



To,  
Corporate Relationship Dept.  
The Bombay Stock Exchange Limited,  
25<sup>th</sup> Floor, J.P. Tower,  
Dalal Street, Fort  
Mumbai -400023

Dt..04.10.2015

Sub : Scrutinizer's Combined Report on Remote e-voting and poll at the AGM held on Sep. 30<sup>th</sup> 2015

Dear Sir,

We are sending herewith fresh Scrutinizer Report please consider the same and cancel our previous one, which was sending to you on 01.10.2015. There is a clerical mistake in our previous scrutinizer Report.

Also, we are enclosed herewith Combined Report of E-Voting and poll paper.

Thanking you,  
For, Galaxy Agrico Exports Limited

Director.

Encl :- (1) Fresh Scrutinizer Report.

(2) Combined Report of E-Voting and Poll Paper

**FORM NO – MGT 13**  
**REPORT OF SCRUTINIZER**

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

To,  
The Chairman,  
Galaxy Agrico Exports Limited,  
236 Jaikishan Ind. Estate,  
B/h Murlidhar Weigh Bridge,  
Veraval (Shapar)-360024  
Dist. Rajkot. (Gujarat) INDIA.

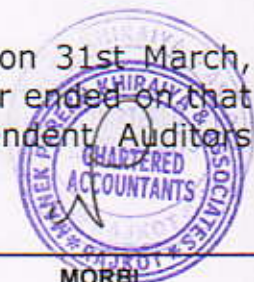
I, CA. Nishant P. Parekh, Practicing Chartered Accountant (Membership No. 122936) Partner of M/s. Manek Parekh Khiraiya & Associates, Rajkot was appointed as the Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 21<sup>st</sup> Annual General Meeting of the members of "**Galaxy Agrico Exports Limited**" ("*Company*") to be held on Wednesday, 30<sup>th</sup> September 2015 at 11.00 a.m. at registered office of the Company situated at 236 Jai Kishan Industrial Estate, Behind Murlidhar Weigh Bridge, Veraval-Shapar 360024, Dist: Rajkot 360024 (Gujarat), submit my report as under :

- 1). After the time fixed for closing of the poll by the Chairman, a ballot box was kept for polling and was locked in my presence with due identification marks placed by me.
- 2). The Locked Ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The Poll Papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the Authorizations/Proxies lodged with the Company.
- 3). The Poll Papers, which were incomplete and/ or which were otherwise found defective or if signature of any shareholder did not match with the records have been treated as invalid and were kept separately.
- 4). The results of the Poll are as under:

**[ORDINARY RESOLUTIONS]**

**Resolution 1**

To Receive, Consider and Adopt the Audited Balance Sheet as on 31st March, 2015 and Statement of Profit and Loss and Cash Flow for the year ended on that date together with reports of Board of Directors and independent Auditors thereon.



**JUNAGADH**

227, 2nd Floor, Shikhar Complex,  
Jayshree Cinema Road, Junagadh - 362 001.

☎ 0285 2651501

**BHAVNAGAR**

227, Madhav Hills, Waghavadi Road,  
Opp. Takhteshwar Temple, Bhavnagar - 364 001

☎ 0278 2221700

**MORBI**

F-12, 1st Floor, Parekh Shopping Center,  
Opp. Old Bus Station, Morbi - 363 641.

☎ 02822 2225115

Number of Members present & proxy ( in person or in proxy)	Total No. of Votes Casted	Total No. of Votes in Favour	Total No. of Votes Against	% of total number of Valid Votes Cast
06 Members	1,04,100	1,04,100	NIL	100.00%

### Resolution 2

Appointment of a Director in the place of Mr. Sanjay Jayantilal Patel (DIN 01632620) who retires by rotation and being eligible offers himself for reappointment

Number of Members present & proxy ( in person or in proxy)	Total No. of Votes Casted	Total No. of Votes in Favour	Total No. of Votes Against	% of total number of Valid Votes Cast
06 Members	1,04,100	1,04,100	NIL	100.00%

### Resolution 3

To consider and if thought fit, to pass with or without modification(s), the Following Resolution as an ordinary resolution.

"RESOLVED THAT pursuant to the provisions of section 139 of the Companies Act, 2013 (Act) and other applicable provisions if any of the Act and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s ARUN M KOTHARI., Chartered Accountants (M. No. 108669), the retiring Auditors of the Company, be and are hereby re-appointed as Auditor of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of ensuing Annual General Meeting, including terms of payment to be fixed by the Board of Directors of the Company, based on the recommendation of the Audit Committee, plus service tax and such other tax(es), as may be applicable, and reimbursement of all out-of-pocket expenses in connection with the audit of the accounts of the Company.

