



Tirupati Starch & Chemicals Ltd.

Regd. Office : Shree Ram Chambers, 1st floor, 12 Agrawal Nagar, Main Road, INDORE - 1
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E-mail : tirupati@tirupatistarch.com

Works : Village-sejwaya, Ghata Billod, Dist. Dhar (M.P.) Phones : (07292) 277479, 277280

Dated: 19th August, 2017

To,
The Manager,
Dept. of Corporate Services - CRD
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Rotunda Bldg, Dalal Street,
Mumbai- 400 001

Subject: Scrutinizer report on the Voting of the 31st Annual General Meeting of shareholders Held on 17th day of August at First Floor, "Shreeram Chambers", 12, Agrawal Nagar, Indore - 452 001, M. P.

Ref: Scrip ID: TIRUSTA, Scrip Code: 5245821, ISIN: INE314D01011

Dear Sir/Ma'am,

As per the requirements of the Companies Act, 2013 and SEBI (LODR) Regulations 2015, the Company had provided remote e-voting facility and voting through ballot process to its members on the business transacted at the 31st Annual General Meeting (AGM) of the Company held on 17th August, 2017 commenced at 01:00 P.M. and concluded at 02:05 P.M. at the registered office of the Company situated at First Floor, "Shreeram Chambers", 12, Agrawal Nagar, Indore - 452 001, M. P. Company had appointed Mr. Pratik Tripathi, Practicing Company Secretary as the scrutinizer for the remote e-voting and voting through ballot process at the AGM. As per the Scrutinizer's Report, all resolutions as set out in the Notice of 31st Annual General Meeting have been duly approved by the members with requisite majority.

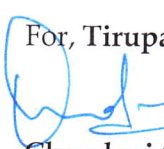
Please find attached the Scrutinizer's Report on voting held through remote e-voting and voting through ballot process at the 31st AGM of the Company.

This is for the information of the Exchange and members thereof.

You are requested to take same on record.

Thanking You,
Yours Faithfully,

For, Tirupati Starch and Chemicals Limited


Chandani Saruparia
(Company Secretary)

Encl:

- Consolidated Scrutinizer's Report.

CONSOLIDATED SCRUTINIZER REPORT

FORM No. MGT-13

Report of Scrutinizer(s)

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

To,

The Chairman,

31st Annual General Meeting of

M/s Tirupati Starch & Chemicals Limited,

Shree Ram Chambers 12 - Agrawal Nagar,

Main Road, Indore MP 452001 IN

Subject: Consolidated Scrutinizer's Report on Remote E-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of Companies (Management and Administration) Amendment Rules, 2015 and voting by Poll conducted at 31st Annual General Meeting:

Dear Sir,

I, **Pratik Tripathi**, Partner of P.S. Tripathi & Associates, Company Secretaries has been appointed as Scrutinizer by the Board of Directors of Tirupati Starch & Chemicals Limited ("Company" or "the Company") vide resolution dated 17th July, 2017 for the purpose of Scrutinizing the Remote E-voting Process and voting by Poll taken on the resolution(s) as contained in the Notice of 31st Annual General Meeting ("AGM" or "the AGM"), at the AGM of the Equity Shareholders of the Company held on Thursday, 17th August, 2017 at 01:00 P.M. at the Registered office of the Company at Shree Ram Chambers 12 - Agrawal Nagar, Main Road, Indore MP 452001 IN, submit our report as under:

The Management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules in relation to E-voting on the resolution(s) contained in the Notice to the 31st Annual General Meeting (AGM) of the members of the Company. My responsibilities as scrutinizer for Remote E-voting process and for voting by Poll at the AGM is restricted to Scrutinizer's Report of the votes cast "in favour" or "Against" the resolutions contained in the Notice to the 31st Annual General Meeting (AGM), based on the reports generated from the E-voting system provided by Central Depository Services (India) Limited and at the time of Poll at AGM.



