

Praneeth Reddy & Co

Chartered Accountants



Report of Scrutinizer (E-VOTING)

[Pursuant to Clause 35B of Listing Agreement and pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies, (Management and Administration) Rules, 2014]

To

The Chairman,
Vivo Bio Tech limited
608, Lingapur Complex,
Himayath nagar
Hyderabad - 500029

Sub: Passing of Resolution(s) through electronic voting pursuant to Clause 35B of Listing Agreement and pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 (3) (xi) of the Companies (Management and Administration) Rules, 2014

Dear Sir,

Pursuant to the Resolution passed by the Board of Vivo Bio Tech limited (The Company) on August 30th, 2014. I have been appointed as Scrutinizer for the e-voting process as mentioned under clause (ix) of sub rule 3 of Rule 20 of the Companies (Management and Administration) Rules, 2014. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the SEBI Circular dated 17th April, 2014 issued in this regard.

The Company has appointed Central Depository Services (India) Limited as the Service provider, for extending the facility of electronic voting to the shareholders of the Company. Aarthi Consultants Private Ltd is the Registrar and share Transfer Agent (RTA) for the Company. The service provider, had provided a system for recording the votes of the shareholders electronically on all the items of the business (both Ordinary and special business) sought to be transacted in the 27th Annual General Meeting (AGM) of the Company which is scheduled to be held on Tuesday, the 30th day of September, 2014, at 2.30 P.M. at Padmashali Kalyana Mandapam, West Marredpally, Secunderabad-500026. The service provider accordingly has set up e-voting facility on their website. The company had uploaded all the items of the business to be transacted on the website

of the Company and also its service provider to facilitate their shareholders to cast their vote through e- voting.

As on the cut-off date there were 6006 shareholders of the Company. The service provider had sent the Notices of the AGM by email to 82 shareholders whose email id was made available by the two depositories and for those holding physical form to the extent it was available with the RTA. In respect of 5924 shareholders the notices were sent by the courier.

The cut- off date (record date) for the purpose of identifying the shareholders who will be entitled to vote on the resolutions placed for approval of the shareholders was, 30th August, 2014. As prescribed in the aforesaid Rules, the e-voting facility was kept open for three days from September 16th, 2014 at 9.00 A.M. to September 18th, 2014 at 6.00 P.M.

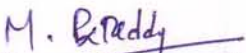
At the end of the voting period on September 18th, 2014 at 6.00 P.M, the voting portal of the service provider was blocked forthwith. On September 19th, 2014, the votes cast through e-voting facility was duly unblocked by me as a Scrutinizer in the presence of M. E. Pranay Kumar Mr. Ch. Srinivas Reddy who acted as the witnesses, as prescribed in Sub Rule 3(xi) of the said Rule 20.

As a Scrutinizer the report of the e-Voting carried out by the shareholders was duly complied, the details of which are as follows:

There are in all 1 shareholders holding 250000 equity shares of the Company, who have participated in the e-Voting process carried out by the Company.

It can be seen that in respect of resolution no.1 to 11, there are some shareholders who have cast partly in favour and partly against. As a consequence, the total number of votes polled is more by a few numbers than the number of shareholders who actually cast their votes. Thereafter, the details containing *inter alia*, list of Equity Share Holders, who voted "for", "against" and "invalid" on each of the resolutions that were put to vote, were generated from the e-voting website and based on such reports generated, the result of the e-voting is annexed as Annexure I

Thanking You
Yours faithfully,


M.Praneeth Kumar Reddy
Practicing Chartered Accountant
Membership No. 224706
Place: Hyderabad
Date: 1st October, 2014

Praneeth Reddy & Co

Chartered Accountants



Form MGT 13
REPORT OF SCRUTINIZER

(Pursuant to section 109 of the companies Act, 2013 read with Rule 21(2) of the Companies (Management and Administration) Rules 2014)

To

The Chairman,
Vivo Bio Tech limited
608, Lingapur Complex,
Himayth nagar
Hyderabad - 500029

Dear Sir,

I, M.Praneeth Kumar Reddy, Practicing Chartered Accountant ,Hyderabad was appointed as Scrutinizer for the purpose of scrutinizing the poll taken on the below mentioned resolution at the 27th Annual General Meeting held on 30th September, 2014 at Padmashali Kalyana Mandapam, West Marredpally, Hyderabad at 2.30 P M.

We submit our Report as under:

1. After the time fixed for closing of the poll by the chairman, the ballot boxes were opened in my presence and the poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the company/Registrar and Transfer Agents of the company and the Authorizations/ Proxies lodged with company.
2. The poll papers which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
3. The result of poll is as per the Annexure II.

Thanking You
Yours faithfully,

M. Praneeth

M.Praneeth Kumar Reddy
Practicing Chartered Accountant
Membership No. 224706
Place: Hyderabad
Date: 1st October, 2014

Annexure-I to the Scrutinizer's Report.

