

REPORT OF THE SCRUTINIZER
CONFIDENTIAL

To
The Chairman
VISAKA INDUSTRIES LTD.,
"VISAKA TOWERS",
1-8-303/69/3, S.P.ROAD,
SECUNDERABAD – 500 003

Respected Sir,

1. I, P.V.Ramana Kumar, Chartered Accountant in Practice, have been appointed as a scrutinizer for E-Voting by the Board of Directors of Visaka Industries Limited for the purpose of Scrutinizing the E-voting Process under the Provisions of the Companies Act 2013 of the resolutions contained in the notice to the 32nd Annual General Meeting (AGM) of the members of the company to be held on the 25th day of July, 2014.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to e-voting on the Ordinary resolutions contained in the Notice. My responsibility as a scrutinizer for the e-voting is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated, based on the reports generated from the e-voting system provided by Karvy Computershare Private limited (Karvy), the authorized agency engaged by the company to provide e-voting facilities for e-voting.

The Board of Directors of the Company has appointed me as the scrutinizer to conduct e-voting in respect of the following resolutions:

S. No.	RESOLUTION	TYPE OF RESOLUTION
1	Consider and adopt audited Financial Statements, Reports of the Board of Directors' and Auditors' thereon.	Ordinary
2	Declaration of Dividend on Equity Shares.	Ordinary
3	Re-appoint Shri. Nagam Krishna Rao as Director who retires by rotation.	Ordinary
4	Appointment of Auditors and fixing their remuneration.	Ordinary
5	Appoint Shri. Bhagirat B. Merchant as an Independent Director	Ordinary
6	Appoint Shri. Gusti J Noria as an Independent Director	Ordinary
7	Appoint Shri. P Abraham as an Independent Director	Ordinary
8	Appoint Shri. V. Pattabhi as an Independent Director	Ordinary
9	Appoint Smt. G Saroja Vivekanand as Managing Director	Ordinary
10	Appoint Shri. M P V Rao as Whole-time Director	Ordinary
11	Appoint Shri. G Vamsi Krishna as Director and Whole-time Director	Ordinary



I submit my report as under:

1. The e-voting period remained open from 19th July, 2014 (09.00 A.M) to 21st July, 2014 (06.00 .M).
2. The members of the Company as on the "cut-off" date i.e 20th June, 2014 were entitled to vote on the resolutions (items 1 to 11 as specified above).
3. The votes cast were unblocked on 22nd July, 2014.
4. The summary report of ASSENT and DESSENT received for the Ordinary Resolutions through the e-voting system adopted by the shareholders through the service provided by Karvy Computershare Private limited (Karvy), the authorized agency engaged by the company were considered.
5. A summary of e-voting received is given below.
6. I have reckoned the voting rights of the shareholders on the basis of the paid up value of the shares registered in their names.

SUMMARY OF E - VOTING

RESOLUTION - 1

Sl No	Particulars	No of Postal Ballot Forms	No.of Shares	% of total paid up equity capital	% of total Votes polled
	Electronic Mode				
A	Total E-Votes received	12	8235108	51.85%	
B	Less:- Invalid E-votes	0	0	0.00%	
C	Net Valid E-Votes (A-B)	12	8235108	51.85%	100%
D	E-votes with assent as Ordinary Resolution- Electronic	12	8235108	51.85%	100%
E	E-Votes with dissent as Ordinary Resolution- Electronic	0	0	0.0%	0.0%
	In brief Total votes polled for Resolution 1 is 100% and total votes polled against is 0.00%				



RESOLUTION - 2

SI No	Particulars	No of Postal Ballot Forms	No.of Shares	% of total paid up equity capital	% of total Votes polled
	Electronic Mode				
A	Total E-Votes received	12	8235108	51.85%	
B	Less:- Invalid E-votes	0	0	0.00%	
C	Net Valid E-Votes (A-B)	12	8235108	51.85%	100%
D	E-votes with assent as Ordinary Resolution- Electronic	12	8235108	51.85%	100%
E	E-Votes with dissent as Ordinary Resolution- Electronic	0	0	0.0%	0.0%
	In brief Total votes polled for Resolution 2 is 100.00% and total votes polled against is 0.00%				

RESOLUTION – 3

SI No	Particulars	No of Postal Ballot Forms	No.of Shares	% of total paid up equity capital	% of total Votes polled
	Electronic Mode				
A	Total E-Votes received	12	8235108	51.85%	
B	Less:- Invalid E-votes	0	0	0.00%	
C	Net Valid E-Votes (A-B)	12	8235108	51.85%	100%
D	E-votes with assent as Ordinary Resolution- Electronic	12	8235108	51.85%	100%
E	E-Votes with dissent as Ordinary Resolution- Electronic	0	0	0.0%	0.0%
	In brief Total votes polled for Resolution 3 is 100.00% and total votes polled against is 0.00%				



RESOLUTION – 4

Sl No	Particulars	No of Postal Ballot Forms	No.of Shares	% of total paid up equity capital	% of total Votes polled
	Electronic Mode				
A	Total E-Votes received	12	8235108	51.85%	
B	Less:- Invalid E-votes	0	0	0.00%	
C	Net Valid E-Votes (A-B)	12	8235108	51.85%	100%
D	E-votes with assent as Ordinary Resolution- Electronic	12	8235108	51.85%	100%
E	E-Votes with dissent as Ordinary Resolution- Electronic	0	0	0.0%	0.0%
	In brief Total votes polled for Resolution 4 is 100.00% and total votes polled against is 0.00%				

