

**Y. Suryanarayana**

Advocate

Address: Nirmal Towers 200, Flat No. 106,  
Dwarkapuri Colony, Punjagutta,  
Hyderabad - 500082.



Office: 040-23350486

Mobile: 9849866556

E-mail: suryacorporatelawyer@gmail.com

**SCRUTINIZER'S COMBINED REPORT ON REMOTE E-VOTING AND ON POLL**  
**CONDUCTED AT THE 56<sup>TH</sup> 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 8<sup>th</sup> July, 2017 (09:00 hrs) to 10<sup>th</sup> July, 2017 (17:00 hrs) and on poll conducted at the 56<sup>th</sup> Annual General Meeting of CCL Products (India) Limited held on 11<sup>th</sup> July, 2017.

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 22<sup>nd</sup> day of May, 2017, for scrutinizing the e-voting process during 08.07.2017 to 10.07.2017 and for scrutinizing the poll conducted at the 56<sup>th</sup> 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 30<sup>th</sup> day of May, 2017.


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 8<sup>th</sup> July, 2017 (09:00 hrs) to 10<sup>th</sup> July, 2017 (17:00 hrs). The shareholders whose names appeared in the Register of Members / List of Beneficial Owners as on 05<sup>th</sup> day of July, 2017 (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 11<sup>th</sup> day of July, 2017, 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. Neha Dwivedi who were present as witnesses.

2. At the 56<sup>th</sup> AGM of the Company held on 11<sup>th</sup> day of July, 2017, at 11:00 A.M. at the Registered Office of the Company Situated at Duggirala, Guntur, Andhra Pradesh - 522330 India, the Company conducted poll for the shareholders who attended the meeting and who did not participate in the Remote E-voting to cast their votes through poll 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 08.07.2017 to 10.07.2017 and details of the voting at the AGM on each of the resolutions contained in the notice calling the 56<sup>th</sup> AGM of the Company.

Thanking You  
Yours Sincerely,

  
Y. Suryanarayana  
Advocate



Place: Hyderabad  
Date: 12<sup>th</sup> July, 2017



## ANNEXURE - I

Resolution No. 1:	To consider and adopt the audited standalone and consolidated Financial Statement of the Company for the year 2016-17 together with the Report of the Board of Directors and the 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	E-Voting	59635400	59635400	100	59635400	0	100	0
	Voting at AGM		0	0	0	0	0	0
	<b>Total</b>	<b>59635400</b>	<b>59635400</b>	<b>100</b>	<b>59635400</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	5595905	1849377	33.05	1849377	0	100	0
	Voting at AGM		0	0	0	0	0	0
	<b>Total</b>	<b>5595905</b>	<b>1849377</b>	<b>33.05</b>	<b>1849377</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Non Institutions	E-Voting	67796615	24219002	35.723	24219002	0	100	0
	Voting at AGM		21499	0.03	21499	0	100	0
	<b>Total</b>	<b>67796615</b>	<b>24240501</b>	<b>35.75</b>	<b>24240501</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Grand Total</b>		<b>133027920</b>	<b>85725278</b>	<b>64.44</b>	<b>85725278</b>	<b>0</b>	<b>100</b>	<b>0</b>

1/2/2017



Resolution No. 2:	Declaration of final dividend of Rs. 2.50/- per Equity Share of Rs. 2/- each.							
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)]*10 0	% of Votes against on votes polled (7)=[(5)/(2)]*1 00
Promoter & Promoter Group	E-Voting	59635400	59635400	100.00	59635400	0	100	0
	Voting at AGM		0	0	0	0	0	0
	Total	59635400	59635400	100	59635400	0	100	0
Public Institutions	E-Voting	5595905	3420017	61.12	3420017	0	100	0
	Voting at AGM		0	0	0	0	0	0
	Total	5595905	3420017	61.12	3420017	0	100	0
Public Non Institutions	E-Voting	67796615	24796385	36.57	24796385	0	100	0
	Voting at AGM		21499	0.03	21483	16	99.93	0.07
	Total	67796615	24817884	36.61	24817868	16	99.99	0.01
Grand Total		133027920	87873301	66.06	87873285	16	99.99	0.01






