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S Dhanapal & Associates **Practising Company Secretaries**

Partners

S. Dhanapal, B.Com., B.A.B.L., F.C.S
N. Ramanathan, B.Com., F.C.S
Smita Chirimar, M.Com., A.C.S., DCG (ICSI)
R. Pratheepa, B.C.S., A.C.S

Report of Scrutinizer

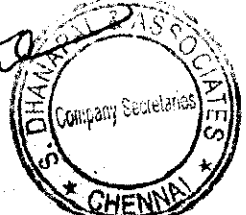
[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rules 20 and 21 of the
Companies (Management and Administration) Rules, 2014]

To,
The Chairman
30th Annual General Meeting of the Equity Shareholders of
M/s. Hatsun Agro Product Ltd.
Chennai

Dear Sir,

I, N. Ramanathan, Partner of M/s. S Dhanapal & Associates, a firm of Practising Company Secretaries, was appointed as Scrutinizer by the Board of Directors of M/s. Hatsun Agro Product Ltd. ("the Company") for the purpose of scrutinizing e-voting process (remote e-voting) and poll taken at the 30th Annual General Meeting pursuant to Section 108, 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 30th Annual General meeting of the Equity Shareholders of M/s. Hatsun Agro Product Ltd., held on Friday, the 28th day of August, 2015 at 10.15 A.M. at JD Mahal, Ground Floor, No.300, 200 Ft. Radial Road, Kovilambakkam, Chennai - 600 117, submit the combined results of voting by electronic means (remote e-voting and poll as under.

The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting by using polling papers by the shareholders on the resolutions proposed in the Notice of the 30th Annual General Meeting of the Company is the responsibility of the Company. My responsibility as a Scrutinizer is to ensure that the voting process, through electronic means, ballot and by use of polling papers at the meeting are conducted in a fair and transparent manner and render consolidated scrutinizier's report of the total votes cast in favour or against if any to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL), voting by ballot and the for voting by use of polling papers at the meeting.

N. Ramanathan


The consolidated results of the voting are as under:

Resolution No. 1 - Adoption of the Audited Balance Sheet as at 31st March, 2015 and the Profit & Loss Statement, Cash Flow Statement for the year ended 31st March, 2015 together with the Reports of the Directors and Auditors thereon

	No. of Shares	No. of Members
Total Votes Cast	97972840	133
Less: Invalid votes	20554	6
Net Valid votes cast	97952286	127
Votes cast in favour	97952286	127
Votes Cast against	0	0

% of total valid votes cast in favour of the resolution: 100
% of total valid votes cast against the resolution: Nil

Resolution No. 2 - Ratification of interim dividend

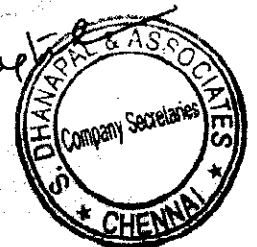
	No. of Shares	No. of Members
Total Votes Cast	97973040	134
Less: Invalid votes	20554	6
Net Valid votes cast	97952486	128
Votes cast in favour	97952486	128
Votes Cast against	0	0

% of total valid votes cast in favour of the resolution: 100
% of total valid votes cast against the resolution: Nil

Resolution No. 3 - Re-appointment of Mr. R G Chandramogan, Director, retiring by rotation

	No. of Shares	No. of Members
Total Votes Cast	97973040	134
Less: Invalid Votes	20554	6
Net Valid votes cast	97952486	128
Votes cast in favour	97952364	127
Votes Cast against	122	1

% of total valid votes cast in favour of the resolution: 99.99
% of total valid votes cast against the resolution: 0.01



Resolution No. 4 – Ratification of appointment of M/s S.R.Batlboi & Associates, LLP, Chartered Accountants, Chennai, as the Statutory Auditors of the Company

	No. of Shares	No. of Members
Total Votes Cast	97972840	133
Less: Invalid votes	20554	6
Net Valid votes cast	97952286	127
Votes cast in favour	97951164	125
Votes Cast against	1122	2

% of total valid votes cast in favour of the resolution: 99.99
 % of total valid votes cast against the resolution: 0.01

Resolution No. 5 – Appointment of Dr. Chalini Madhivanan as an Independent Director

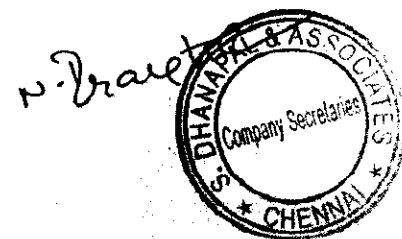
	No. of Shares	No. of Members
Total Votes Cast	97973040	134
Less: Invalid votes	20554	6
Net Valid votes cast	97952486	128
Votes cast in favour	97951364	126
Votes Cast against	1122	2

% of total valid votes cast in favour of the resolution: 99.99
 % of total valid votes cast against the resolution: 0.01

Resolution No. 6 – Appointment of Shri Balaji Tammineedi as an Independent Director

	No. of Shares	No. of Members
Total Votes Cast	97972840	133
Less: Invalid votes	20554	6
Net Valid votes cast	97952286	127
Votes cast in favour	97951164	125
Votes Cast against	1122	2

% of total valid votes cast in favour of the resolution: 99.99
 % of total valid votes cast against the resolution: 0.01



Resolution No. 7 – Fixation of Remuneration of Cost Auditor

	No. of Shares	No. of Members
Total Votes Cast	97972840	133
Less: Invalid votes	20554	6
Net Valid votes cast	97952286	127
Votes cast in favour	97952286	127
Votes Cast against	0	0

of total valid votes cast in favour of the resolution: 100

% of total valid votes cast against the resolution: Nil

Resolution No. 8 – Payment of donation to Raja K.S.P. Ganesan Charities for carrying out CSR activities

	No. of Shares	No. of Members
Total Votes Cast	97972840	133
Less: Invalid votes	83976026	26
Net Valid votes cast	13996814	107
Votes cast in favour	13996813	106
Votes Cast against	1	1

% of total valid votes cast in favour of the resolution: 100

% of total valid votes cast against the resolution: 0.00

Thanking you,

Dated: 29.08.2015

Yours faithfully,
For S Dhanapal & Associates
(A firm of Practising Company Secretaries)

N. Ramanathan

N. Ramanathan
Partner
Membership # F6665
CP # 11084

For HATSUN AGRO PRODUCT LTD.

M. Chandrasekar

Managing Director