Number of Members present & proxy ( in person or in proxy)	Total No. of Votes Casted	Total No. of Votes in Favour	Total No. of Votes Against	% of total number of Valid Votes Cast
06 Members	1,04,100	1,04,100	NIL	100.00%



## [SPECIAL RESOLUTIONS]

### Resolution 4

Appointment of Mrs. Mausamiben Sadaria (Din: 07046365) as a Director:

To consider and if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

"RESOLVED that pursuant to the provisions of Section 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the Rules made there under (including any statutory modification(s) or re-enactments thereof for the time being in force), Mrs. Mausamiben Sadaria (DIN: 07046365) who was appointed as an Additional Director of the Company by the Board of Directors at its meeting held on January 05, 2015 and whose term of office expires at this Annual General Meeting ('AGM') and in respect of whom the Company has received a notice in writing from member along with the deposit of requisite amount under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation".

Number of Members present & proxy ( in person or in proxy)	Total No. of Votes Casted	Total No. of Votes in Favour	Total No. of Votes Against	% of total number of Valid Votes Cast
06 Members	1,04,100	1,04,100	NIL	100.00%

### Resolution 5

Appointment of Mr. Jagdish Shah (Din: 07158142) as a Director:

To consider and if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

RESOLVED that pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions if any of the Companies Act 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement Mr. Jagdish Shah (Din: 07158142) who was appointed as an Additional Director of the company with effect from April 20, 2015 and holds office as such up to the date of this Annual General Meeting and in respect of whom the company has received notice in writing from a member under Section 160 of the Companies Act 2013 proposing her candidature for the office of Independent Director be and is hereby appointed as an Independent Director of the Company to hold office for a period up to 30th September 2019.

Number of Members present & proxy ( in person or in proxy)	Total No. of Votes Casted	Total No. of Votes in Favour	Total No. of Votes Against	% of total number of Valid Votes Cast
06 Members	1,04,100	1,04,100	NIL	100.00%



- 5). A Compact Disc (CD) containing a list of equity shareholders who voted "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 the Company Secretary / Director authorized by the Board for safe keeping.

Thanking You,

Yours truly,

For, **Manek Parekh Khiraiya & Associates**  
Chartered Accountants

Place : Rajkot  
Date : 01-10-2015


**[CA.N. P. Parekh]**  
Partner  
**M. No. 122936**

**REPORT OF SCRUTINIZER**  
**[E-VOTING]**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3) (xi) of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairman,  
Galaxy Agrico Exports Limited,  
236 Jaikishan Ind. Estate,  
B/h Murlidhar Weigh Bridge,  
Veraval (Shapar)-360024  
Dist. Rajkot. (Gujarat) INDIA.

I, CA. Nishant P. Parekh , Practicing Chartered Accountant (Membership No. 122936) Partner of M/s. Manek Parekh Khiraiya & Associates, Rajkot was appointed as the Scrutinizer in connection with 21<sup>st</sup> Annual General Meeting of the members of **"Galaxy Agrico Exports Limited"** ("Company") to be held on Wednesday, 30<sup>th</sup> September 2015 at 11.00 a.m. at registered office of the Company situated at 236 Jai Kishan Industrial Estate, Behind Murlidhar Weigh Bridge, Veraval- Shapar 360024, Dist: Rajkot 360024 (Gujarat) for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of the Companies Act, 2013 and sub-rule (xi) of Rule 20 of the Companies (Management and Administration) Rules, 2014 on the resolutions referred to in this report.

The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to the voting through electronic means on the resolutions contained in Notice to the 21<sup>st</sup> Annual General Meeting of the shareholders of the company. My responsibility as a Scrutinizer for the e-voting process is restricted to make Scrutinizer Report of the votes cast "in favour" or "against" the resolutions stated above, based on the report generated form e-voting system provided by Central Depository Services (India) Limited, the authorised authority to provide e-voting facilities, engaged by the company.

Further to above, I submit my report as under:

- 1) The E- voting period remained open from 09.00 AM IST on Sunday, the 27<sup>th</sup> day of September, 2015 up to 05.00 PM IST on Tuesday, the 29<sup>th</sup> day of September, 2015.



**JUNAGADH**

227, 2nd Floor, Shikhar Complex,  
Jayshree Cinema Road, Junagadh - 362 001.  
☎ 0285-2651501.

**BHAVNAGAR**

227, Madhav Hills, Waghavadi Road,  
Opp. Takhteshwar Temple, Bhavnagar - 364 001.  
☎ 0278-2221709.

**MORBI**

F-12, 1st Floor, Parekh Shopping Center,  
Opp. Old Bus Station, Morbi - 363 641.  
☎ 02822-222511.

