

ARIES AGRO LIMITED

Date of the AGM:		26 th September, 2014					
Total number of shareholders on record date:		8,119					
No. of shareholders present in the meeting either in person or through proxy:		51					
Promoters and Promoter Group:		3					
Public:		48					
No. of Shareholders attended the meeting through Video Conferencing:		NIL					
Promoters and Promoter Group:		NIL					
Public:		NIL					
<i>In case of Poll/Postal ballot/E-voting:</i>							
(Agenda-wise)							
Item No. 1							
Details of the Agenda:		Approval of the Audited Balance Sheet as at 31 st March, 2014 and Statement of Profit and Loss for the year ended as on the date together with the Reports of the Board of Directors and Auditors thereon.					
Resolution required:		Ordinary					
Mode of voting:		Poll & eVoting					
Voting Result :		As in the Table below:					
<i>In case of Poll/Postal ballot/E-voting:</i>							
Promoter/Public	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
			$(3)=[(2)/(1)]*100$	(4)		$(6)=[(4)/(2)]*100$	$(7)=[(5)/(2)]*100$
	(1)	(2)			(5)		
Promoter and Promoter Group	6857926	6857926	100.00%	6857926	-	100.00%	-
Public – Institutional holders	950302	941564	99.08%	941564	-	100.00%	-
Public-Others	5196111	34183	0.66%	34183	-	100.00%	-
Total	13004339	7833673	60.24%	7833673		100.00%	
Item No. 2							
Details of the Agenda:		To declare Dividend for the Financial Year ended 31.03.2014.					
Resolution required:		Ordinary					
Mode of voting:		Poll & eVoting					

For ARIES AGRO LIMITED

Dr. Jyotsna Mirchandani
Chairman & Managing Director

For ARIES AGRO LIMITED

KAISER B. ANSARI
COMPANY SECRETARY

Voting Result :				As in the Table below:			
<i>In case of Poll/Postal ballot/E-voting:</i>							
Promoter/Public	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 again on votes polled
			$(3)=[(2)/(1)]*100$	(4)		$(6)=[(4)/(2)]*100$	$(7)=[(5)/(2)]*100$
	(1)	(2)			(5)		
Promoter and Promoter Group	6857926	6857926	100.00%	6857926	-	100.00%	
Public – Institutional holders	950302	941564	99.08%	941564	-	100.00%	
Public-Others	5196111	34183	0.66%	34183	-	100.00%	
Total	13004339	7833673	60.24%	7833673	-	100.00%	

Item No. 3

Details of the Agenda:

To appoint a Director in place of Dr. Rahul Mirchandani who retires by rotation and being eligible offers himself for re-appointment.

Resolution required:

Ordinary

Mode of voting:

Poll & eVoting

Voting Result :

As in the Table below:

In case of Poll/Postal ballot/E-voting:

Promoter/Public	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 again on votes polled
			$(3)=[(2)/(1)]*100$	(4)		$(6)=[(4)/(2)]*100$	$(7)=[(5)/(2)]*100$
	(1)	(2)			(5)		
Promoter and Promoter Group	6857926	6857926	100.00%	6857926	-	100.00%	
Public – Institutional holders	950302	941564	99.08%	941564	-	100.00%	
Public-Others	5196111	34183	0.66%	34067	116	99.66%	0.34%
Total	13004339	7833673	60.24%	7833557	116	99.99%	0.0

For ARIES AGRO LIMITED

Dr. Jimmy Mirchandani
Chairman & Managing Director

For ARIES AGRO LIMITED

KAISER B. ANSARI
COMPANY SECRETARY

Item No. 4								
Details of the Agenda:				To Appoint M/s. Kirti D. Shah & Associates, Charter Accountants, Mumbai, (Membership No. 32371 as Auditors the Company from the conclusion of this Annual General Meeting (AGM) till the conclusion of the Forty Seventh AG at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.				
Resolution required:				Ordinary				
Mode of voting:				Poll & eVoting				
Voting Result :				As in the Table below:				
<i>In case of Poll/Postal ballot/E-voting:</i>								
Promoter/Public	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	
			$(3)=[(2)/(1)]*100$	(4)		$(6)=[(4)/(2)]*100$	$(7)=[(5)/(2)]*100$	
	(1)	(2)			(5)			
Promoter and Promoter Group	6857926	6857926	100.00%	6857926	-	100.00%		
Public – Institutional holders	950302	941564	99.08%	-	941564	-	100.00%	
Public-Others	5196111	34183	0.66%	34133	50	99.85%	0.15%	
Total	13004339	7833673	60.24%	6892059	941614	87.98%	12.02%	

