

Scrutinizer's Report

[Pursuant to Section 108 and 110 of the Companies Act; 2013 and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended

To,
The Chairman/Managing Director
Baba Agro Food Limited
(Formerly known as Sri Krishna Metcom Limited)
504, Mangal Murti Heights, 5th Floor,
Harmu Road, Ranchi, Jharkhand-834001

Dear Sir,

I, Sumeet Kumar, Practicing Chartered Accountant, was appointed as a Scrutinizer by Baba Agro Food Limited ("the Company") for the purpose of scrutinizing the voting process (electronically) in a fair and transparent manner and ascertaining the requisite majority of voting carried out as per the provisions of Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended in respect of Special Resolution for Voluntary Delisting of Equity shares of the Company from the NSE in accordance with the SEBI (Delisting of Equity Shares) Regulations, 2009 as amended pursuant to Notice issued to shareholders on 11.09.2020, for which the Company had provided to the Members facility of remote e-voting. We submit our report as under:

1. The remote e-voting period started on Wednesday, 16th September, 2020 at 9.00 a.m. and ended on Thursday, 15th October, 2020 at 5.00 p.m. and the Members were required to cast their vote electronically conveying their assent/dissent in respect of the Special Resolution on e-voting platform provided by NSDL. The remote e-voting module was disabled by NSDL for voting thereafter.
2. The members were provided with the facility of e-voting upto 5.00 p.m. of 15th October, 2020 have been considered in this report.
3. The shareholders holding shares as on the "cut off" date i.e. 11th October, 2020 were entitled to vote on the proposed resolution.
4. The votes cast by remote e-voting on the NSDL Platform were unblocked on 15th October, 2020 at around 5:00 p.m. .Thereafter, the details of equity shareholders, who voted "FOR" and/or "AGAINST", by remote e-voting were compiled and the combined report of the voting results are enclosed herewith and marked as Annexure "A".



SUMEET KUMAR
Chartered Accountant
Mem. No. 410224

5. Accordingly, the Special Resolution has been passed with requisite majority as the number of votes cast in favour of the resolution are not less than three times the number of votes cast against the same.

6. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman / Managing Director considers, approves and signs the minutes of the aforesaid Meeting whereafter the same will be handed over to the Company Secretary for safe keeping.

Thanking you,
Yours faithfully,



SUMEET KUMAR

Sumeet Kumar
Chartered Accountant
Practicing Chartered Accountant
Membership Number: 410224
UDIN: 20410224AAAAHQ8270

Place: Ranchi
Dated: 16th October, 2020

(Annexure-A to the Scrutinizer's Report dated 16th October 2020)

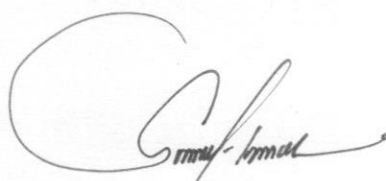
Baba Agro Food Limited- Postal Ballot & E-voting Results
Details of voting results as per Reg. 44(3) of the
SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended

| | |
|---|----------------------------|
| Date of Scrutinizer's Report: | Friday, 16th October, 2020 |
| Total number of Shareholders on record date: (being the cut-off date for determining shareholders entitled to voting - 11th September,2020) | 109 |
| No. of Shareholders who voted in the voting process: | |
| Promoter and Promoter Group: | 9 |
| Public: | 16 |
| Total | 25 |

Resolution No. 1: Voluntary Delisting of Equity Shares of the Company from the National Stock Exchange of India Limited (NSE) pursuant to SEBI (Delisting of Equity Shares) Regulations, 2009 as amended

(i) Voted casted :

| Particulars | Number of Members voted | Number of Votes Cast(Shares) | % of total number of valid votes cast |
|--------------|----------------------------|---------------------------------|---|
| E-Voting | 25 | 1,08,99,471 | 100% |
| Ballot Forms | 0 | 0 | 0 |
| Total | 25 | 1,08,99,471 | 100% |


SUMEET KUMAR
Chartered Accountant
Mem. No. 410224