

13th September, 2016

To,
Mr. Nitin Tibrewal
The Chairman,
Associated Alcohols & Breweries Ltd.
106A Shyam Bazar Street 1st Floor
KOLKATA - 700005
CIN: L15520WB1989PLC047211

Dear Sir,

Sub: Consolidated Scrutinizer's Report on voting through Remote E-voting and Ballot Process conducted pursuant to the provisions of Sections 108 and 109 of the Companies Act, 2013 read with the Companies (Management and Administration) Amendment Rules, 2015.

I, Arun Kumar Khandelia, Partner of M/s K Arun & Co., Practicing Company Secretaries, appointed by the Board of Directors of Associated Alcohols & Breweries Ltd. ("the Company") to act as the Scrutinizer for the purpose of scrutinizing the voting process through Remote E-voting and ballot process conducted pursuant to the provisions of Sections 108 and 109 of the Companies Act, 2013 ("the Act") read with Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the Resolutions mentioned in the Annual General Meeting ("AGM") Notice dated 30.05.2016.

The Management of the Company is responsible to ensure the compliance with the requirements of the Sections 108 and 109 of the Act read with Companies (Management and Administration) Amendment Rules, 2015. My responsibility as a Scrutinizer is only to the extent of making Scrutinizer Report for ascertaining the votes cast in "favour" or "against" for respective resolutions of the AGM Notice.

A person whose name was recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. 06th September, 2016 was entitled to vote on the resolutions of the AGM Notice.

The Company had engaged the services of M/s. Central Depository Services (India) Ltd. for providing remote e-voting facility and the service provider had set up the remote e-voting facility on its website [https:// www.evotingindia.com](https://www.evotingindia.com). The Service Provider has provided a system for recording the electronic votes of the shareholders on all the items of the business



sought to be transacted at the AGM. The shareholders who were present at the venue of the meeting and had not opted to vote through the remote e-voting were provided with the facility to exercise their vote through ballot papers.

I hereby submit my Report as under:

- 1 The period for remote e-voting had commenced at 9.00 A.M. on Saturday, 10th September and closed at 5.00 P.M. on Monday, 12th September, 2016. At the end of the remote e-voting period, the facility was blocked by the Service Provider.
- 2 At the venue of the AGM, the empty Ballot Box kept for voting through ballot papers was locked in my presence and members who were present at the meeting. The locked Ballot Box upon completion of the voting was unlocked in my presence. After the conclusion of the counting of votes through Ballot Papers, the votes cast through remote e-voting were unblocked in presence of 2 witnesses Ms. Ridhima Chachra and Ms. Megha Khaitan who are not in the employment of the Company. The results of remote e-voting are based on the reports generated from Service Provider website www.evotingindia.com.
- 3 We have collated the votes downloaded from the remote e-voting and ballot papers to declare the final results for each of the resolution forming part of the AGM Notice and to ascertain the number of shares voted in "Favour" or "Against". The members who have abstained from the voting during the aforesaid voting process have not been considered in preparation of the Consolidated Report. The Ballot Papers which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

I hereby submit Consolidated Scrutinizer Report as per the provisions of Section 108 and 109 of the Act and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, containing the results of each of the resolutions of the AGM as detailed in **Annexure A**.

I hereby confirm that the Registers and Records generated from the e-voting platform of the Service Provider including Registers maintained in respect of votes cast through Remote e-voting and ballot process are being maintained in the electronic form.

The Registers and all other records/ papers relating to Remote e-voting and ballot process shall remain in our custody till the Chairman considers, approves and signs the AGM Minutes and thereafter the same shall be returned.

You may accordingly declare the Result of Voting for each Resolution of the AGM Notice as detailed in the attachment and marked as **Annexure-A**.