Item No. 5								
Details of the Agenda:				To appoint Mrs. Nitya Mirchandani (DIN: 06882384), who was appointed by the Board of Directors as an Additional Director with effect from 30th May, 2014, as a Director of the Company whose office shall be liable to retirement by rotation.				
Resolution required:				Ordinary				
Mode of voting:				Poll & eVoting				
Voting Result :				As in the Table below:				
<i>In case of Poll/Postal ballot/E-voting:</i>								
Promoter/Public	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	

For ARIES AGRO LIMITED

Dr. Jimmy Mirchandani
Chairman & Managing Director

For ARIES AGRO LIMITED

KAISER P. ANSARI
COMPANY SECRETARY

			(3)=[(2)/(1)]*100	(4)		(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	(1)	(2)		(5)			
Promoter and Promoter Group	6857926	6857926	100.00%	6857926	-	100.00%	
Public – Institutional holders	950302	941564	99.08%	941564	-	100.00%	
Public-Others	5196111	34183	0.66%	34017	166	99.51%	0.49%
Total	13004339	7833673	60.24%	7833507	166	99.99%	0.01%

Item No. 6

Details of the Agenda:

To appoint Prof. R. S. S. Mani (DIN 00527270), a Non-Executive Director of the Company as an Independent Director of the Company to hold office for five consecutive years for a term up to 25th September, 2019.

Resolution required:

Ordinary

Mode of voting:

Poll & eVoting

Voting Result :

As in the Table below:

In case of Poll/Postal ballot/E-voting:

Promoter/Public	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	6857926	6857926	100.00%	6857926	-	100.00%	
Public – Institutional holders	950302	941564	99.08%	-	941564	-	100.00%
Public-Others	5196111	34183	0.66%	34017	166	99.51%	0.49%
Total	13004339	7833673	60.24%	6891943	941730	87.98%	12.02%

Item No. 7

Details of the Agenda:

To appoint Mr. Chakradhar Bharat Chhaya (DIN 00968966), Non-Executive Director of the Company as an Independent Director of the Company to hold office for five consecutive years for a term up to 25th September, 2019.

Resolution required:

Ordinary

For ARIES AGRO LIMITED

Dr. Jimmy Mirchandani
Chairman & Managing Director

For ARIES AGRO LIMITED

KAISER P. ANSARI
COMPANY SECRETARY

Mode of voting:				Poll & eVoting			
Voting Result :				As in the Table below:			
<i>In case of Poll/Postal ballot/E-voting:</i>							
Promoter/Public	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
			(3)=[(2)/(1)]*100	(4)		(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	(1)	(2)			(5)		
Promoter and Promoter Group	6857926	6857926	100.00%	6857926	-	100.00%	
Public – Institutional holders	950302	941564	99.08%	941564	-	100.00%	
Public-Others	5196111	34183	0.66%	34067	116	99.67%	0.33%
Total	13004339	7833673	60.24%	7833557	116	99.99%	0.01%
Item No. 8							
Details of the Agenda:				To appoint Mr. Bhumitra Vinodchandra Dholakia (DIN 01871816), a Non-Executive Director of the Company as an Independent Director of the Company to hold office for five consecutive years for a term up to 25th September, 2019.			
Resolution required:				Ordinary			
Mode of voting:				Poll & eVoting			
Voting Result :				As in the Table below:			
<i>In case of Poll/Postal ballot/E-voting:</i>							
Promoter/Public	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
			(3)=[(2)/(1)]*100	(4)		(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	(1)	(2)			(5)		
Promoter and Promoter Group	6857926	6857926	100.00%	6857926	-	100.00%	
Public – Institutional holders	950302	941564	99.08%	941564	-	100.00%	
Public-Others	5196111	34183	0.66%	34067	116	99.67%	0.33%