1. The Company has entered into an arrangement with Central Depository Services Limited ("CDSL") for conducting E-voting by the shareholders of the Company.
2. The Shareholders of the Company holding shares as on the "Cut Off" date of 10th August, 2017 were entitled to vote through e-voting on the proposed resolutions as set out in Notice of AGM of the Company.
3. As prescribed in the Rules, Remote E-voting facility was kept open for three (3) days from 09:00 A.M. (IST) on 14th Day of August, 2017 upto 05:00 P.M. (IST) on 16th Day of August, 2017.
4. As on the cut-off date there were 11,915 (Eleven Thousand Nine Hundred and Fifteen) Shareholders.
5. At the end of Remote E-voting period on 05.00 P.M. (IST) on 16th Day of August, 2017, the E-voting module was disabled for Remote E-voting.
6. After the time fixed for closing of Poll by the Chairman, one Ballot Box kept for Polling were locked in my presence with due identification marks placed by me.
7. The locked Ballot Box was subsequently opened in my presence and two witnesses namely Ms. Lisha Agrawal and Mr. Ankit Dhanotia and Poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations/proxies lodged with the Company.
8. The Poll papers, which were incomplete and/or which were otherwise found defective, if any, have been treated as invalid and kept separately.
9. The Consolidated Report on voting by Remote E-voting and voting by Poll at the meeting is as under:

Resolution No. 1- Ordinary Resolution:

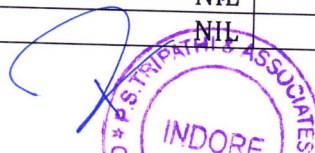
To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2017 and the Reports of the Board and Auditors thereon.

(i) Voted in favour of resolution:

Mode of Voting	Number of Members Voted (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Through voting by poll	40	3268681	100%
Through remote e-voting	-	-	-
Total	40	3268681	100%

(ii) Voted against the resolution:

Mode of Voting	Number of Members Voted (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Through voting by poll	NIL	NIL	NIL
Through remote e-voting	NIL	NIL	NIL
Total	NIL	NIL	NIL



(iii) Invalid Votes

Mode of Voting	Number of Members Voted (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Through voting by poll	NIL	NIL	NIL
Through remote e-voting	NIL	NIL	NIL
Total	NIL	NIL	NIL

Resolution No. 2- Ordinary Resolution:

To appoint a Director in place of Mr. Amit Modi (DIN: 03124351) who retires by rotation and being eligible offers himself for re-appointment.

(i) Voted in favour of resolution:

Mode of Voting	Number of Members Voted (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Through voting by poll	37	2686666	82.19%
Through remote e-voting	-	-	-
Total	37	2686666	82.19%

(ii) Voted against the resolution:

Mode of Voting	Number of Members Voted (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Through voting by poll	NIL	NIL	NIL
Through remote e-voting	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes

Mode of Voting	Number of Members Voted (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Through voting by poll	NIL	NIL	NIL
Through remote e-voting	NIL	NIL	NIL
Total	NIL	NIL	NIL

Note: Mr. Amit Modi, Mrs. Nenna Modi and Mrs. Chanda Modi the Member of the Company having 582015 shares has not participated in voting on aforesaid resolution as he was interested.



Resolution No. 3- Ordinary Resolution:

To appoint a Director in place of Mr. Nikhar Agrawal (DIN: 00982811) who retires by rotation and being eligible offers himself for re-appointment.

(i) Voted in favour of resolution:

Mode of Voting	Number of Members Voted (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Through voting by poll	37	2801343	85.70%
Through remote e-voting	-	-	-
Total	37	2801343	85.70%

(ii) Voted against the resolution:

Mode of Voting	Number of Members Voted (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Through voting by poll	NIL	NIL	NIL
Through remote e-voting	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes

Mode of Voting	Number of Members Voted (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Through voting by poll	NIL	NIL	NIL
Through remote e-voting	NIL	NIL	NIL
Total	NIL	NIL	NIL

Note: Mr. Nikhar Agrawal, Mr. Yogesh Agrawal and Mrs. Kavita Agrawal the Member of the Company having 467338 shares has not participated in voting on aforesaid resolution as he was interested.