Thanking you,

Place: Kolkata
Dated: 13.09.2016



FOR K ARUN & CO
Company Secretaries

(Arun Kumar Khandelia)
Partner
C.P. No. 2270

We, the undersigned witnesses that the votes in respect of e-voting of shareholders of Associated Alcohols & Breweries Ltd were unblocked from e-voting website of Central Depository Services (India) Limited (CDSL) in our presence at 02:00 P.M. on 13th September, 2016.

Megha Khaitan

Megha Khaitan
493/B, G.T Road, Shibpur,
Howrah(South) Arihant Enclave,
BLOCK- B6, Howrah- 700012

Ridhima Chachra

Ridhima Chachra
2, Woodburn Park Road,
Kolkata- 700020

Countersigned by
FOR ASSOCIATED ALCOHOLS & BREWERIES LTD.

Nitin Tibrewal

Nitin Tibrewal
Chairman
DIN: 01892892.

Annexure-A

Particulars	Number of Members voted through Remote E-voting	Number of Remote E-votes casted	Number of Members voted through Ballot Papers	Number of votes casted by Ballot Papers	Total No. of votes cast through Remote-voting and Ballot Papers	% of total number of valid votes cast
	1	2	3	4	5=(2) + (4)	6
Item No.1 : To receive, consider and adopt the Audited Financial Statements together with Directors Report as also the Auditors Report thereon for the year ended March 31, 2016.						
Voted in favour of the resolution	15	9725240	39	2424177	12149417	100.00
Voted against the resolution	2	210	2	5	215	0.000
Total	17	9725450	41	2424182	12149632	100.00
Invalid /Abstain votes	-	-	15	264	-	-
Item No. 2 : To declare dividend on Equity Shares for the year ending 31st March, 2016.						
Voted in favour of the resolution	16	9725250	39	2424177	12149427	100.00
Voted against the resolution	1	200	2	5	205	0.000
Total	17	9725450	41	2424182	12149632	100.00
Invalid /Abstain votes	-	-	15	264	-	-
Item No.3: To appoint a Director, Mr. Ashish Kumar Gadia (DIN: 00736991) who is liable to retire by rotation and being eligible, offers himself for reappointment						
Voted in favour of the resolution	15	9725240	36	2424172	12149412	100.00
Voted against the resolution	2	210	5	10	220	0.000
Total	17	9725450	41	2424182	12149632	100.00
Invalid /Abstain votes	-	-	15	264	-	-
Item No.4 : Appointment of Auditors.						
Voted in favour of the resolution	15	9725240	36	2424172	12149412	100.00
Voted against the resolution	2	210	5	10	220	0.000
Total	17	9725450	41	2424182	12149632	100.00
Invalid /Abstain votes	-	-	15	264	-	-
Item No.5 : To borrow money in excess of the aggregate of the paid up share capital and free reserves of the company.						
Voted in favour of the resolution	15	9725240	35	2423992	12149232	100.00
Voted against the resolution	2	210	6	190	400	0.000
Total	17	9725450	41	2424182	12149632	100.00
Invalid /Abstain votes	-	-	15	264	-	-
Item No.6: To mortgage and/hypothecation, pledge or charging on all or any of the immovable and movable properties of the Company.						
Voted in favour of the resolution	15	9725240	35	2423992	12149232	100.00
Voted against the resolution	2	210	6	190	400	0.000
Total	17	9725450	41	2424182	12149632	100.00
Invalid /Abstain votes	-	-	15	264	-	-
Item No.7: To give any loans/any other form of debt to any person or other body corporate and / or to give guarantee and / or to provide security in connection with a loan/any other form of debt to any other body corporate or person.						
Voted in favour of the resolution	15	9725240	36	2424172	12149412	100.00
Voted against the resolution	2	210	5	10	220	0.000
Total	17	9725450	41	2424182	12149632	100.00
Invalid /Abstain votes	-	-	15	264	-	-

Place: Kolkata
Dated: 13.09.2016



For K. ARUN & CO
Company Secretaries

Arun Kumar Khandelia
Partner
C.P. No. 2270