For ARIES AGRO LIMITED

Dr. Jenny Murchandani
Chairman & Managing Director

For ARIES AGRO LIMITED

KAISER R. ANSARI
COMPANY SECRETARY

Total	13004339	7833673	60.24%	7833557	116	99.99%	0.01%
Item No. 9							
Details of the Agenda:				To approve the payment of remuneration of Rs. 1,85,000/- p. plus Service Tax and reimbursement of Out of Pock Expenses at actual to M/S R. Nanabhoy & Co., Cost Auditor for the financial year ending March 31, 2015.			
Resolution required:				Ordinary			
Mode of voting:				Poll & eVoting			
Voting Result :				As in the Table below:			
<i>In case of Poll/Postal ballot/E-voting:</i>							
Promoter/Public	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 again on votes polled
			$(3)=[(2)/(1)]*100$	(4)		$(6)=[(4)/(2)]*100$	$(7)=[(5)/(2)]*100$
	(1)	(2)			(5)		
Promoter and Promoter Group	6857926	6857926	100.00%	6857926	-	100.00%	
Public – Institutional holders	950302	941564	99.08%	941564	-	100.00%	
Public-Others	5196111	34183	0.66%	34183	-	100.00%	
Total	13004339	7833673	60.24%	7833673		100.00%	
Item No. 10							
Details of the Agenda:				To authorize the Board of Directors to borrow the sum of R. 500/- crores in excess of the paid up capital and free reserves in pursuance of Section 180(1)(c) of the Companies Act, 2013.			
Resolution required:				Special			
Mode of voting:				Poll & eVoting			
Voting Result :				As in the Table below:			
<i>In case of Poll/Postal ballot/E-voting:</i>							
Promoter/Public	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 again on votes polled
			$(3)=[(2)/(1)]*100$	(4)		$(6)=[(4)/(2)]*100$	$(7)=[(5)/(2)]*100$

For ARIES AGRO LIMITED

Dr. Jimmy Morehandani
Chairman & Managing Director

For ARIES AGRO LIMITED

KAISER P. KASARI
COMPANY SECRETARY

	(1)	(2)			(5)		
Promoter and Promoter Group	6857926	6857926	100.00%	6857926	-	100.00%	
Public – Institutional holders	950302	941564	99.08%	-	941564	-	100.00%
Public-Others	5196111	34183	0.66%	34183	-	100.00%	
Total	13004339	7833673	60.24%	6892109	941564	87.98%	12.02%

Item No. 11

Details of the Agenda:

To authorize the Board of Directors to create mortgage charge on all moveable and/or immovable assets of the Company in favour of the lenders for securing the borrowings of the Company up to the amount an aggregate limit of R 500.00 Crores (Rupees Five Hundred Crores Only). (Section 180(1)(a) of the Companies Act, 2013.)

Resolution required:

Special

Mode of voting:

Poll & eVoting

Voting Result :

As in the Table below:

In case of Poll/Postal ballot/E-voting:

Promoter/Public	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 again on votes polled
			(3)=[(2)/(1)]*100	(4)		(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	(1)	(2)			(5)		
Promoter and Promoter Group	6857926	6857926	100.00%	6857926	-	100.00%	
Public – Institutional holders	950302	941564	99.08%	941564	-	100.00%	
Public-Others	5196111	34183	0.66%	34183	-	100.00%	
Total	13004339	7833673	60.24%	7833673		100.00%	

For ARIES AGRO LIMITED

Dr. Jimmy Mirchandani
Chairman & Managing Director



For ARIES AGRO LIMITED

Kaiser P. Ansari
Company Secretary & Compliance Officer



A. SEKAR
B.COM, FCMA, ACS, LLB (GEN)
COMPANY SECRETARY

B 305, Sai Jyote,
Lalubhai Park West,
VILE PARLE WEST, MUMBAI 400 056
HELLO : 26716211
EMAIL : a.sekar.cs@gmail.com

SCRUTINIZER'S REPORT

*[Pursuant to Section 108 of the Companies Act, 2013 and rule 20(3)(xi) of the Companies
(Management and Administration) Rules, 2014*

To
The Chairman
Aries Agro Limited
Aries House,
Plot No. 24, Deonar,
Govandi (East),
Mumbai 400 043

Sir

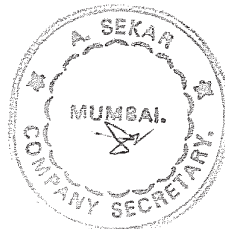
I, A Sekar, Practising Company Secretary, was appointed as Scrutinizer for the Forty Fourth Annual General Meeting of the Equity Shareholders of "ARIES AGRO LIMITED" to be held on Friday, the 26th September, 2014 at The Chembur Gymkhana, 16th Road, Chembur, Mumbai 400 071 for the purpose of scrutinizing 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 sub-rule (xi) of Rule 20 of the Companies (Management and Administration) Rules, 2014 on the resolution referred to in this report.