RESOLUTION - 5

Sl No	Particulars	No of Postal Ballot Forms	No.of Shares	% of total paid up equity capital	% of total Votes polled
	Electronic Mode				
A	Total E-Votes received	12	8235108	51.85%	
B	Less:- Invalid E-votes	0	0	0.00%	
C	Net Valid E-Votes (A-B)	12	8235108	51.85%	100%
D	E-votes with assent as Ordinary Resolution- Electronic	12	8235108	51.85%	100%
E	E-Votes with dissent as Ordinary Resolution- Electronic	0	0	0.0%	0.0%
	In brief Total votes polled for Resolution 5 is 100.00% and total votes polled against is 0.00%				



RESOLUTION – 6

SI No	Particulars	No of Postal Ballot Forms	No.of Shares	% of total paid up equity capital	% of total Votes polled
	Electronic Mode				
A	Total E-Votes received	12	8235108	51.85%	
B	Less:- Invalid E-votes	0	0	0.00%	
C	Net Valid E-Votes (A-B)	12	8235108	51.85%	100%
D	E-votes with assent as Ordinary Resolution- Electronic	12	8235108	51.85%	100%
E	E-Votes with dissent as Ordinary Resolution- Electronic	0	0	0.0%	0.0%
	In brief Total votes polled for Resolution 6 is 100.00% and total votes polled against is 0.00%				

RESOLUTION – 7

SI No	Particulars	No of Postal Ballot Forms	No.of Shares	% of total paid up equity capital	% of total Votes polled
	Electronic Mode				
A	Total E-Votes received	12	8235108	51.85%	
B	Less:- Invalid E-votes	0	0	0.00%	
C	Net Valid E-Votes (A-B)	12	8235108	51.85%	100%
D	E-votes with assent as Ordinary Resolution- Electronic	12	8235108	51.85%	100%
E	E-Votes with dissent as Ordinary Resolution- Electronic	0	0	0.0%	0.0%
	In brief Total votes polled for Resolution 7 is 100.005% and total votes polled against is 0.00%				



RESOLUTION – 8

SI No	Particulars	No of Postal Ballot Forms	No.of Shares	% of total paid up equity capital	% of total Votes polled
	Electronic Mode				
A	Total E-Votes received	12	8235108	51.85%	
B	Less:- Invalid E-votes	0	0	0.00%	
C	Net Valid E-Votes (A-B)	12	8235108	51.85%	100%
D	E-votes with assent as Ordinary Resolution- Electronic	12	8235108	51.85%	100%
E	E-Votes with dissent as Ordinary Resolution- Electronic	0	0	0.0%	0.0%
	In brief Total votes polled for Resolution 8 is 100.00% and total votes polled against is 0.00%				

RESOLUTION - 9

SI No	Particulars	No of Postal Ballot Forms	No.of Shares	% of total paid up equity capital	% of total Votes polled
	Electronic Mode				
A	Total E-Votes received	12	8235108	51.85%	
B	Less:- Invalid E-votes	0	0	0.00%	
C	Net Valid E-Votes (A-B)	12	8235108	51.85%	100%
D	E-votes with assent as Ordinary Resolution- Electronic	12	8235108	51.85%	100%
E	E-Votes with dissent as Ordinary Resolution- Electronic	0	0	0.0%	0.0%
	In brief Total votes polled for Resolution 9 is 100.00% and total votes polled against is 0.00%				



RESOLUTION - 10

Sl No	Particulars	No of Postal Ballot Forms	No.of Shares	% of total paid up equity capital	% of total Votes polled
	Electronic Mode				
A	Total E-Votes received	12	8235108	51.85%	
B	Less:- Invalid E-votes	0	0	0.00%	
C	Net Valid E-Votes (A-B)	12	8235108	51.85%	100%
D	E-votes with assent as Ordinary Resolution- Electronic	12	8235108	51.85%	100%
E	E-Votes with dissent as Ordinary Resolution- Electronic	0	0	0.0%	0.0%
	In brief Total votes polled for Resolution 10 is 100.005% and total votes polled against is 0.00%				

RESOLUTION - 11

Sl No	Particulars	No of Postal Ballot Forms	No.of Shares	% of total paid up equity capital	% of total Votes polled
	Electronic Mode				
A	Total E-Votes received	12	8235108	51.85%	
B	Less:- Invalid E-votes	0	0	0.00%	
C	Net Valid E-Votes (A-B)	12	8235108	51.85%	100%
D	E-votes with assent as Ordinary Resolution- Electronic	12	8235108	51.85%	100%
E	E-Votes with dissent as Ordinary Resolution- Electronic	0	0	0.0%	0.0%
	In brief Total votes polled for Resolution 11 is 100.00% and total votes polled against is 0.00%				

Date: 23 July 2014
Place: HyderabadFor Ramana Kumar & Associates.
Chartered AccountantsP.V. Ramana Kumar
Partner
M.No.207493