



## SAMPRE NUTRITIONS LIMITED

01.10.2015

To  
The Department of Corporate Services,  
BSE Limited  
P J Towers, Dalal Street,  
Mumbai – 400 001

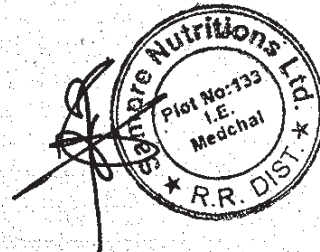
Dear Sirs',

**Sub:** Declaration of Result of Remote E-Voting / Ballot Forms Voting– Reg.

**Ref:** 24<sup>th</sup> Annual General Meeting – 29<sup>th</sup> September, 2015 (Script code – 530617)

In terms of Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement, Company has provided remote e-voting facility to the Members through e-voting platform provided by Karvy Computershare Private Limited for all the resolutions proposed at 24<sup>th</sup> AGM of the Company. Members voted through remote e-voting from 26<sup>th</sup> September, 2015 till 28<sup>th</sup> September, 2015, being the last date fixed for e-voting. Further on 29<sup>th</sup> September, 2015, the day of the 24<sup>th</sup> AGM, physical Ballot forms were distributed to the Members present in person or by proxy to enable those Members to vote who did not vote through remote e-voting. The Board had appointed Mr. Vasanth Kumar Bajaj, Practicing Company Secretary as Scrutinizer to scrutinize the votes cast through remote e-voting and voting at AGM. Scrutinizer prepared the Consolidated Scrutinizer's Report for remote e-voting and voting at AGM on 01<sup>st</sup> October, 2015, i.e. within 3 days from the conclusion of the Annual General Meeting i.e., 29<sup>th</sup> September, 2015 in terms of the said Rule 20.

Based on the Consolidated Scrutinizer's Report, We hereby declare that all the 04 (Four) resolutions contained in **SAMPRE NUTRITIONS LIMITED's** 24<sup>th</sup> AGM Notice dated 08<sup>th</sup> August, 2015 have been passed on the date of AGM i.e. 29<sup>th</sup> September, 2015 as per the details given below:



CIN: L15499TG1991PLC013515

Registered Office: Plot No. 133, Industrial Estate, Medchal – 501 401

Phone: 91-8418-222427/28 Fax: 222429. E-mail: aurbani@aurbanigroup.in



# SAMPRE NUTRITIONS LIMITED

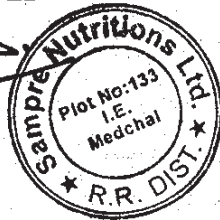
Item No. of the Notice	Type of Resolution (Ordinary / Special)	Particulars of the Business	Votes in favour of Resolution		Votes against the Resolution	
			No.'s	%	No.'s	%
<b>Item No. 1</b> Adoption of Financial Statements and the Report of the Directors' & Auditors' for the year ended 31 <sup>st</sup> March, 2015	Ordinary	E-Voting	300	0.01	--	--
		Poll	2432443	99.99	--	--
		<b>Total</b>	<b>2432743</b>	<b>100.00</b>	--	--
<b>Item No. 2</b> Re-appointment of Mrs. Meera Gurbani (DIN: 00318319), Director of the Company who retires by rotation	Ordinary	E-Voting	300	13.76	--	--
		Poll	1880	86.24	--	--
		<b>Total</b>	<b>2180</b>	<b>100.00</b>	--	--
<b>Item No. 3</b> Ratification of Appointment of M/s. RRK & Associates, Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration	Ordinary	E-Voting	300	0.01	--	--
		Poll	2432443	99.99	--	--
		<b>Total</b>	<b>2432743</b>	<b>100.00</b>	--	--
<b>Item No. 4</b> Adoption of New Articles of Association of the Company.	Special	E-Voting	300	0.01	--	--
		Poll	2432443	99.99	--	--
		<b>Total</b>	<b>2432743</b>	<b>100.00</b>	--	--

This is for your information and records.

Thanking you.

Yours truly,  
For **SAMPRE NUTRITIONS LIMITED**

**B K GURBANI**  
Chairman and Managing Director



CIN: L15499TG1991PLC013515

Registered Office: Plot No. 133, Industrial Estate, Medchal – 501 401

Phone: 91-8418-222427/28 Fax: 222429. E-mail: aurbani@aurbaniaroup.in



**Consolidated Report of Scrutinizer**

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

To  
The Chairman  
**SAMPRE NUTRITIONS LIMITED**  
Plot No. 133, Industrial Estate,  
Medchal – 501 401

Dear Sir,

1. I, Vasanth Kumar Bajaj, Company Secretary in Practice, have been appointed by the Board of Directors of **SAMPRE NUTRITIONS LIMITED** (The Company) as a Scrutinizer for the purpose of Scrutinizing the remote e-voting/e-voting process for ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013, read with Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement on the resolutions contained in the notice (hereinafter referred to as "the resolutions") of the 24<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company, held on **Tuesday, 29<sup>th</sup> September, 2015** at 11.00 A.M at Lions Club Conference Hall, LIC Building, 3<sup>rd</sup> Floor, Paradise Circle, Secunderabad – 500 003.
2. The notice dated 08<sup>th</sup> August, 2015 convening the 24<sup>th</sup> Annual General Meeting (AGM) of the Company along with statement setting out material facts under section 102 of the Companies Act, 2013 was sent to the shareholders in respect of the below mentioned resolutions to be passed at the said AGM of the Company held on 29<sup>th</sup> September, 2015.
3. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the notice to the 24<sup>th</sup> Annual General Meeting (AGM) of the members of the Company, my responsibility is to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on reports generated from the e-voting system provided by Karvy Computershare Private Limited, the authorised agency to provide remote e-voting facilities, engaged by the Company and also physical voting option provided to the



shareholders present at this Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.

