORDINARY/SPECIAL : SPECIAL : APPROVAL FOR ENTERING INTO RELATED PARTY TRANSACTIONS BY THE COMPANY UNDER SECTION 188 OF THE COMPANIES ACT, 2013
WHETHER PROMOTERS/PROMOTERS GROUP ARE INTERESTED IN THE AGENDA /RESOLUTION? YES

MODE OF VOTING	NUMBER OF SHARES HELD (1)	NO OF VOTES POLLED(2)	% OF VOTES POLLED ON OUTSTANDING SHARES (3)= [2/1*100	NUMBER OF VOTES IN FAVOUR(4)	NUMBER OF VOTES - AGAINST(5)	% OF VOTES IN FAVOUR ON VOTES POLLED (6) = 4/2*100	% OF VOTES IN AGAINST ON VOTES POLLED (7) =5/2*100
E-VOTING	1,513,901	0	0.00%	0	0	0.00%	0.00%
POLL		0	0.00%	0	0	0.00%	0.00%
POSTAL BALLOT (IF APPLICABLE)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
TOTAL(a)	1,513,901	0	0.00%	0	0	0.00%	0.00%
E-VOTING	0	0	0.00%	0	0	0.00%	0.00%
POLL		0	0.00%	0	0	0.00%	0.00%
POSTAL BALLOT (IF APPLICABLE)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
TOTAL(b)	0	0	0.00	0	0	0.00%	0.00%
E-VOTING	1,731,099	1,000,017	57.77%	1000017	0	100.00%	0.00%
POLL		13,597	0.79%	13,597	0	100.00%	0.00%
POSTAL BALLOT (IF APPLICABLE)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
TOTAL(c)	1,731,099	1,013,614	58.55%	1,013,614	0	100.00%	0.00%
TOTAL (a)+(b)+(c)	3,245,000	1,013,614	31.24%	1,013,614	0	100.00%	0.00%

RESOLUTION NO 5 REQUIRED : ORDINARY/SPECIAL : ORDINARY : APPOINTMENT OF MR. RAJESH GOEL AS INDEPENDENT DIRECTOR
WHETHER PROMOTERS/PROMOTERS GROUP ARE INTERESTED IN THE AGENDA /RESOLUTION? NO



MODE OF VOTING	NUMBER OF SHARES HELD (1)	NO OF VOTES POLLED(2)	% OF VOTES POLLED ON OUTSTANDING SHARES (3)= [2/1*100	NUMBER OF VOTES IN FAVOUR(4)	NUMBER OF VOTES - AGAINST(5)	% OF VOTES IN FAVOUR ON VOTES POLLED (6) = 4/2*100	% OF VOTES IN AGAINST ON VOTES POLLED (7) =5/2*100
E-VOTING	1,513,901	1,510,000	99.74%	1,510,000	0	100.00%	0.00%
POLL		0	0.00%	0	0	0.00%	0.00%
POSTAL BALLOT (IF APPLICABLE)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
TOTAL(a)	1,513,901	1,510,000	99.74%	1,510,000	0	100.00%	0.00%
E-VOTING	0	0	0.00%	0	0	0.00%	0.00%
POLL		0	0.00%	0	0	0.00%	0.00%
POSTAL BALLOT (IF APPLICABLE)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
TOTAL(b)	0	0	0.00	0	0	0.00%	0.00%
E-VOTING	1,731,099	1,000,017	57.77%	1000017	0	100.00%	0.00%
POLL		13,597	0.79%	13,597	0	100.00%	0.00%
POSTAL BALLOT (IF APPLICABLE)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
TOTAL(c)	1,731,099	1,013,614	58.55%	1,013,614	0	100.00%	0.00%
TOTAL (a)+(b)+(c)	3,245,000	2,523,614	77.77%	2,523,614	0	100.00%	0.00%

RESOLUTION NO 6 REQUIRED : ORDINARY/SPECIAL : ORDINARY : APPOINTMENT OF MR. PAWAN KUMAR SINGH AS INDEPENDENT DIRECTOR
 WHETHER PROMOTERS/PROMOTERS GROUP ARE INTERESTED IN THE AGENDA /RESOLUTION? NO

MODE OF VOTING	NUMBER OF SHARES HELD (1)	NO OF VOTES POLLED(2)	% OF VOTES POLLED ON OUTSTANDING SHARES (3)= [2/1*100	NUMBER OF VOTES IN FAVOUR(4)	NUMBER OF VOTES - AGAINST(5)	% OF VOTES IN FAVOUR ON VOTES POLLED (6) = 4/2*100	% OF VOTES IN AGAINST ON VOTES POLLED (7) =5/2*100
E-VOTING	1,513,901	1,510,000	99.74%	1,510,000	0	100.00%	0.00%
POLL		0	0.00%	0	0	0.00%	0.00%
POSTAL BALLOT (IF APPLICABLE)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
TOTAL(a)	1,513,901	1,510,000	99.74%	1,510,000	0	100.00%	0.00%
E-VOTING	0	0	0.00%	0	0	0.00%	0.00%
POLL		0	0.00%	0	0	0.00%	0.00%
POSTAL BALLOT (IF APPLICABLE)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
TOTAL(b)	0	0	0.00	0	0	0.00%	0.00%
E-VOTING	1,731,099	1,000,017	57.77%	1000017	0	100.00%	0.00%
POLL		13,597	0.79%	13,597	0	100.00%	0.00%
POSTAL BALLOT (IF APPLICABLE)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
TOTAL(c)	1,731,099	1,013,614	58.55%	1,013,614	0	100.00%	0.00%
TOTAL (a)+(b)+(c)	3,245,000	2,523,614	77.77%	2,523,614	0	100.00%	0.00%



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