Resolution No. 4- Ordinary Resolution:

To ratify appointment of M/s. A. P. G. and Associates as Statutory Auditors of the Company and authority to Board to fix their remuneration.

(i) Voted in favour of resolution:

Mode of Voting	Number of Members Voted (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Through voting by poll	40	3268681	100%
Through remote e-voting	-	-	-
Total	40	3268681	100%



(ii) Voted against the resolution:

Mode of Voting	Number of Members Voted (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Through voting by poll	NIL	NIL	NIL
Through remote e-voting	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes

Mode of Voting	Number of Members Voted (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Through voting by poll	NIL	NIL	NIL
Through remote e-voting	NIL	NIL	NIL
Total	NIL	NIL	NIL

Resolution No. 5- Special Resolution:

Re-appointment of Mr. Ramdas Goyal as Chairman and Managing Director of the Company.

(i) Voted in favour of resolution:

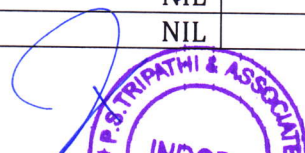
Mode of Voting	Number of Members Voted (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Through voting by poll	36	2686872	82.20%
Through remote e-voting	-	-	-
Total	36	2686872	82.20%

(ii) Voted against the resolution:

Mode of Voting	Number of Members Voted (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Through voting by poll	NIL	NIL	NIL
Through remote e-voting	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes

Mode of Voting	Number of Members Voted (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Through voting by poll	NIL	NIL	NIL
Through remote e-voting	NIL	NIL	NIL
Total	NIL	NIL	NIL



Note: Mr. Ramdas Goyal, Mr. Ramdas Goyal (HUF), Mr. Lokesh Goyal and Mrs. Jatan Goyal, the Members of the Company having totaled 581809 shares has not participated in voting on aforesaid resolution as they were interested.

10. Based on the above voting, all resolutions carried on with requisite majority, accordingly we request the Chairman of the Meeting to announce the results of the meeting.
11. A list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed as "**Annexure -I**".
12. The poll papers and all other relevant records (in original) as per list given below will remain in our safe custody until the Chairman of the meeting considers, approves and signs the minutes of the 31ST Annual General Meeting and the same shall be handed over thereafter to the Chairman of the Meeting.

Thanking you,
Yours Faithfully,



Scrutinizer
Pratik Tripathi

Partner
P.S. Tripathi & Associates
FCS: 5812; CP: 5358

Place: INDORE
Date: 18.08.2017

Encl.:-

1. Attendance Register
2. Poll Papers
3. Annexure -I.

To be Countersigned by the Chairman of 31ST AGM

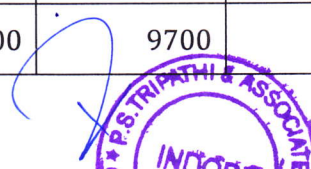


Ramdas Goyal

TIRUPATI STARCH & CHEMICALS LIMITED

List of Members who voted 'FOR' through the Remote E-voting and in the 31ST Annual General Meeting held on 17th August, 2017.

