



KARRA S V S SASTRY, M.Com. ACS

Practicing Company Secretary

Scrutinizer's Report

[Pursuant to Sec 108 of the Companies Act, 2013 read with the 20 (3) (xi) of the Companies (Management and Administration) Rules, 2014]

To
The Chairman (of the 23rd Annual General Meeting)
Gayatri BioOrganics Limited
#6-3-1090, B-Block, 3rd Floor,
TSR Towers, Rajbhavan Road,
Somajiguda, Hyderabad - 500 082

Dear Sir,

1. I, Karra SVS Sastry, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of Gayatri BioOrganics Limited vide resolution dated 14th August, 2014 pursuant to Sec 108 of the Companies Act, 2013 read with the rule 20 of the Companies (Management and Administration) Rules, 2014, to scrutinize the e-voting process and ascertaining the requisite majority on e-voting in respect of the below mentioned resolutions to be passed in the 23rd Annual General Meeting of the Company to be held on Tuesday, 30th September, 2014.
2. The Notice dated 14th August, 2014 convening Annual General Meeting of the Company along with the statement required as per Sec.102 of the Companies Act, 2013 were sent to the shareholders whose email addresses were registered with the Depositories/RTA.
3. The Company has availed the services of Central Depositories Services (India) Limited for providing the e-voting facility to the shareholders of the Company.
4. The shareholders holding shares either in physical form or dematerialized form as on the cut-off date of 22nd August, 2014 were entitled to vote electronically on the proposed resolutions as set out in the Notice of the Annual General Meeting.
5. The e-Voting module remained open from Wednesday, 24th September, 2014 (10.00 a.m.) to Friday, 26th September, 2014 (6.00 p.m.) and was blocked for e-voting thereafter.
6. The votes casted under the e-voting were unblocked on Saturday, 27th September, 2014 in the presence of two witnesses who were not in the employment of the Company.

K. S. V. S. Sastry

7. The details containing inter alia, list of the Equity Share Holders, who voted “for”, “against” each of the resolutions that were put to vote, were generated from the e-voting website Central Depositories Services (India) Limited of i.e. <https://www.evotingindia.com> and based on such generated reports, the result of e-voting is as under:

ITEM NO.1

Ordinary Resolution to consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2014 together with the reports of the Board of Directors and the Auditors thereon.

Particulars	No. of members voted	No. of votes cast by them	% of total no. of valid votes cast
Voted in favour of the resolution	8	26029886	100
Voted against the resolution	0	0	0

Invalid votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
0	0

ITEM NO.2

Ordinary Resolution to appoint a Director in place of Sri. T. Sandeep Kumar Reddy (DIN: 00005573) who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	No. of members voted	No. of votes cast by them	% of total no. of valid votes cast
Voted in favour of the resolution	8	26029886	100
Voted against the	0	0	0



resolution			
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Invalid votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
0	0

ITEM NO.3

Ordinary Resolution to appoint a Director in place of Smt. T. Sarita Reddy (DIN: 00017122), who retires by rotation and being eligible, offers herself for re-appointment.

Particulars	No. of members voted	No. of votes cast by them	% of total no. of valid votes cast
Voted in favour of the resolution	8	26029886	100
Voted against the resolution	0	0	0

Invalid votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
0	0

ITEM NO.4

Ordinary Resolution to re-appoint M/s. M. Bhaskara Rao & Co, Chartered Accountants (Firm registration No. 000459S) as the Statutory Auditors of the Company and fixing their remuneration.

Particulars	No. of members voted	No. of votes cast by them	% of total no. of valid votes cast
Voted in favour of the resolution	8	26029886	100



Voted against the resolution	0	0	0
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Invalid votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
0	0

ITEM NO.5

Special Resolution to appoint Sri. C.V. Rayudu (DIN: 03536579) as the Whole Time Director of the Company.

Particulars	No. of members voted	No. of votes cast by them	% of total no. of valid votes cast
Voted in favour of the resolution	8	26029886	100
Voted against the resolution	0	0	0

Invalid votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
0	0

ITEM NO.6

Ordinary Resolution to appoint Sri. T. G. Pandya (DIN: 00017214) as an Independent Director of the company

Particulars	No. of members voted	No. of votes cast by them	% of total no. of valid votes cast
Voted in favour of the resolution	8	26029886	100



Voted against the resolution	0	0	0
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Invalid votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
0	0

ITEM NO.7

Ordinary Resolution to appoint Sri. T. R. Rajagopalan (DIN: 00020643) as an Independent Director of the company.

Particulars	No. of members voted	No. of votes cast by them	% of total no. of valid votes cast
Voted in favour of the resolution	8	26029886	100
Voted against the resolution	0	0	0

Invalid votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
0	0

ITEM NO.8

Ordinary Resolution to appoint Sri. J. N. Karamchetti (DIN: 00940963) as an Independent Director of the company.

Particulars	No. of members voted	No. of votes cast by them	% of total no. of valid votes cast
Voted in favour of the resolution	8	26029886	100



Voted against the resolution	0	0	0
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Invalid votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
0	0

ITEM NO.9

Ordinary Resolution to approve the remuneration payable to the cost auditors of the company for the Financial Year 2014-15.

Particulars	No. of members voted	No. of votes cast by them	% of total no. of valid votes cast
Voted in favour of the resolution	8	26029886	100
Voted against the resolution	0	0	0

Invalid votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
0	0

Place: Hyderabad

Date: 27.09.2014


 K. S. V. S. Sastry
 Karra SVS Sastry

Practicing Company Secretary

C.P.No. 11331