

SCRUTINIZER'S REPORT

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and rule 21(2) of the
Companies (management & Administration) Rules 2014 as amended]

To

The Chairman
KMG Milk Food Limited
9th KM Stone, Pipli to Ambala
G.T. Road, Vill, Masana,
Distt. Kurukshetra
Haryana-136118

Sub- Consolidated Scrutinizer's Report on remote E-voting and voting through physical Ballot.

Dear Sir,

I Manoj Kumar Jain, Practicing Company Secretary, Partner of **M/s AMJ & Associates**, Companies Secretaries, appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolutions at the 24th Annual General of the Equity Shareholders of **KMG Milk Food Limited** held on Friday, 30th September, 2016 at 1:00 P.M. submit our **Consolidated report of E-voting and voting through ballot (Physical)**.

The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the Rules made there under and the other applicable laws, relating to ballot voting including voting by electronic means. My responsibility as a scrutinizer is restricted to making a Scrutinizer's report of the votes cast by the members for the resolutions contained in the Notice of AGM held on 30.09.2016 based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the agency engaged by the Company to provide e-voting facilities for e-voting and scrutiny of the physical ballot received till the closing of the voting process.

After the time fixed for closing of the e-voting, i.e. 5:00 P.M. on 29th September, 2016, a final electronic report of the e-voting was generated by me by accessing the data available to me from the website 'www.evotingindia.com' of Central Depository Services (India) Limited (CDSL), the Agency to provide e-voting facility. Data regarding the e-votes was diligently scrutinized.

The physical ballots received till the closing of polling, were diligently scrutinized and reconciled with the records maintained by the Company through **M/s Skyline financial services Pvt. Ltd., the Registrar and Transfer Agents** of the Company and the authorizations lodged with the Company.



The Consolidated Results are as under:

(a) Resolution No.-1- To Receive, consider and adopt the, Audited Balance Sheet as at 31st March, 2016, the statement of Profit & Loss Account for the year ended on that date together with the reports of the Directors & Auditor's thereon.

(i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
20	3470835	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(b) Resolution No.-2- To appoint a Director in place of Mrs. Mithlesh Garg (DIN-00185942) as Director, who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
20	3470835	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:



Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(c) Resolution No.-3 Ratification of Appointment and for Remuneration of Statutory Auditors for the Financial year ending on 31st March, 2017

(i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
20	3470835	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

The Electronic data along with the Physical Ballot Forms and the other related papers/ registers or records will be handed over to the company for safe custody of the same after signing of the scrutinizer's Report.

Date: 01.10.2016
Place: Delhi



For AMJ & Associates
Company Secretaries

Manoj

Manoj Kumar Jain
Partner

FCS:-5832, C.P.No.-5629