- 2) The Shareholders holding shares as on the "cut off" date, i.e. 20th day of September, 2015 were entitled to vote on the proposed 05 (Five) resolutions as mentioned in the notice dated 31<sup>st</sup> August, 2015 of the Annual General Meeting of the Company.
- 3) The votes were unblocked on Wednesday, the 30<sup>th</sup> day of October, 2015 at 05.00 pm IST in the presence of two witnesses, namely, Mr. Vipul R. Gandhi and Mr. Amit J. Vadera who are not in employment of the company.
- 4) Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-Voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com>).
- 5) Based on such report generated, the results of the e-voting [EVSN : 150901118] is as under :

### **[ORDINARY RESOLUTIONS]**

#### **Resolution 1**

To Receive, Consider and Adopt the Audited Balance Sheet as on 31st March, 2015 and Statement of Profit and Loss and Cash Flow for the year ended on that date together with reports of Board of Directors and independent Auditors thereon.

<b>Number of Members voted through electronic voting system</b>	<b>Total No. of Votes Casted</b>	<b>Total No. of Votes in Favour</b>	<b>Total No. of Votes Against</b>	<b>% of total number of Valid Votes Cast</b>
34 Members	20,85,970	20,85,970	NIL	100.00%

#### **Resolution 2**

Appointment of a Director in the place of Mr. Sanjay Jayantilal Patel (DIN 01632620) who retires by rotation and being eligible offers himself for reappointment

<b>Number of Members voted through electronic voting system</b>	<b>Total No. of Votes Casted</b>	<b>Total No. of Votes in Favour</b>	<b>Total No. of Votes Against</b>	<b>% of total number of Valid Votes Cast</b>
34 Members	20,85,970	20,85,970	NIL	100.00%



### **Resolution 3**

To consider and if thought fit, to pass with or without modification(s), the Following Resolution as an ordinary resolution.

"RESOLVED THAT pursuant to the provisions of section 139 of the Companies Act, 2013 (Act) and other applicable provisions if any of the Act and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s ARUN M KOTHARI., Chartered Accountants (M. No. 108669), the retiring Auditors of the Company, be and are hereby re-appointed as Auditor of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of ensuing Annual General Meeting, including terms of payment to be fixed by the Board of Directors of the Company, based on the recommendation of the Audit Committee, plus service tax and such other tax(es), as may be applicable, and reimbursement of all out-of-pocket expenses in connection with the audit of the accounts of the Company.

<b>Number of Members voted through electronic voting system</b>	<b>Total No. of Votes Casted</b>	<b>Total No. of Votes in Favour</b>	<b>Total No. of Votes Against</b>	<b>% of total number of Valid Votes Cast</b>
34 Members	20,85,970	20,85,970	NIL	100.00%

### **[SPECIAL RESOLUTIONS]**

#### **Resolution 4**

Appointment of Mrs. Mausamiben Sadaria (Din: 07046365) as a Director:

To consider and if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

"RESOLVED that pursuant to the provisions of Section 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the Rules made there under (including any statutory modification(s) or re-enactments thereof for the time being in force), Mrs. Mausamiben Sadaria (DIN: 07046365) who was appointed as an Additional Director of the Company by the Board of Directors at its meeting held on January 05, 2015 and whose term of office expires at this Annual General Meeting ('AGM') and in respect of whom the Company has received a notice in writing from member along with the deposit of requisite amount under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation".

<b>Number of Members voted through electronic voting system</b>	<b>Total No. of Votes Casted</b>	<b>Total No. of Votes in Favour</b>	<b>Total No. of Votes Against</b>	<b>% of total number of Valid Votes Cast</b>
34 Members	20,85,970	20,85,970	NIL	100.00%





## **Resolution 5**

Appointment of Mr. Jagdish Shah (Din: 07158142) as a Director:

To consider and if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

RESOLVED that pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions if any of the Companies Act 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement Mr. Jagdish Shah (Din: 07158142) who was appointed as an Additional Director of the company with effect from April 20, 2015 and holds office as such up to the date of this Annual General Meeting and in respect of whom the company has received notice in writing from a member under Section 160 of the Companies Act 2013 proposing her candidature for the office of Independent Director be and is hereby appointed as an Independent Director of the Company to hold office for a period up to 30th September 2019.

<b>Number of Members voted through electronic voting system</b>	<b>Total No. of Votes Casted</b>	<b>Total No. of Votes in Favour</b>	<b>Total No. of Votes Against</b>	<b>% of total number of Valid Votes Cast</b>
34 Members	20,85,970	20,85,970	NIL	100.00%

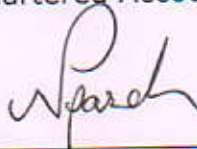
I hereby confirm that the register and all other papers relating to e-voting shall remain in my safe custody until the chairman considers, approve and signs the Minutes and thereafter I shall return the Register and other related papers to the company.

