Y. Suryanarayana
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ADVOCATE

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SCRUTINIZER'S COMBINED REPORT ON REMOTE E-VOTING AND ON E- VOTING CONDUCTED AT THE 55TH ANNUAL GENERAL MEETING OF CCL PRODUCTS (INDIA) LIMITED

To

The Chairman,

CCL Products (India) Limited,

Regd. Off: Duggirala, Guntur,

Andhra Pradesh - 522330

Dear Sir,

Sub: Report on electronic voting carried out during 23rd day of September, 2016 (09:00 hours) to 25th day of September, 2016 (17:00 Hours) and on electronic voting conducted at the 55th Annual General Meeting of CCL Products (India) Limited held on the 26th September, 2016.

With reference to the above subject, I, Y. Suryanarayana, Advocate, state that I was appointed as a scrutinizer in terms of a resolution passed by the Board of Directors of the Company, on 29th day of July, 2016, for scrutinizing the e-voting process during 23.09.2016 to 25.09.2016 and for scrutinizing the E-voting conducted at the 55th AGM in a fair and transparent manner, for ascertaining the requisite majority and for giving my report in connection with the items of business as provided in the notice dated 29th day of July, 2016.

1. The Company engaged the services of Central Depository Services of India Limited (CDSL) (hereinafter referred to as the **"Service Provider"**) to offer the electronic voting facility to its shareholders. The e-voting facility was offered and kept open by the Company to its Shareholders for the period commencing on 23rd day of September, 2016 (09:00 hours) and ending on to 25th day of September, 2016 (17:00 Hours). The shareholders whose names appeared in the Register of Members / List of Beneficial Owners as on 19th day of September, 2016 (i.e. cut – off date) were allowed to participate and vote electronically on all the items of business during the aforesaid period of e-voting. On 26th day of September, 2016, the votes cast through e-voting facility were duly unblocked by me in the capacity of the Scrutinizer in the presence of Mr. Raghavendra and Ms. S. Lekha who were present as witnesses.

Y. SURYANARAYANA ADVOCATE HYDERABAD T.S.

Y. Suryanarayana
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2. At the 55th AGM of the Company held on Monday, the 26th day of September, 2016, at 10:00 A.M. at the Registered Office of the Company Situated at Duggirala, Guntur, Andhra Pradesh - 522330 India, the Company provided the E-voting facility at the venue to the shareholders who attended the meeting and who did not participate in the Remote E-voting facility provided during 23.09.2016 to 25.09.2016 to cast their votes through E-voting provided at the venue of the AGM.

3. Subsequent to the completion of voting process at the AGM, the votes cast by the shareholders at the AGM were diligently scrutinized by me. The votes cast at the AGM were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

4. All the resolutions were passed with requisite majority. I am herewith enclosing the details of votes cast through e-voting during 23.09.2016 to 25.09.2016 and details of the voting at the AGM on each of the resolutions contained in the notice calling the 55th AGM of the Company.

Thanking You
Yours faithfully,

Y. SURYANARAYANA ADVOCATE HYDERABAD T.S.

Y. Suryanarayana
Advocate

Place: Hyderabad
Date: 28th September, 2016

Annexure to the Scrutineers Report

Resolution No. 1:	To consider and adopt the audited Financial Statements of the Company for the year 2015-16 together with the Report of the Board of Directors and Auditors thereon; and the audited consolidated Financial Statements of the Company for the year 2015-16							
Resolution required: (Ordinary/ Special)	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution							
Promoters / Public	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter & Promoter Group	Remote E-Voting	59500000	0	0	0	0	0	0
	E-Voting at AGM		59500000	100	59500000	0	100	0
	Total	**59500000**	**59500000**	**100**	**59500000**	**0**	**100**	**0**
Public Institutions	Remote E-Voting	32971558	25986772	78.82	25986772	0	100	0
	E-Voting at AGM		0	0	0	0	0	0
	Total	**32971558**	**25986772**	**78.82**	**25986772**	**0**	**100**	**0**
Public Non Institutions	Remote E-Voting	40556362	6289	0.016	6289	0	100	0
	E-Voting at AGM		704861	1.74	704861	0	100	0
	Total	**40556362**	**711150**	**1.75**	**711150**	**0**	**100**	**0**
Grand Total		**133027920**	**86197922**	**64.7968652**	**86197922**	**0**	**100**	**0**

