

### **SCRUTINIZER'S REPORT**

To  
The Wholetime Director,  
Innovative Foods Limited,  
Chakolas Habitat, A Block 1C,  
Thevara Ferry Road, Cochin - 682013

Dear Sir,

Annual General Meeting of the Equity Shareholders of M/s. Innovative Foods Limited (CIN:U51909KL1989PLC005465) held on 27<sup>th</sup> November 2020 through Video Conferencing at 11.00 AM

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I, A S Narayanan, Company Secretary in Practice, appointed as Scrutinizer vide resolution of the Board of Directors of the Company, for the purpose of scrutinizing the remote e-voting and voting at the Annual General Meeting on the resolutions contained in the Notice dated 28/10/2020 submit my report as under:

- i. The members of the company as on the cut-off date i.e. 20/11/2020 were entitled to vote on the resolutions (Ordinary Resolution being Item Nos:-1, 2 and 3, Special Resolution being Item no. 4 and 5) as set out in the Notice of the Annual General Meeting of the Company.
- ii. The remote e-voting period remained open from 9.00 am on, 24/11/2020 till 5.00 pm on 26/11/2020. As the meeting through video conferencing (VC) mode, voting at the venue has been made available.
- iii. The Company had appointed **National Securities Depository Limited (NSDL)** as the Operating agency for E-voting purposes. The Company had also appointed **Integrated Enterprises (India) Ltd.** as Registrar and Share Transfer Agents. EVSN (Electronic Voting Sequence Number) 114850 had been allotted for e-voting at the Company's Annual General Meeting.

- iv. The vote cast through electronic means through remote e-voting were unblocked on 27/11/2020 in presence of one witness viz. 1. Ms.Anitha G Menon, who is not in the employment of the Company. They have signed below signifying their confirmation of the e-votes having been unblocked in their presence.
- v. Final voting report on E-voting was generated from the official e-voting website [www.evoting.nsdl.com](http://www.evoting.nsdl.com), following the prescribed procedure, which was duly checked and validated by me, From the said two reports, a Consolidated Voting Report was prepared, which is attached and which forms part of this Report.

**Given below is the consolidated summary of results of remote e-voting and voting at general meeting through e-voting:**

**ORDINARY BUSINESS**

**Item No. 1:-**

**Ordinary Resolution**

To receive, consider and adopt the audited Profit and Loss account for the year ended 31.03.2020 and the Balance Sheet of the company as at 31.03.2020 together with the Reports of Directors and Auditors thereon.

<b>Method of Voting</b>	<b>Voted in favour of the resolution</b>	<b>Voted against the resolution</b>	<b>Abstained/Invalid</b>	<b>Total votes</b>
Remote E-voting	108188958	NIL	NIL	108188958
Voting at General Meeting				
By ballot-	NIL	NIL	NIL	
<b>Total votes</b>	<b>108188958</b>	<b>NIL</b>	<b>NIL</b>	<b>108188958</b>
RESULT	Passed by Majority votes			

**Item No.2:-**

**Ordinary Resolution**

To appoint a Director in place of Mr. MithunAppaiah, who retires by rotation and being eligible, offers himself for reappointment.

<b>Method of Voting</b>	<b>Voted in favour of the resolution</b>	<b>Voted against the resolution</b>	<b>Abstained/Invalid</b>	<b>Total votes</b>
Remote E-voting	108188858	100	NIL	108188958
Voting at General Meeting				
By ballot-	NIL	NIL	NIL	
<b>Total votes</b>	<b>108188858</b>	<b>100</b>	<b>NIL</b>	<b>108188958</b>
RESULT	Passed by Majority votes			

**Item No.3:-**

**Ordinary Resolution**

To Appoint Auditors of the Company

<b>Method of Voting</b>	<b>Voted in favour of the resolution</b>	<b>Voted against the resolution</b>	<b>Abstained/Invalid</b>	<b>Total votes</b>
Remote E-voting	108188858	100	NIL	108188958
Voting at General Meeting				
By ballot-	NIL	NIL	NIL	
<b>Total votes</b>	<b>108188858</b>	<b>100</b>	<b>NIL</b>	<b>108188958</b>
RESULT	Passed by Majority votes			

**SPECIAL BUSINESS**

**Item No.4:-**

**Special Resolution**

Re-appointment of and remuneration payable to Mr. P Manoj Kumar as Whole-time Director of the Company

<b>Method of Voting</b>	<b>Voted in favour of the resolution</b>	<b>Voted against the resolution</b>	<b>Abstained/Invalid</b>	<b>Total votes</b>
Remote E-voting	108188858	100	NIL	108188858
Voting at General Meeting				
By ballot-	NIL	NIL	NIL	
<b>Total votes</b>	<b>108188858</b>	<b>100</b>	<b>NIL</b>	<b>108188958</b>
RESULT	Passed by Majority votes			

**Item No.5:-**

**Special Resolution**

To approve remuneration payable to Mr. MithunAppaiah, Chief Executive Officer and Director of the Company

<b>Method of Voting</b>	<b>Voted in favour of the resolution</b>	<b>Voted against the resolution</b>	<b>Abstained/Invalid</b>	<b>Total votes</b>
Remote E-voting	108188858	100	NIL	108188958
Voting at General Meeting				
By ballot-	NIL	NIL	NIL	
<b>Total votes</b>	<b>108188858</b>	<b>100</b>	<b>NIL</b>	<b>108188958</b>
RESULT	Passed by Majority votes			

**A S NARAYANAN**  
**COMPANY SECRETARY IN PRACTICE**  
**ACS M. 6972, CP.8147**

**WARD NO.VI/331, AISHWARYAM**  
**KOTTAI CRUSHER ROAD, KOTTAI**  
**NEDUMBASSERY PO, ALUVA - 683585**

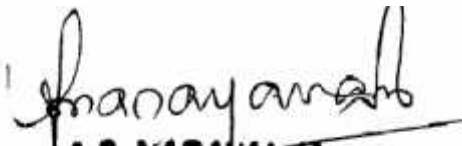
All the above mentioned resolutions are passed with requisite majority.

This is for your appropriate action and doing the needful in the matter.

**UDIN: A006972B001341624**

Thank you

Yours faithfully

  
**A.S. NARAYANAN**  
**Company Secretary in Practice**  
**ACS M No.6972**  
**CP No.8147**

A S Narayanan  
(Scrutinizer)  
Scrutiniser Entity ID: 79732

Place:Aluva

Date:27/11/2020