Thanking You,

Yours truly,

For, **Manek Parekh Khiraiya & Associates**  
Chartered Accountants

Place : Rajkot  
Date : 01-10-2015



**[CA. N. P. Parekh]**  
Partner  
M. No. 122936

## COMBINED REPORT OF E-VOTING AND POLL PAPER

### INFORMATION OF THE COMPANY

NAME OF THE COMPANY	GALAXY AGRICO EXPORTS LIMITED
CORPORATE IDENTIFICATION NUMBER	L01110G11994PLC021368
ADDRESS OF THE COMPANY	236 JAIKISHAN IND. ESTATE, B/H MURLIDHAR WEIGH BRIDGE, VERAVAL (SHAPAR) 360024 DIST. RAJKOT
ISIN NUMBER	INE803L01016
SCRIP CODE	531911
DATE OF THE ANNUAL GENERAL MEETING	30 <sup>TH</sup> SEPTEMBER 2015

Sr. No.	Resolution	E-voting Mode			Poll Mode			Total		
		No. of Share Holder Voted	Votes Cast in Favor	Vote Cast Against	No. of Share Holder Voted	Votes Cast in Favor	Vote Cast Against	No. of Share Holder Voted	Votes Cast in Favor	Vote Cast Against
01	To Receive, Consider and Adopt the Audited Balance Sheet as on 31 <sup>st</sup> March, 2015 and Statement of Profit and Loss and Cash Flow for the year ended on that date together with reports of Board of Directors and independent Auditors thereon	20,85,970	20,85,970	NIL	1,04,100	1,04,100	NIL	21,90,070	21,90,070	NIL



## COMBINED REPORT OF E-VOTING AND POLL PAPER

02	RESOLVED THAT Mr. Sanjay Jayantilal Patel (DIN 01632620), who retires as Director pursuant to the provisions of Section 152 of the Companies Act, 2013, is and is hereby re-appointed as a Director of the Company."	20,85,970	20,85,970	NIL	1,04,100	1,04,100	NIL	21,90,070	21,90,070	NIL
03	"RESOLVED THAT pursuant to the provisions of section 139 of the Companies Act, 2013 (Act) and other applicable provisions if any of the Act and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s ARUN M KOTHARI, Chartered Accountants (M. No. 108669), the retiring Auditors of the Company, be and are	20,85,970	20,85,970	NIL	1,04,100	1,04,100	NIL	21,90,070	21,90,070	NIL



## COMBINED REPORT OF E-VOTING AND POLL PAPER

<p>04</p> <p>"RESOLVED that pursuant to the provisions of Section 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the Rules made there</p>	<p>20,85,970</p>	<p>20,85,970</p>	<p>NIL</p>	<p>1,04,100</p>	<p>1,04,100</p>	<p>NIL</p>	<p>21,90,070</p>	<p>21,90,070</p>	<p>NIL</p>
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hereby re-appointed as Auditor of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of ensuing Annual General Meeting, including terms of payment to be fixed by the Board of Directors of the Company, based on the recommendation of the Audit Committee, plus service tax and such other tax(es), as may be applicable, and reimbursement of all out-of-pocket expenses in connection with the audit of the accounts of the Company.



**COMBINED REPORT OF E-VOTING AND POLL PAPER**

<p>under (including any statutory modification(s) or re-enactments thereof for the time being in force). Mrs. Mausamiben Sadaria (DIN: 07046365) who was appointed as an Additional Director of the Company by the Board of Directors at its meeting held on January 05, 2015 and whose term of office expires at this Annual General Meeting ('AGM') and in respect of whom the Company has received a notice in writing from member along with the deposit of requisite amount under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation".</p>									
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**COMBINED REPORT OF E-VOTING AND POLL PAPER**

05	RESOLVED that pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions if any of the Companies Act 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement Mr. Jagdish Shah (Din: 07158142) who was appointed as an Additional Director of the company with effect from April 20, 2015 and holds office as such up to the date of this Annual General Meeting and in respect of whom the company has received notice in writing from a member under Section 160 of the Companies Act 2013 proposing her	20,85,970	20,85,970	NIL	1,04,100	1,04,100	NIL	21,90,070	21,90,070	NIL
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**COMBINED REPORT OF E-VOTING AND POLL PAPER**

candidature for the office of Independent Director be and is hereby appointed as an Independent Director of the Company to hold office for a period up to 30 <sup>th</sup> September 2019										
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for

**GALAXY AGRICO EXPORTS LIMITED**