Y. Suryanarayana
ADVOCATE
HYDERABAD T.S.

Resolution No. 2:	**To declare final dividend of Rs. 1.00/- per Equity Share of Rs. 2/- each to the shareholders for the financial year 2015-16 and to confirm the interim dividend of Rs.1.50/- per share**							
Resolution required: (Ordinary/ Special)	**Ordinary Resolution**							
Whether promoter/ promoter group are interested in the agenda/resolution?	**None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution**							
Promoters / Public	**Mode of Voting**	**No. of shares held (1)**	**No. of votes polled (2)**	**% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100**	**No. of Votes – in favour (4)**	**No. of Votes – against (5)**	**% of Votes in favour on votes polled (6)=[(4)/(2)]* 100**	**% of Votes against on votes polled (7)=[(5)/(2)]* 100**
Promoter & Promoter Group	Remote E-Voting	59500000	0	0	0	0	0	0
	E-Voting at AGM		59500000	100	59500000	0	100	0
	Total	**59500000**	**59500000**	**100**	**59500000**	**0**	**100**	**0**
Public Institutions	Remote E-Voting	32971558	25986772	78.82	25986772	0	100	0
	E-Voting at AGM		0	0	0	0	0	0
	Total	**32971558**	**25986772**	**78.82**	**25986772**	**0**	**100**	**0**
Public Non Institutions	Remote E-Voting	40556362	6289	0.016	6289	0	100	0
	E-Voting at AGM		704861	1.74	704861	0	100	0
	Total	**40556362**	**711150**	**1.75**	**711150**	**0**	**100**	**0**
	Grand Total	**133027920**	**86197922**	**64.80**	**86197922**	**0**	**100**	**0**

Y. SURYANARAYANA ADVOCATE HYDERABAD T.S.

Resolution No. 3:	To appoint a director in place of Ms. Kulsoom Noor Saifullah (DIN 02544686), who retires by rotation and being eligible, offers herself for re-appointment as a Director							
Resolution required: (Ordinary/ Special)	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution							
Promoters / Public	**Mode of Voting**	**No. of shares held (1)**	**No. of votes polled (2)**	**% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100**	**No. of Votes – in favour (4)**	**No. of Votes – against (5)**	**% of Votes in favour on votes polled (6)=[(4)/(2)]* 100**	**% of Votes against on votes polled (7)=[(5)/(2)]* 100**
Promoter & Promoter Group	Remote E-Voting	59500000	0	0	0	0	0	0
	E-Voting at AGM		59500000	100	59500000	0	100	0
	Total	**59500000**	**59500000**	**100**	**59500000**	**0**	**100**	**0**
Public Institutions	Remote E-Voting	32971558	25986772	78.82	18844696	7142076	72.52	27.48
	E-Voting at AGM		0	0	0	0	0	0
	Total	**32971558**	**25986772**	**78.82**	**18844696**	**7142076**	**72.52**	**27.48**
Public Non Institutions	Remote E-Voting	40556362	6289	0.016	4714	1575	74.96	25.04
	E-Voting at AGM		704861	1.74	704861	0	100	0
	Total	**40556362**	**711150**	**1.75**	**709575**	**1575**	**99.78**	**0.22**
	Grand Total	**133027920**	**86197922**	**64.80**	**79054271**	**7143651**	**91.71**	**8.29**

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Resolution No. 4:	**Ratification of appointment of the Statutory auditors of the Company**							
Resolution required: (Ordinary/ Special)	**Ordinary Resolution**							
Whether promoter/ promoter group are interested in the agenda/resolution?	**None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution**							
Promoters / Public	**Mode of Voting**	**No. of shares held (1)**	**No. of votes polled (2)**	**% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100**	**No. of Votes – in favour (4)**	**No. of Votes – against (5)**	**% of Votes in favour on votes polled (6)=[(4)/(2)]* 100**	**% of Votes against on votes polled (7)=[(5)/(2)]* 100**
Promoter & Promoter Group	Remote E-Voting	59500000	0	0	0	0	0	0
	E-Voting at AGM		59500000	100	59500000	0	100	0
	Total	**59500000**	**59500000**	**100**	**59500000**	**0**	**100**	**0**
Public Institutions	Remote E-Voting	32971558	25954483	78.72	24297592	1656891	93.62	6.38
	E-Voting at AGM		0	0	0	0	0	0
	Total	**32971558**	**25954483**	**78.72**	**24297592**	**1656891**	**93.62**	**6.38**
Public Non Institutions	Remote E-Voting	40556362	6289	0.016	6289	0	100.00	0.00
	E-Voting at AGM		704861	1.74	704861	0	100	0
	Total	**40556362**	**711150**	**1.75**	**711150**	**0**	**100.00**	**0.00**
	Grand Total	**133027920**	**86165633**	**64.77**	**84508742**	**1656891**	**98.08**	**1.92**