Resolution No. 3:	Re-appointment of Mr. B. Mohan Krishna as Director, who retires by rotation.							
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 Ms. Shantha Prasad Challa, Director of the Company and Mr. B. Mohan Krishna, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially 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	E-Voting	59635400	59635400	100.00	59635400	0	100	0
	Voting at AGM		0	0	0	0	0	0
	<b>Total</b>	<b>59635400</b>	<b>59635400</b>	<b>100</b>	<b>59635400</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	5595905	3420017	61.12	3420017	0	100	0
	Voting at AGM		0	0	0	0	0	0
	<b>Total</b>	<b>5595905</b>	<b>3420017</b>	<b>61.12</b>	<b>3420017</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Non Institutions	E-Voting	67796615	24796135	36.57	17147064	7649071	69.15	30.85
	Voting at AGM		21499	0.03	21483	16	99.93	0.07
	<b>Total</b>	<b>67796615</b>	<b>24817634</b>	<b>36.61</b>	<b>17168547</b>	<b>7649087</b>	<b>69.18</b>	<b>30.82</b>
<b>Grand Total</b>		<b>133027920</b>	<b>87873051</b>	<b>66.06</b>	<b>80223964</b>	<b>7649087</b>	<b>91.30</b>	<b>8.70</b>

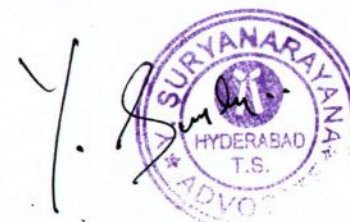


Resolution No. 4:	Re-appointment of Ms. Shantha Prasad Challa as Director, who retires by rotation.							
Resolution required: (Ordinary/ Special)	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	Except Mr. Challa Rajendra Prasad, Executive Chairman, 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)]*10 0	% of Votes against on votes polled (7)=[(5)/(2)]*1 00
Promoter & Promoter Group	E-Voting	59635400	59635400	100.00	59635400	0	100	0
	Voting at AGM		0	0	0	0	0	0
	<b>Total</b>		<b>59635400</b>	<b>100</b>	<b>59635400</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	5595905	3420017	61.12	3420017	0	100	0
	Voting at AGM		0	0	0	0	0	0
	<b>Total</b>		<b>3420017</b>	<b>61.12</b>	<b>3420017</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Non Institutions	E-Voting	67796615	24796385	36.57	16954255	7842130	68.37	31.63
	Voting at AGM		21499	0.03	21483	16	99.93	0.07
	<b>Total</b>		<b>24817884</b>	<b>36.61</b>	<b>16975738</b>	<b>7842146</b>	<b>68.40</b>	<b>31.60</b>
<b>Grand Total</b>		<b>133027920</b>	<b>87873301</b>	<b>66.06</b>	<b>80031155</b>	<b>7842146</b>	<b>91.08</b>	<b>8.92</b>





Resolution No. 5:	Appointment of Statutory 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)]*10 0	% of Votes against on votes polled (7)=[(5)/(2)]*1 00
Promoter & Promoter Group	E-Voting	59635400	59635400	100.00	59635400	0	100	0
	Voting at AGM		0	0	0	0	0	0
	<b>Total</b>	<b>59635400</b>	<b>59635400</b>	<b>100</b>	<b>59635400</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	5595905	3420017	61.12	3420017	0	100	0
	Voting at AGM		0	0	0	0	0	0
	<b>Total</b>	<b>5595905</b>	<b>3420017</b>	<b>61.12</b>	<b>3420017</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Non Institutions	E-Voting	67796615	24796385	36.57	24603326	193059	99.22	0.78
	Voting at AGM		21499	0.03	21483	16	99.93	0.07
	<b>Total</b>	<b>67796615</b>	<b>24817884</b>	<b>36.61</b>	<b>24624809</b>	<b>193075</b>	<b>99.22</b>	<b>0.78</b>
<b>Grand Total</b>		<b>133027920</b>	<b>87873301</b>	<b>66.06</b>	<b>87680226</b>	<b>193075</b>	<b>99.78</b>	<b>0.22</b>