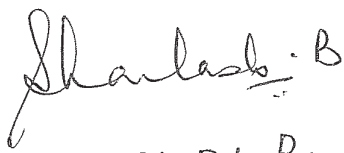
I submit my report as under :-

1. The E-voting period remained open from 10.00 A.M. on Saturday, 20th September, 2014 up to 6.00 P.M. on Monday, 22nd September, 2014.
2. The shareholders holding equity shares as on the "cut off" date ie. 12th September, 2014 were entitled to vote on the proposed 11 (Eleven) resolutions as mentioned in the notice of the said Forty Fourth Annual General Meeting of "Aries Agro Limited".
3. The votes were unblocked on Tuesday, 23rd September, 2014 around 8.00 A.M. in the presence of two witnesses, namely Mr R Bhaskar residing at D -24 Ajanta, Anushakti Nagar, Mumbai - 400 094 and Mrs Shailashri Bhaskar, residing at D 24, Ajanta Anushakti Nagar, Mumbai - 400 094, who are not in employment of the company.

They have signed below in confirmation of the votes being unblocked in their presence.


(R. BHASKAR)




(SHAILASHRI BHASKAR)

4. Thereafter, the details containing, inter-alia, the list of equity shareholder, who vote “For” and “Against” were downloaded from the E-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com/>).
5. The result of the e-voting is as under :-

Resolution No. 1 - To consider and adopt Audited Financial Statement, Report of Board of Directors and Auditors – Ordinary Resolution

- (i) Voted in favour of Resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
40	6891267	52.99

- (ii) Voted against the resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
0	0	0

- (iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
None	NA

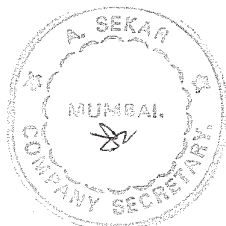
Resolution No. 2 – Declaration of Dividend for the Financial Year ended 31st March, 2014 – Ordinary Resolution

- (i) Voted in favour of Resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
40	6891267	52.99

- (ii) Voted against the resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
0	0	0



(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
None	NA

Resolution No. 3 - Appointment of a Director in place of Dr. Rahul Mirchandani, who retires by rotation and being eligible offers himself for re-appointment – Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
39	6891151	52.99

(ii) Voted against the resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
1	116	0.00

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
None	NA

Resolution No. 4 – Re-appointment of M/s. Kirti D. Shah & Associates, Chartered Accountants as Auditors till conclusion of forty seventh AGM subject to ratification of their appointment at every AGM – Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
39	6891217	52.99



(ii) Voted against the resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
1	50	0.00

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
None	NA

Resolution No. 5 – Appointment of Mrs. Nitya Mirchandani as a Director of the company liable to retire by rotation – Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
38	6891101	52.99

(ii) Voted against the resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
2	166	0.00

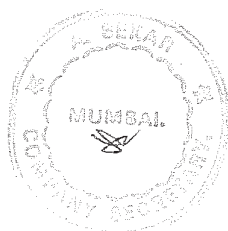
(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
None	NA

Resolution No. 6 – Appointment of Prof R S S Mani as an Independent Director for a term of five years – Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
38	6891101	52.99



(ii) Voted against the resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
2	166	0.00

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
None	NA

Resolution No. 7 – Appointment of Mr. Chakradhar Bharat Chhaya as an Independent Director for a term of five years – Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
39	6891151	52.99

(ii) Voted against the resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
1	116	0.00

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
None	NA

Resolution No. 8 - Appointment of Mr. Bhumika Vinodchandra Dholakia as an Independent Director for a term of five years – Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
39	6891151	52.99



(ii) Voted against the resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
1	116	0.00

