



**Dhiren R. Dave**

B.Com., LL.B., FCS, AICS (U.K.)

**COMPANY SECRETARY**

B-103, International Commerce Centre, Near Kadiwala School, Ring Road, Surat-395 002, (Gujarat) INDIA.

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**Scrutinizer's Report**

*[Pursuant to Section 108, 109 of the Companies Act, 2013 and rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended]*

To,  
The Chairman  
Extra Ordinary General Meeting of the Equity Shareholders of  
**Euro India Fresh Foods Limited**, held on 4<sup>th</sup> Day of November, 2020  
at 10:00 a.m. at Plot No. A-22/1, Ichhapore G.I.D.C.,  
Hazira- Magdalla Road, Surat- 394510, Gujarat, India

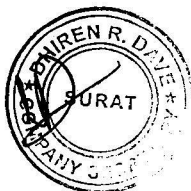
Dear Sir,

I, Dhiren R. Dave, Company Secretary in Whole-Time Practice have been appointed by M/s Euro India Fresh Foods Limited as Scrutinizer for Extra Ordinary General Meeting (EGM) of the Equity Shareholders of Euro India Fresh Foods Limited, held on 4<sup>th</sup> Day of November, 2020 at 10:00 a.m. at Plot No. A-22/1, Ichhapore G.I.D.C., Hazira- Magdalla Road, Surat- 394510, Gujarat, India

1. For the purpose of scrutinizing the E-Voting process in a fair and transparent manner and ascertaining the requisite majority on E-Voting carried out, as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014,
2. For the purpose of Scrutinizing the ballot paper process of Poll, in a fair and transparent manner under the provisions of Section 109 of the Act read with Rule 21 of the Rules, in respect of the resolutions proposed to be passed in the said Extra Ordinary General Meeting as contained in the Notice of EGM dated 12<sup>th</sup> Day of October, 2020 ("The Notice"), as referred to in this report.

I hereby report that:

Date: 06.11.2020



1. The Company has engaged the services of Kfin Technologies Private Limited (Formerly known as Karvy Fintech Private Limited) as the Authorized Agency to provide secured system for E-Voting process.
2. The E-Voting period remained open from 10.00 A.M. (IST) on October 1, 2020 up to 05.00 P. M. (IST) on November 03, 2020.
3. The Advertisement in this regard as per Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 was released in The Indian Express(English Edition) on 13.10.2020 and in Financial Express, Ahmedabad (Gujarati Edition) on 13.10.2020. It is 21 days before the date of Extra Ordinary General Meeting i.e. 04.11.2020.
4. The cut-off date (i.e. the record date) for the purpose of determining the entitlement for E-Vote on the proposed resolutions was October 28, 2020.
5. The votes cast electronically before Extra Ordinary General Meeting were unblocked on 3<sup>rd</sup> Day of November, 2020 at around 6.10 pm after closing of E-voting period and votes were unblocked finally on 4<sup>th</sup> Day of November, 2020, around 03.01 p.m. after the EGM concluded, in the presence of two witnesses, Mrs. Pinal Shukla and Mr. Pratik Jain, who are not in the employment of the Company. They have signed below in confirmation of the E-Votes verified in their presence.
6. On the day of Extra Ordinary General meeting as prescribed in the Act, Chairman suo motto opted to go for polling on each resolution and voting process was done. I as a Scrutinizer remained present at the voting process and voting was conducted in peaceful, free and fair manner.
7. I submit herewith the report on the results of e-voting stating total Votes, not voted/invalid votes, valid votes, votes cast in favour of the Resolutions (No. & %age) and votes cast against the Resolutions (No. & %age). Report attached as **Annexure-A**.

  
**DHIREN R. DAVE**  
C. P. No. 2496  
UDIN: F004889B001170592

  
**PINAL SHUKLA**

  
**PRATIK JAIN**

**Date : 06.11.2020**  
**Place : Surat**

**Encl: As Above**

**Date: 06.11.2020**

**2**

**UDIN: F004889B001170592**

**EURO INDIA FRESH FOODS LIMITED**  
**ANNEXURE - A**

**REPORT ON THE RESULTS OF E-VOTING AND POLL FOR EGM DATED 4TH NOVEMBER, 2020**

**Special Business**

**Resolution No:1 Ordinary Resolution**

Ordinary Resolution for appointment (Regularization) of Mrs. Geeta D. Tejani (DIN: 08897615) as an Independent Director of the Company

Particulars	Remote E-Voting		Voting through polling paper		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members present and voted (in person or by proxy)	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which votes cast	% of votes to total number of valid votes cast
Voted in favour of the resolution	9	855200	9	18253998	18	19109198	100
Voted against the resolution	0	0	0	0	0	0	0
Invalid votes	0	0	0	0	0	0	0

Based on the aforesaid results, I report that an ordinary resolution as contained in item No. 1 of the notice dated October 12, 2020, has been passed with requisite majority.

**Special Business**

**Resolution No:2 Special Resolution**

Special Resolution for approval of Loan, Guarantee, Security in accordance with the provision of Section 185 of the Companies Act, 2013

Particulars	Remote E-Voting		Voting through polling paper		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members present and voted (in person or by proxy)	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which votes cast	% of votes to total number of valid votes cast
Voted in favour of the resolution	9	855200	9	18253998	18	19109198	100.00
Voted against the resolution	0	0	0	0	0	0	0
Invalid votes	0	0	0	0	0	0	0.00

Based on the aforesaid results, I report that an Special resolution as contained in item No.2 of the notice dated October 12, 2020, has been passed with requisite majority.



DHIREN R. DAVE  
C. P. No. 2496

PINAL SHUKLA

PRATIK JAIN

UDIN: F004889B001170592

DATE: 06.11.2020

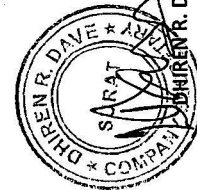
UDIN: F004889B001170592

**Special Business**  
**Resolution No:3 Special Resolution**

Special Resolution for approval of Loan and Investment by the company in accordance with the provision of Section 186 of the Companies Act, 2013

Particulars	Remote E-Voting		Voting through polling paper		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members present and voted (in person or by proxy)	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which votes cast	% of votes to total number of valid votes cast
Voted in favour of the resolution	9	85200	9	18253998	18	19109198	100.00
Voted against the resolution	0	0	0	0	0	0	0
Invalid votes	0	0	0	0	0	0	0.00

Based on the aforesaid results, I report that an Special resolution as contained in item No.3 of the notice dated October 12,2020, has been passed with requisite majority.



SARAT  
 DHIREN R. DAVE  
 C. P. No. 2496

*Pratik Jain*  
 PRATIK JAIN

PRATIK JAIN

UDIN: F004889B001170592

DATE:06.11.2020

UDIN:F004889B001170592