Resolution No. 6:	Appointment of Mr. B. Mohan Krishna as Whole Time Director and to fix his remuneration							
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 Ms. Shantha Prasad Challa, Director of the Company and Mr. B. Mohan Krishna, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financialiy 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)]*10 0	% of Votes against on votes polled (7)=[(5)/(2)]*1 00
Promoter & Promoter Group	E-Voting	59635400	59635400	100.00	59635400	0	100	0
	Voting at AGM		0	0	0	0	0	0
	<b>Total</b>	<b>59635400</b>	<b>59635400</b>	<b>100</b>	<b>59635400</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	5595905	3420017	61.12	3420017	0	100	0
	Voting at AGM		0	0	0	0	0	0
	<b>Total</b>	<b>5595905</b>	<b>3420017</b>	<b>61.12</b>	<b>3420017</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Non Institutions	E-Voting	67796615	24796385	36.57	24796385	0	100	0
	Voting at AGM		21499	0.03	21484	15	99.93	0.07
	<b>Total</b>	<b>67796615</b>	<b>24817884</b>	<b>36.61</b>	<b>24817869</b>	<b>15</b>	<b>99.99</b>	<b>0.01</b>
<b>Grand Total</b>		<b>133027920</b>	<b>87873301</b>	<b>66.06</b>	<b>87873286</b>	<b>15</b>	<b>100.00</b>	<b>0.00</b>






Resolution No. 7:	Approval of the Remuneration of 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)]*10 0	% of Votes against on votes polled (7)=[(5)/(2)]*1 00
Promoter & Promoter Group	E-Voting	59635400	59635400	100.00	59635400	0	100	0
	Voting at AGM		0	0	0	0	0	0
	<b>Total</b>	<b>59635400</b>	<b>59635400</b>	<b>100</b>	<b>59635400</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	5595905	3420017	61.12	3420017	0	100	0
	Voting at AGM		0	0	0	0	0	0
	<b>Total</b>	<b>5595905</b>	<b>3420017</b>	<b>61.12</b>	<b>3420017</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Non Institutions	E-Voting	67796615	24796385	36.57	24796385	0	100	0
	Voting at AGM		21499	0.03	21399	100	99.53	0.47
	<b>Total</b>	<b>67796615</b>	<b>24817884</b>	<b>36.61</b>	<b>24817784</b>	<b>100</b>	<b>99.99</b>	<b>0.01</b>
<b>Grand Total</b>		<b>133027920</b>	<b>87873301</b>	<b>66.06</b>	<b>87873201</b>	<b>100</b>	<b>99.99</b>	<b>0.01</b>



Resolution No. 8:	Approval for increase in FPI/FII holding in the Company							
Resolution required: (Ordinary/ Special)	Special 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)]*10 0	% of Votes against on votes polled (7)=[(5)/(2)]*1 00
Promoter & Promoter Group	E-Voting	59635400	59635400	100.00	59635400	0	100	0
	Voting at AGM		0	0	0	0	0	0
	<b>Total</b>	<b>59635400</b>	<b>59635400</b>	<b>100</b>	<b>59635400</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	5595905	3420017	61.12	3420017	0	100	0
	Voting at AGM		0	0	0	0	0	0
	<b>Total</b>	<b>5595905</b>	<b>3420017</b>	<b>61.12</b>	<b>3420017</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Non Institutions	E-Voting	67796615	24796385	36.57	24796385	0	100	0
	Voting at AGM		21499	0.03	21484	15	99.93	0.07
	<b>Total</b>	<b>67796615</b>	<b>24817884</b>	<b>36.61</b>	<b>24817869</b>	<b>15</b>	<b>99.99</b>	<b>0.01</b>
<b>Grand Total</b>		<b>133027920</b>	<b>87873301</b>	<b>66.06</b>	<b>87873286</b>	<b>15</b>	<b>100.00</b>	<b>0.00</b>

Y. S. 