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
None	NA

Resolution No. 9 – Approval of Remuneration of Cost Auditor – Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
40	6891267	52.99

(ii) Voted against the resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
0	0	0

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
None	NA

Resolution No. 10 – Authorisation for Borrowing Money under Section 180(1)(c) of the Companies Act, 2013 – Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
40	6891267	52.99



(ii) Voted against the resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
0	0	0

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
None	NA

Resolution No. 11 – Authorisation for Creation of Charges on the assets of the Company under Section 180(1)(a) of the Companies Act, 2013 – Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
40	6891267	52.99

(ii) Voted against the resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
0	0	0

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
None	NA

6. The details of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.



7. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the Forty Fourth Annual General Meeting and thereafter the same will be handed over to the Company.

Thanking You

Yours faithfully



A. Sekar
Company Secretary
ACS 8649 CP 2450

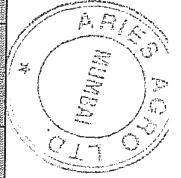


Place : Mumbai

Dated : 23rd September, 2014

Calculation Sheet of e-Voting in respect of Resolutions passed at the AGM of Aries Agro Limited

S. No	Name of Shareholder	Folio No/DP ID/Client ID	No. of Shares	Favour/Against	Resolution No.1	Resolution No.2	Resolution No.3	Resolution No.4	Resolution No.5	Resolution No.6	Resolution No.7	Resolution No.8	Resolution No.9	Resolution No.10	Resolution No.11
1	PALANIMURUGAN MAYAKRISHNAN .	1202570000115431	16	Favour	16	16	16	16	16	16	16	16	16	16	16
2	AARTI MAHESH MAKHHA	1206690000005779	176	Against	176	176	176	176	176	176	176	176	176	176	176
3	LALIT DUGAR	1601480000011954	500	Favour	500	500	500	500	500	500	500	500	500	500	500
4	MAHESH BHAGWAN MAKHHA	IN30015910942492	25	Against	25	25	25	25	25	25	25	25	25	25	25
5	AMIT KUMAR SINGLA	IN30021415813992	116	Favour	116	116	0	116	116	116	116	116	116	116	116
6	SUNDARI RAMAMURTHY	IN30047640667647	10627	Against	10627	10627	10627	10627	10627	10627	10627	10627	10627	10627	10627
7	MYLAVARAPU KOTI KIRAN	IN30102220292839	50	Favour	50	50	50	50	50	50	50	50	50	50	50
8	EASWAR MOORTHY NARAYAN	IN30115122934386	500	Against	500	500	500	500	500	500	500	500	500	500	500
9	RASHMI RAMAMURTHY	IN30115127683619	7000	Favour	7000	7000	7000	7000	7000	7000	7000	7000	7000	7000	7000
10	QAISER PARVEZ ANSARI	IN30154931790071	5	Against	5	5	5	5	5	5	5	5	5	5	5
11	ANAND MOORTHY	IN30154939003282	200	Favour	200	200	200	200	200	200	200	200	200	200	200
12	TRIVIKRAM S SHENOY	IN30260310113233	60	Against	60	60	60	60	60	60	60	60	60	60	60
13	ARCHANA MIRCHANDANI	IN30335810007662	9930	Favour	9930	9930	9930	9930	9930	9930	9930	9930	9930	9930	9930
14	LALITA SANZGIRI	239	125	Against	125	125	125	125	125	125	125	125	125	125	125
15	MAKARAND RAMESH SUBANDH	279	625	Favour	625	625	625	625	625	625	625	625	625	625	625
16	BHAGWAN PRASAD R.PANDEY	48	1500	Against	1500	1500	1500	1500	1500	1500	1500	1500	1500	1500	1500
17	BEENA RAMAKRISHNAN	79	200	Favour	200	200	200	200	200	200	200	200	200	200	200
18	MAKARAND RAMESH SUBANDH	800038	125	Against	125	125	125	125	125	125	125	125	125	125	125



A. SEKAR

B.COM, FCMA, ACS, LLB (GEN)
COMPANY SECRETARY

B 305, Sai Jyote,
Lalubhai Park West,
VILE PARLE WEST, MUMBAI 400 056
HELLO : 26716211
EMAIL : a.sekar.cs@gmail.com

SCRUTINIZER'S REPORT

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

To
The Chairman
Forty Fourth Annual General Meeting of the Equity Shareholders of
Aries Agro Limited held at
Chembur Gymkhana, 16th Road, Chembur, Mumbai 400 071.

