



HARINATH AKSHITHA & Co,
PRACTICING COMPANY SECRETARIES

**SCRUTINIZER REPORT FOR REMOTE E-VOTING AND POLL FOR
GAYATRI BIOORGANICS LIMITED**

[Pursuant to Rule 20(xii) of the Companies (Management and Administration)
Amendments Rules, 2015]

To
The Chairman of 26th Annual General Meeting of the Company,
Gayatri BioOrganics Limited,
#6-3-1090, B-Block, 3rd Floor,
TSR Towers, Rajbhavan Road,
Somajiguda, Hyderabad – 500 082.

AGM Held on Monday 25th September, 2017 at 10.00 A.M.
At “J.S.Krishna Murthy Hall”, The Federation of Telangana and Andhra Pradesh,
Chambers of Commerce and Industry (FTAPCCI), Federation House, 11-6-841,
Red Hills, P.B.14, Hyderabad - 500 004.

Dear Sir,

I, Harinath Punna, Partner of M/s Harinath Akshitha & Co, Practicing Company Secretaries had been appointed as the Scrutinizer by the Board of Directors of Gayatri BioOrganics Limited vide Board resolution dated 29th August, 2017 pursuant to Sec. 108 of the Companies Act, 2013 read with the rule 20 of the Companies (Management and Administration) Amendments Rules, 2015, to scrutinize the remote e-voting held from Friday, 22nd September, 2017, 9.00 A.M. to Sunday, 24th September 2017, 5.00 P.M

The Company has availed the services of Central Depositories Services (India) Limited for providing the remote e-voting facility to the shareholders of the Company. The voting results were unblocked by me on Tuesday, 26th September, 2017 in the presence of two witnesses. For further details kindly refer my Scrutinizer's report dated 26th September, 2017 attached here with.

The Chairman of the 26th Annual General Meeting of the Company had suo motto ordered for a Poll to facilitate the members present in the meeting who could not participate in the

remote e-voting to record their votes through the poll process. The Chairman has appointed me as the Scrutinizer for the same. For further details kindly refer my Scrutinizer's report in Form MGT-13 dated 26th September, 2017 attached here with.

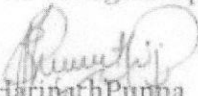
The results of remote e-Voting together with the votes casted through Poll are as under:

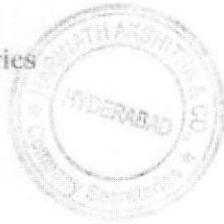
Item	Type of Resolution	No.of Votes Casted	Voting in favour (Assent)		Voting against (Dissent)	
			No of votes	% of votes casted	No of votes	% of votes casted
1. Consider and adopt audited financial statements for the F.Y 2016-17, reports of Board of Directors and Auditors.	Ordinary	36883859	36883858	100	1	0.00
2. Re-appointment of Smt. T. Sarita Reddy (DIN: 00017122) as the Director who retires by rotation.	Ordinary	36883859	36883858	100	1	0.00
3. Ratification of the Appointment of Statutory Auditors of the Company and fix their remuneration.	Ordinary	36883859	36883858	100	1	0.00
4. Ratification of remuneration of the Cost Auditors of the Company for the year FY: 2017-18	Ordinary	36883859	36883858	100	1	0.00

5. Re-appointment of Sri. C.V. Rayudu (DIN: 03536579) as Whole Time Director of the Company.	Special	36883859	36883858	100	1	0.00
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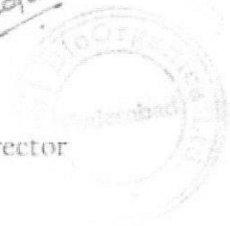
All the resolutions stands passed under remote e-voting and poll with the requisite majority.

For Harinath Akshitha & Co
Practicing Company Secretaries


Harinath Punna
Partner
C.P.No.15585.



e.v. Rayudu
C.V.Rayudu
Whole Time Director



Place: Hyderabad
Date: 26.09.2017



HARINATH AKSHITHA & Co,
PRACTICING COMPANY SECRETARIES

Scrutinizer's Report

[Pursuant to Sec 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Amendments Rules, 2015]

To
The Chairman of 26th Annual General Meeting of the Company,
Gayatri BioOrganics Limited,
#6-3-1090, B-Block, 3rd Floor,
TSR Towers, Rajbhavan Road,
Somajiguda, Hyderabad – 500 082.

AGM Held on Monday 25th September, 2017 at 10.00 A.M.
At "J.S.Krishna Murthy Hall", The Federation of Telangana and Andhra Pradesh,
Chambers of Commerce and Industry (FTAPCCI), Federation House, 11-6-841,
Red Hills, P.B.14, Hyderabad - 500 004.