4. Further to the above, I submit my report as under:


- i. The e-voting period remained open from Saturday, 26<sup>th</sup> September, 2015 (9:00 A. M.) to Monday, 28<sup>th</sup> September, 2015 (5:00 P. M.).
- ii. The members of the Company as on the "cut-off" date i.e., Saturday, 19<sup>th</sup> September, 2015 were entitled to vote on the resolutions as set out in the notice of the 24<sup>th</sup> Annual General Meeting (AGM) of the Company.
- iii. The votes cast under remote e-voting facility were thereafter unblocked in the presence of 2 witnesses, Ms. Pooja Kabra and Ms. Sushma BH who are not in the employment of the Company after completion of counting of votes cast at Annual General Meeting.
- iv. Thereafter the details containing *inter alia*, list of equity shareholders, who voted "for", and "against" on each of the resolutions that were put to vote, were generated from the e-voting website of Karvy Computershare Private Limited ("Karvy") i.e., <https://evoting.karvy.com/>.
- v. The result of the voting is enclosed as **Annexure – A.**

Thanking you

Yours truly,

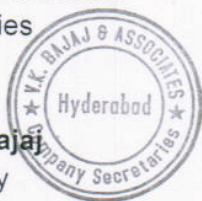
For **V K Bajaj & Associates**

Company Secretaries

  
**Vasanth Kumar Bajaj**

Company Secretary

CP No. 5827



Date: 01.10.2015

Place: Hyderabad

**RESULTS OF REMOTE E-VOTING & VOTING AT AGM:****Resolution No. 1 of the Notice:**

Ordinary Resolution for Adoption of Financial Statements and the Report of the Directors' & Auditors' for the year ended 31<sup>st</sup> March, 2015.

i) Votes cast in favour of the resolution:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	02	300	0.01
Voting at AGM	19	2432443	99.99
<b>Total No. of Votes Cast</b>	<b>21</b>	<b>2432743</b>	<b>100.00</b>

ii) Votes cast against the resolution:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	--	--	--
Voting at AGM	--	--	--
<b>Total No. of Votes Cast</b>	<b>--</b>	<b>--</b>	<b>--</b>

iii) Invalid Votes:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	--	--	--
Voting at AGM	--	--	--
<b>Total No. of Votes Cast</b>	<b>--</b>	<b>--</b>	<b>--</b>

**Resolution No. 2 of the Notice:**

Ordinary Resolution for Re-appointment of Mrs. Meera Gurbani (DIN: 00318319), Director of the Company who retires by rotation:

i) Votes cast in favour of the resolution:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	02	300	13.76
Voting at AGM	14	1880	86.24
<b>Total No. of Votes Cast</b>	<b>16</b>	<b>2180</b>	<b>100.00</b>



ii) Votes cast **against** the resolution:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	--	--	--
Voting at AGM	--	--	--
<b>Total No. of Votes Cast</b>	--	--	--

iii) Invalid Votes:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	--	--	--
Voting at AGM	--	--	--
<b>Total No. of Votes Cast</b>	--	--	--

**Resolution No. 3 of the Notice:**

**Ordinary Resolution for Ratification of Appointment Auditors of the Company:**

i) Votes cast in **favour** of the resolution:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	02	300	0.01
Voting at AGM	19	2432443	99.99
<b>Total No. of Votes Cast</b>	<b>21</b>	<b>2432743</b>	<b>100.00</b>

ii) Votes cast **against** the resolution:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	--	--	--
Voting at AGM	--	--	--
<b>Total No. of Votes Cast</b>	--	--	--



iii) Invalid Votes:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	--	--	--
Voting at AGM	--	--	--
<b>Total No. of Votes Cast</b>	<b>--</b>	<b>--</b>	<b>--</b>

Resolution No. 4 of the Notice:

Special Resolution for Adoption of New Articles of Association of the Company:

i) Votes cast in favour of the resolution:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	02	300	0.01
Voting at AGM	19	2432443	99.99
<b>Total No. of Votes Cast</b>	<b>21</b>	<b>2432743</b>	<b>100.00</b>

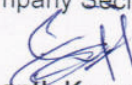
ii) Votes cast against the resolution:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	--	--	--
Voting at AGM	--	--	--
<b>Total No. of Votes Cast</b>	<b>--</b>	<b>--</b>	<b>--</b>

iii) Invalid Votes:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	--	--	--
Voting at AGM	--	--	--
<b>Total No. of Votes Cast</b>	<b>--</b>	<b>--</b>	<b>--</b>

For V K Bajaj & Associates  
Company Secretaries

  
Vasanth Kumar Bajaj  
Company Secretary  
CP No. 5827