Sir

I, A Sekar, Practising Company Secretary, appointed as Scrutinizer for the purpose of poll taken the below mentioned resolutions proposed at the Forty Fourth Annual General Meeting of the Equity Shareholders of "ARIES AGRO LIMITED" held on Friday, the 26th September, 2014 at Chembur Gymkhana, 16th Road, Chembur, Mumbai 400 071 at 10.00 A.M. submit my report as under :-

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was blocked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company namely Aarthi Consultants Private Limited and the authorizations/ proxies lodged with the company.
3. The poll papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the poll is as under :-

Resolution No. 1 - To consider and adopt Audited Financial Statement, Report of Board of Directors and Auditors – Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members voted through poll	Number of votes cast by them	% of Total Number of valid votes cast
21	942406	100%



(ii) Voted against the resolution

Number of Members voted through poll	Number of votes cast by them	% of Total Number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Resolution No. 2 – Declaration of Dividend for the Financial Year ended 31st March, 2014 – Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members voted through poll	Number of votes cast by them	% of Total Number of valid votes cast
21	942406	100%

(ii) Voted against the resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
Nil	Nil	Nil

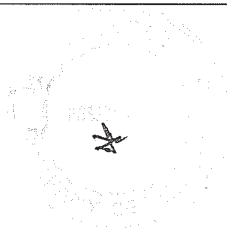
(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Resolution No. 3 - Appointment of a Director in place of Dr. Rahul Mirchandani, who retires by rotation and being eligible offers himself for re-appointment – Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members voted through poll	Number of votes cast by them	% of Total Number of valid votes cast
21	942406	100%



(ii) Voted against the resolution

Number of Members voted through poll	Number of votes cast by them	% of Total Number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Resolution No. 4 – Re-appointment of M/s. Kirti D. Shah & Associates, Chartered Accountants as Auditors till conclusion of forty seventh AGM subject to ratification of their appointment at every AGM – Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members voted through poll	Number of votes cast by them	% of Total Number of valid votes cast
20	842	0.09%

(ii) Voted against the resolution

Number of Members voted through poll	Number of votes cast by them	% of Total Number of valid votes cast
1	941564	99.91%

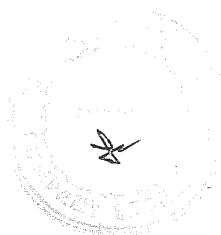
(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Resolution No. 5 – Appointment of Mrs. Nitya Mirchandani as a Director of the company liable to retire by rotation – Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members voted through poll	Number of votes cast by them	% of Total Number of valid votes cast
21	942406	100%



(ii) Voted against the resolution

Number of Members voted through poll	Number of votes cast by them	% of Total Number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Resolution No. 6 – Appointment of Prof R S S Mani as an Independent Director for a term of five years – Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members voted through poll	Number of votes cast by them	% of Total Number of valid votes cast
20	842	0.09%

(ii) Voted against the resolution

Number of Members voted through poll	Number of votes cast by them	% of Total Number of valid votes cast
1	941564	99.91%

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Resolution No. 7 – Appointment of Mr. Chakradhar Bharat Chhaya as an Independent Director for a term of five years – Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members voted through poll	Number of votes cast by them	% of Total Number of valid votes cast
21	942406	100%



(ii) Voted against the resolution

Number of Members voted through poll	Number of votes cast by them	% of Total Number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Resolution No. 8 - Appointment of Mr. Bhumika Vinodchandra Dholakia as an Independent Director for a term of five years – Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members voted through poll	Number of votes cast by them	% of Total Number of valid votes cast
21	942406	100%

(ii) Voted against the resolution

Number of Members voted through poll	Number of votes cast by them	% of Total Number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Resolution No. 9 – Approval of Remuneration of Cost Auditor – Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members voted through poll	Number of votes cast by them	% of Total Number of valid votes cast
21	942406	100%