S. No.	Name of Member	No. of Shares	Res. No. 1	Res. No. 2	Res. No. 3	Res. No. 4	Res. No. 5
POLL AT ANNUAL GENERAL MEETING							
1	Ramdas Goyal (HUF)	19700	19700	19700	19700	19700	0
2	Pradeep Kumar Bafna	103850	103850	103850	103850	103850	103850
3	Sushila Bafna	84825	84825	84825	84825	84825	84825
4	Prakash Chand Bafna	107962	107962	107962	107962	107962	107962
5	Sunita Devi Jajodia	247800	247800	247800	247800	247800	247800
6	Yogesh Agrawal	299238	299238	299238	0	299238	299238
7	Radha Sunil Nabar	200	200	200	200	200	200
8	Kavita Agrawal	68925	68925	68925	0	68925	68925
9	Ramesh Goyal	37050	37050	37050	37050	37050	37050
10	Shashikala Mangal	171938	171938	171938	171938	171938	171938
11	Neena Modi	22100	22100	0	22100	22100	22100
12	Ramdas Goyal	75213	75213	75213	75213	75213	0
13	Lokesh Goyal	178250	178250	178250	178250	178250	0
14	Rajesh Mangal	57763	57763	57763	57763	57763	57763
15	Amit Modi	65650	65650	0	65650	65650	65650
16	Chanda Modi	494265	494265	0	494265	494265	494265
17	Krishna Kumar Jajodia	100	100	100	100	100	100
18	Pramila Jajodia	308713	308713	308713	308713	308713	308713
19	Rakhi Bafna	9700	9700	9700	9700	9700	9700



20	Sachin Bafna	47900	47900	47900	47900	47900	47900
21	Manorama Mangal	50075	50075	50075	50075	50075	50075
22	Vidya Mangal	10450	10450	10450	10450	10450	10450
23	Jatan Goyal	308646	308646	308646	308646	308646	0
24	Nikhar Agrawal	99175	99175	99175	0	99175	99175
25	Megha Mangal	1450	1450	1450	1450	1450	1450
26	Shailesh Kumar Goyal	25038	25038	25038	25038	25038	25038
27	Vidhee Bafna	10000	10000	10000	10000	10000	10000
28	Ankit Mangal	27700	27700	27700	27700	27700	27700
29	Rohit Mangal	1350	1350	1350	1350	1350	1350
30	Mrs Usha Indorey	200	200	200	200	200	200
31	Anupama Mangal	58375	58375	58375	58375	58375	58375
32	Soniya Goyal	22500	22500	22500	22500	22500	22500
33	Usha Devi Goyal	34350	34350	34350	34350	34350	34350
34	Prem Lata Garg	1350	1350	1350	1350	1350	1350
35	Shobha Devi Goyal	33900	33900	33900	33900	33900	33900
36	Shashi Devi Goyal	39925	39925	39925	39925	39925	39925
37	Pawan Kumar Goyal	23875	23875	23875	23875	23875	23875
38	Sanndip Goyal	96830	96830	96830	96830	96830	96830
39	Om Prakash Goyal	12225	12225	12225	12225	12225	12225
40	Bina Goyal	10125	10125	10125	10125	10125	10125
TOTAL		3268681	3268681	2686666	2801343	3268681	2686872
Percentage		100%	100%	82.19	85.70%	100%	82.20%
E-VOTING FROM 14.08.2017 TO 16.08.2017							
1.	-	-	-	-	-	-	-
TOTAL		-	-	-	-	-	-
Percentage		-	-	-	-	-	-



**List of Members who voted 'AGAINST' through the Remote E-voting and voting by poll
in the 31st Annual General Meeting held on 17th August, 2017.**

<u>POLL AT ANNUAL GENERAL MEETING</u>
<i>No person has voted AGAINST in the Poll at the Meeting</i>
<u>E-VOTING FROM 14.08.2017 TO 16.08.2017</u>
<i>No person has voted in E-VOTING</i>

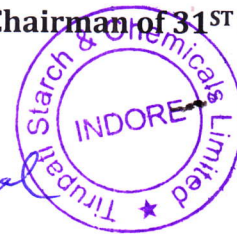

Note: None of the votes found invalid in any resolution at above meeting.

Thanking you,
Yours Faithfully,



Scrutinizer
Pratik Tripathi

To be Countersigned by the Chairman of 31ST AGM



Ramdas Goyal

Partner
P.S. Tripathi & Associates
FCS: 5812; CP: 5358

Place: INDORE
Date: 18.08.2017