



Vinod Aggarwal
FCS, LL.B(DU), B. Com

Vinod Aggarwal & Associates

COMPANY SECRETARIES

COMBINED REPORT OF SCRUTINIZER

[Pursuant to the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014]

To,
Mr. Jugal Kishore Arora (Chairman)
Kohinoor Foods Limited
Pinnacle Business Tower, 10th Floor
Suraj Kund Road, Faridabad,
Haryana - 122001.

Evoting start date: Saturday, September 26, 2015 at 09.00 a.m.

Evoting end date: Monday, September 28, 2015 at 5:00 p.m.

26th Annual General Meeting of the Equity Shareholders

Date : 29th September 2015

Time : 04 P.M.

Place : Pearey Lal Bhawan Association,
2, Bahadurshah Zafar Marg,
New Delhi- 110002

Dear Sir,

Subject: Combined Scrutinizer's Report on:

- E-Voting conducted in pursuance to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments made thereof from time to time and
- Poll conducted in pursuance to the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules and amendments made thereof from time to time.

I Vinod Aggarwal Proprietor of M/s Vinod Aggarwal & Associates, Practicing Company Secretaries having office at LIG 1, Gayatri Enclave, RPS Colony, Nr. Khanpur T Point, New Delhi - 110062, appointed as Scrutinizer by:

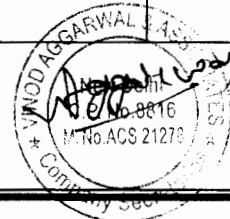


(a) The Board of Directors of Kohinoor Foods Limited having its registered office at 201, Vipps Centre, Masjid Moth, Greater Kailash-II, New Delhi - 110048 and Corporate Office at Pinnacle Business Tower, 10th Floor, Suraj Kund Road, Faridabad, Haryana - 122001 for the purpose of scrutinizing the e-voting process as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules 2014 and

(b) The Chairman of the 26th Annual General Meeting held on 29th September, 2015 on Poll under the provisions of the Sections 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management & Administration) Rules 2014.

I have issued separate Scrutinizer's Reports both dated 30.09.2015, on the e-voting and on the poll on the Resolutions contained in the Notice dated 13th August, 2015. As requested by the management, a report on the combined results for voting through e-voting and the poll is as under:

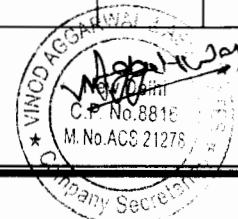
Description	Total Members voting through Poll/Evoting (A)	Less: Invalid (B)	Net valid (C) (A-B)	Votes in favour of the Resolution		Votes against the Resolution		Whether passed with requisite majority (Yes/No)
				Valid Votes in favour of Resolution	% of total valid votes	Valid Votes against the Resolution	% of total valid votes	
Item No. 1- Ordinary Resolution Adoption of the audited financial statements for the financial year ended 31st March, 2015, the reports of	179	21	158	20048155	100	120	0.00	Yes



the Board of Directors and Auditors thereon together with audited consolidated financial statement								
Item No. 2- Ordinary Resolution: To appoint a Director in place of Mr. Gurnam Arora (holding DIN 00010731), who retires by rotation and being eligible offers himself for re-appointment.	179	21	158	20048155	100	120	0.00	Yes
Item No. 3- Ordinary Resolution To appoint M/s Rajender Kumar Singal & Associates LLP, Chartered Accountants, New Delhi (Firm Registration No. 016379N), as Statutory Auditors and to fix their remuneration.	179	21	158	20048155	100	120	0.00	Yes
Item No. 4- Ordinary Resolution To appoint Ms. Madhu Vij (holding DIN-00025006) as an	178	21	157	20046642	99.99	1623	0.01	Yes



Independent Director of the Company								
Item No. 5- Ordinary Resolution	179	21	158	20046652	99.99	1623	0.01	Yes
To ratify the Remuneration of the Cost auditor for the financial year ending March 31, 2016								
Item No. 6- Special Resolution	179	21	158	20043652	99.98	4623	0.02	Yes
To consider, approve and renew the terms of remuneration of Mr. Jugal Kishore Arora, (holding DIN 00010704), pursuant to section 196, 197, 203 of the Companies Act, 2013.								
Item No. 7- Special Resolution	179	21	158	20043552	99.98	4723	0.02	Yes
To consider, approve and renew the terms of remuneration of Mr. Satnam Arora, (holding DIN 00010667), pursuant to section 196, 197, 203 of the Companies Act, 2013.								



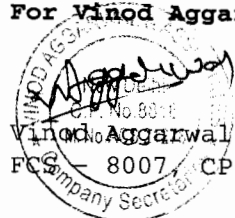
Item No. 8- Special Resolution	179	21	158	20046652	99.99	1623	0.01	Yes
To consider, approve and renew the terms of remuneration Mr. Gurnam Arora, (holding DIN 00010731), pursuant to section 196, 197, 203 of the Companies Act, 2013.								

All the resolutions stand Passed, as per combined voting through E-voting process and the Poll, with the requisite majority.

The poll papers and all other relevant records have been sealed and will be handed over to Mr. Rama Kant, Company Secretary & GM(Legal) authorized by the Board for safe keeping.

Thanking You

For Vinod Aggarwal & Associates, Practicing Company Secretaries



Vinod Aggarwal, Scrutinizer
FCS - 8007, CP No - 8816

Date: 30.09.2015

Place: New Delhi