(ii) Voted against the resolution

Number of Members voted through poll	Number of votes cast by them	% of Total Number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Resolution No. 10 – Authorisation for Borrowing Money under Section 180(1)(c) of the Companies Act, 2013 – Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members voted through poll	Number of votes cast by them	% of Total Number of valid votes cast
20	842	0.09%

(ii) Voted against the resolution

Number of Members voted through poll	Number of votes cast by them	% of Total Number of valid votes cast
1	941564	99.91%

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Resolution No. 11 – Authorisation for Creation of Charges on the assets of the Company under Section 180(1)(a) of the Companies Act, 2013 – Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members voted through poll	Number of votes cast by them	% of Total Number of valid votes cast
21	942406	100%

(ii) Voted against the resolution

Number of Members voted through poll	Number of votes cast by them	% of Total Number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

5. A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safekeeping.

Thanking You

Yours faithfully



A. Sekar
Company Secretary
ACS 8649 CP 2450



Place : Mumbai

Dated : 26th September, 2014

Calculation Sheet of voting by Poll in respect of Resolutions passed at the AGM of Arjes Agro Limited

S. No	Name of Shareholder	Folio No./DP ID/Client ID	No. of Shares	Favour/Against	Resolution No.1	Resolution No.2	Resolution No.3	Resolution No.4	Resolution No.5	Resolution No.6	Resolution No.7	Resolution No.8	Resolution No.9	Resolution No.10	Resolution No.11
1	Shubhall Santoshi Tambharkar	S00202/800081	5	Favour	5	5	5	5	5	5	5	5	5	5	5
2	Prakash V Vazirani	IN 300757/10880358	10	Favour	10	10	10	10	10	10	10	10	10	10	10
3	Shubha S Shet	S00199/800064	5	Favour	5	5	5	5	5	5	5	5	5	5	5
4	Pandurang Sadafule	P00014/314	125	Favour	125	125	125	125	125	125	125	125	125	125	125
5	Gorasing R Nepali	G000018/134	125	Favour	125	125	125	125	125	125	125	125	125	125	125
6	Nalini P Sallan	N00054/800082	5	Favour	5	5	5	5	5	5	5	5	5	5	5
7	Mahesh Anant Shinal	M00091/800070	5	Favour	5	5	5	5	5	5	5	5	5	5	5
8	Janaki Raman	J00052/800074	5	Favour	5	5	5	5	5	5	5	5	5	5	5
9	V Narayanan Kutty	N00009/285	125	Favour	125	125	125	125	125	125	125	125	125	125	125
10	Sudhakar Yeradkar	S00200/800077	5	Favour	5	5	5	5	5	5	5	5	5	5	5
11	Vasantha D Kharkar	V00012/510	125	Favour	125	125	125	125	125	125	125	125	125	125	125
12	Rukmini Balakrishnan	R00114/800078	5	Favour	5	5	5	5	5	5	5	5	5	5	5
13	Laxman Shinde	L00004/240	125	Favour	125	125	125	125	125	125	125	125	125	125	125
14	SBI Magnum Comma Fund	IN303786/10001146	941564	Against	941564	941564	941564	941564	941564	941564	941564	941564	941564	941564	941564
15	Rashmi Arvind Pednekar	R00113/800073	5	Favour	5	5	5	5	5	5	5	5	5	5	5
16	Omkar Rajesh Khot	O00003/800075	5	Favour	5	5	5	5	5	5	5	5	5	5	5
17	Rajaram B Wadkar	R00006/351	125	Favour	125	125	125	125	125	125	125	125	125	125	125
18	Yash Kamlesh Dedhia	120552000064171	22	Favour	22	22	22	22	22	22	22	22	22	22	22
19	Karishma Puri	K00077/800059	5	Favour	5	5	5	5	5	5	5	5	5	5	5
20	Rajesh Kashinath Khirari	K00078/800065	5	Favour	5	5	5	5	5	5	5	5	5	5	5
21	Shankar Ganesh	S00103/80023	5	Favour	5	5	5	5	5	5	5	5	5	5	5
Total No. of Votes in Favour					942406	942406	942406	842	942406	842	942406	942406	942406	842	942406
Total No. of Votes in Against					0	0	0	941564	0	941564	0	0	0	941564	0

For ARJES AGRO LIMITED

Signature of Scrutinizer

Signature of Chairman/Director
Dr. Arjun Mirchandani
Chairman/Director