Y. SURYANARAYANA ADVOCATE HYDERABAD T.S.

Resolution No. 5:	**Appointment of Ms. Shantha Prasad Challa as a Non-Executive Director**
Resolution required: (Ordinary/ Special)	**Ordinary Resolution**
Whether promoter/ promoter group are interested in the agenda/resolution?	**Except Mr. Challa Rajendra Prasad, Executive Chairman, Mr. Challa Srishant, Managing Director and Mr. B. Mohan Krishna, Director of the Company and Ms. Shantha Prasad Challa, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution**

Promoters / Public	**Mode of Voting**	**No. of shares held (1)**	**No. of votes polled (2)**	**% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100**	**No. of Votes – in favour (4)**	**No. of Votes – against (5)**	**% of Votes in favour on votes polled (6)=[(4)/(2)]* 100**	**% of Votes against on votes polled (7)=[(5)/(2)]* 100**
Promoter & Promoter Group	Remote E-Voting	59500000	0	0	0	0	0	0
	E-Voting at AGM		0	0	0	0	0	0
	Total	**59500000**	**0**	**0**	**0**	**0**	**0**	**0**
Public Institutions	Remote E-Voting	32971558	25986772	78.82	18844696	7142076	72.516	27.48
	E-Voting at AGM		0	0	0	0	0	0
	Total	**32971558**	**25986772**	**78.82**	**18844696**	**7142076**	**72.516**	**27.48**
Public Non Institutions	Remote E-Voting	40556362	6289	0.016	6289	0	100	0
	E-Voting at AGM		704861	1.74	704861	0	100	0
	Total	**40556362**	**711150**	**1.75**	**711150**	**0**	**100**	**0**
Grand Total		**133027920**	**26697922**	**20.07**	**19555846**	**7142076**	**73.249**	**26.75**

SURYANARAYANA HYDERABAD T.S. Y. ADVOCATE

Resolution No. 6:	Appointment of Dr. Lanka Krishnanand as a Non-Executive Director							
Resolution required: (Ordinary/ Special)	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	Except Dr. Lanka Krishnanand, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution							
Promoters / Public	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote E-Voting	59500000	0	0	0	0	0	0
	E-Voting at AGM		59500000	100	59500000	0	100	0
	Total	**59500000**	**59500000**	**0**	**59500000**	**0**	100	**0**
Public Institutions	Remote E-Voting	32971558	25986772	78.82	18844696	7142076	72.516	27.48
	E-Voting at AGM		0	0	0	0	0	0
	Total	**32971558**	**25986772**	**78.82**	**18844696**	**7142076**	**72.516**	**27.48**
Public Non Institutions	Remote E-Voting	40556362	6289	0.016	6289	0	100	0
	E-Voting at AGM		704861	1.74	704861	0	100	0
	Total	**40556362**	**711150**	**1.75**	**711150**	**0**	**100**	**0**
Grand Total		**133027920**	**86197922**	**64.80**	**79055846**	**7142076**	**91.714**	**8.29**

SURYANARAYANA Y. ADVOCATE HYDERABAD T.S.