Dear Sir,

1. Harinath Punna, Partner of M/s Harinath Akshitha & Co, Practicing Company Secretaries had been appointed as the Scrutinizer by the Board of Directors of Gayatri BioOrganics Limited vide resolution dated 29th August, 2017 pursuant to Sec 108 of the Companies Act, 2013 read with the rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, 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 26th Annual General Meeting of the Company to be held on Monday 25th September, 2017.
2. The Notice dated 29th August, 2017 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 15th September, 2017 were entitled to vote electronically on the proposed resolutions as set out in the Notice of the Annual General Meeting.
5. The remote e-Voting module commenced at 9:00 A.M on Friday, 22nd September, 2017 and ended at 5:00 P.M. Sunday, 24th September 2017 and was blocked for remote e-voting thereafter.
6. The votes casted under the remote e-voting were unblocked on Tuesday, 26th September, 2017 in the presence of two witnesses who were not in the employment of the Company.
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 remote 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, 2017 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	12	36881403	100%
Voted against the resolution	1	1	0.00%

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 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	12	36881403	100%
Voted against the resolution	1	1	0.00%

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 ratify the Appointment of 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	12	36881403	100%
Voted against the resolution	1	1	0.00%

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 approve the remuneration payable to the cost auditors of the Company for the Financial Year 2017-18.

Particulars	No. of members voted	No. of votes cast by them	% of total no. of valid votes cast
Voted in favour of the resolution	12	36881403	100%
Voted against the resolution	1	1	0.00%

Invalid votes:

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

ITEM NO.5

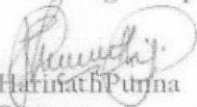
Special Resolution to consider and approve the Re-appointment of Sri. C.V. Rayudu (DIN: 03536579) as Whole Time Director of the Company.

Particulars	No. of members voted	No. of votes cast by them	% of total no. of valid votes cast
Voted in favour of the resolution	12	36881403	100%
Voted against the resolution	1	1	0.00%

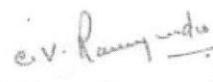
Invalid votes:

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

For Harinath Akshitha & Co
Practicing Company Secretaries


Harinath Purina
Partner
C.P.No.15585.




C.V. Rayudu
Whole Time Director



Place: Hyderabad
Date: 26.09.2017



HARINATH AKSHITHA & Co,
PRACTICING COMPANY SECRETARIES

FORM NO.MGT-13

Report of Scrutinizer

[Pursuant to rule section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To

The Chairman of 26th Annual General Meeting of the Company,
Gayatri BioOrganics Limited,
#6-3-1090, B-Block, 3rd Floor,
TSR Towers, Rajbhavan Road,
Somajiguda, Hyderabad – 500 082.

AGM Held on Monday 25th September, 2017 at 10.00 A.M.
At “J.S.Krishna Murthy Hall”, The Federation of Telangana and Andhra Pradesh,
Chambers of Commerce and Industry (FTAPCCI), Federation House, 11-6-841,
Red Hills, P.B.14, Hyderabad - 500 004.

Dear Sir,

I, Harinath Punna, Partner of M/s Harinath Akshitha & Co, Practicing Company Secretaries had been appointed as the Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 26th Annual General Meeting of the Equity Shareholders of Gayatri BioOrganics Limited, held on Monday 25th September, 2017 at 10.00 A.M.at J.S.Krishna Murthy Hall, FTAPCCI,Federation House, 11-6-841,Red Hills, Hyderabad – 500 004 submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, ballot box kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records

Maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

The shareholders holding shares either in physical form or dematerialized form as on the cut-off date of 15th September, 2017 were entitled to vote electronically on the proposed resolutions as set out in the Notice of the Annual General Meeting.

3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. The same were not considered in calculation.
4. The result of the Poll 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, 2017 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	33	2455	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	% of total no. of invalid votes cast
0	0	0

ITEM NO.2

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	33	2455	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	% of total no. of invalid votes cast
0	0	0

ITEM NO.3

Ordinary Resolution to ratify the Appointment of 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	33	2455	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	% of total no. of invalid votes cast
0	0	0

ITEM NO.4

Ordinary Resolution to approve the remuneration payable to the cost auditors of the Company for the Financial Year 2017-18.

Particulars	No. of members voted	No. of votes cast by them	% of total no. of valid votes cast
Voted in favour of the resolution	33	2455	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	% of total no. of invalid votes cast
0	0	0

ITEM NO.5

Special Resolution to consider and approve the re-appointment of Sri. C.V. Rayudu (DIN: 03536579) as 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	33	2455	100%
Voted against the resolution	0	0	0

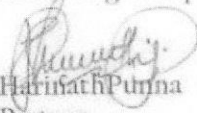
Invalid votes:

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


0	0	0
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5. A Compact Disc (CD) containing a list of equity shareholders who vote "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to Mr.C.V.Rayudu, Whole Time Director of the Company.

For Harinath Akshitha & Co
Practicing Company Secretaries


Harinath Punna
Partner
C.P.No.15585.




C.V.Rayudu
Whole Time Director



Place: Hyderabad
Date: 26.09.2017