Resolution No. 7:	**Approval of remuneration to be paid to the Cost Auditors**							
Resolution required: (Ordinary/ Special)	**Ordinary Resolution**							
Whether promoter/ promoter group are interested in the agenda/resolution?	**None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution**							
Promoters / Public	**Mode of Voting**	**No. of shares held (1)**	**No. of votes polled (2)**	**% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100**	**No. of Votes – in favour (4)**	**No. of Votes – against (5)**	**% of Votes in favour on votes polled (6)=[(4)/(2)]* 100**	**% of Votes against on votes polled (7)=[(5)/(2)]* 100**
Promoter & Promoter Group	Remote E-Voting	59500000	0	0	0	0	0	0
	E-Voting at AGM		59500000	100	59500000	0	100	0
	Total	**59500000**	**59500000**	**100**	**59500000**	**0**	**100**	**0**
Public Institutions	Remote E-Voting	32971558	25986772	78.82	25986772	0	100	0
	E-Voting at AGM		0	0	0	0	0	0
	Total	**32971558**	**25986772**	**78.82**	**25986772**	**0**	**100**	**0**
Public Non Institutions	Remote E-Voting	40556362	6289	0.016	6289	0	100	0
	E-Voting at AGM		704861	1.74	704861	0	100	0
	Total	**40556362**	**711150**	**1.75**	**711150**	**0**	**100**	**0**
Grand Total		**133027920**	**86197922**	**64.80**	**86197922**	**0**	**100**	**0**

Y. SURYANARAYANA ADVOCATE HYDERABAD T.S.

Resolution No. 8:	**Payment of Commission to Non-Executive Directors**							
Resolution required: (Ordinary/ Special)	**Ordinary Resolution**							
Whether promoter/ promoter group are interested in the agenda/resolution?	**The Directors of the Company, other than Executive Chairman and Managing Director are considered to be interested in the said resolution to the extent of commission which may be paid to them.**							
Promoters / Public	**Mode of Voting**	**No. of shares held (1)**	**No. of votes polled (2)**	**% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100**	**No. of Votes – in favour (4)**	**No. of Votes – against (5)**	**% of Votes in favour on votes polled (6)=[(4)/(2)]* 100**	**% of Votes against on votes polled (7)=[(5)/(2)]* 100**
Promoter & Promoter Group	Remote E-Voting	59500000	0	0	0	0	0	0
	E-Voting at AGM		59500000	100	59500000	0	100	0
	Total	**59500000**	**59500000**	**0**	**59500000**	**0**	**0**	**0**
Public Institutions	Remote E-Voting	32971558	25986772	78.82	25443794	542978	97.911	2.09
	E-Voting at AGM		0	0	0	0	0	0
	Total	**32971558**	**25986772**	**78.82**	**25443794**	**542978**	**97.911**	**2.09**
Public Non Institutions	Remote E-Voting	40556362	6289	0.016	6289	0	100	0
	E-Voting at AGM		704861	1.74	704861	0	100	0
	Total	**40556362**	**711150**	**1.75**	**711150**	**0**	**100**	**0**
Grand Total		**133027920**	**86197922**	**64.80**	**85654944**	**542978**	**99.370**	**0.63**

Y. SURYANARAYANA ADVOCATE HYDERABAD T.S.

Resolution No. 9:	**Determination of fees for delivery of any document through a particular mode of delivery to a member**							
Resolution required: (Ordinary/ Special)	**Ordinary Resolution**							
Whether promoter/ promoter group are interested in the agenda/resolution?	**None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise**							
Promoters / Public	**Mode of Voting**	**No. of shares held (1)**	**No. of votes polled (2)**	**% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100**	**No. of Votes – in favour (4)**	**No. of Votes – against (5)**	**% of Votes in favour on votes polled (6)=[(4)/(2)]* 100**	**% of Votes against on votes polled (7)=[(5)/(2)]* 100**
Promoter & Promoter Group	Remote E-Voting	59500000	0	0	0	0	0	0
	E-Voting at AGM		59500000	100	59500000	0	100	0
	Total	**59500000**	**59500000**	**0**	**59500000**	**0**	**0**	**0**
Public Institutions	Remote E-Voting	32971558	25954483	78.72	24906572	1047911	95.963	4.04
	E-Voting at AGM		0	0	0	0	0	0
	Total	**32971558**	**25954483**	**78.72**	**24906572**	**1047911**	**95.963**	**4.04**
Public Non Institutions	Remote E-Voting	40556362	6289	0.016	6289	0	100	0
	E-Voting at AGM		704861	1.74	704861	0	100	0
	Total	**40556362**	**711150**	**1.75**	**711150**	**0**	**100**	**0**
Grand Total		**133027920**	**86165633**	**64.77**	**85117722**	**1047911**	**98.784**	**1.22**

Y. SURYANARAYANA ADVOCATE HYDERABAD T.S.