Resolu tion	Resolution Description	Mode	Ballots Received	Total Votes	Favour			Against		
					Ballots	Votes	% of total valid votes	Ball lots	Votes	% of total valid votes
1	Adoption of: (a)The Audited Profit and loss account for the financial year ended 31 st March,2014 and the Balance Sheet as on that date together with the report of the Board of Directors and Auditors thereon and cash flow statement: (ordinary Resolution)	Electroni c	1	250000	1	250000	100.00	0	0	0
2	To appoint a Director in place of M.Kalyan Ram holding DIN: 02012580 who retires by rotation, and being eligible, offers himself for re-appointment (Ordinary Resolution)	Electroni c	1	250000	1	250000	100.00	0	0	0
3	Re-appointment of M/s P.Murali & Co., Chartered Accountants, as Statutory Auditors of the Company for (Ordinary Resolution)	Electroni c	1	250000	1	250000	100.00	0	0	0
4	Appointment of Mr. Sunder Kanaparthu (holding DIN 00914869),as an independent Director (Ordinary Resolution)	Electroni c	1	250000	1	250000	100.00	0	0	0

M. Pradeep

5	Appointment of Kunasingam V Sitampalam (holding DIN 00518881 as an Independent Director of the Company (Ordinary Resolution)	Electronic	1	250000	1	250000	100.00	0	0	0
6	Appointment of Mr. Mr. Hariharan R (holding DIN 06883959) as an independent Director (Ordinary Resolution)	Electronic	1	250000	1	250000	100.00	0	0	0
7	Approval for Authorising Board of Directors for mortgage and/or create charge on the assets of the Company as per Section 180(1)(a) of Companies Act, 2013 (Special Resolution)	Electronic	1	250000	1	250000	100.00	0	0	0
8	Approval for Authorizing Board of Directors for borrowing powers as per Section 180(1)(c) of Companies Act, 2013 (Special Resolution)	Electronic	1	250000	1	250000	100.00	0	0	0
9	To Approve preferential allotment of 56,30,000 warrants to promoter group and strategic investors (Ordinary Resolution)	Electronic	4	250000	1	250000	100.00	0	0	0
10	Appointment of Mrs. Lakshmi as an Independent Director of the company(holding (DIN: 03115198)	Electronic	1	250000	1	250000	100.00	0	0	0

M. Pradeep

11	To Approve related party transactions under Section 177 of the Companies Act, 2013	Electronic	1	250000	1	250000	100.00	0	0	0
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M. B. Reddy
M. Praneeth Kumar Reddy

Practicing Chartered Accountant

Membership No. 224706

Place: Hyderabad

Date: 01st October, 2014

Annexure-II to the Scrutinizer's Report.

Resolution	Resolution Description	Mode	Ballots Received	Total Votes	Favour		% of total valid votes	Against		% of total valid votes
					Ballots	Votes		Ballots	Votes	
1	Adoption of: (a)The Audited Profit and loss account for the financial year ended 31 st March,2014 and the Balance Sheet as on that date together with the report of the Board of Directors and Auditors thereon and cash flow statement(ordinary Resolution)	Poll	2	210100	1	210100	100.00	0	0	0
2	To appoint a Director in place of M Kalyan Ram holding DIN: 02012580 who retires by rotation, and being eligible, offers himself for re-appointment(Ordinary Resolution)	Poll	2	210100	1	210100	100.00	0	0	0
3	Re-appointment of M/s P.Murai & Co., Chartered Accountants, as Statutory Auditors of the Company for (Ordinary Resolution)	Poll	2	210100	1	210100	100.00	0	0	0
4	Appointment of Mr. Sunder Kanaparthly (holding DIN 00914869) as an Independent Director (Ordinary Resolution)	Poll	2	210100	1	210100	100.00	0	0	0
5	Appointment of Kunasingam V Sittampalam (holding DIN 00518881 as an Independent Director of the Company (Ordinary Resolution)	Poll	2	210100	1	210100	100.00	0	0	0

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6	Appointment of Mr. Mr.Haritharan R (holding DIN 06883959)as an independent Director	Poll	2		210100	1		210100	100.00	0	0	0	0
7	(Ordinary Resolution) Approval for Authorising Board of Directors for mortgage and/or create charge on the assets of the Company as per Section 180(1)(a) of Companies Act, 2013	Poll	2		210100	1		210100	100.00	0	0	0	0
8	(Special Resolution) Approval for Authorizing Board of Directors for borrowing powers as per 180(1)(c) of Companies Act, 2013 (Special Resolution)	Poll	2		210100	1		210100	100.00	0	0	0	0
9	To Approve preferential allotment of 56,30,000 warrants to promoter group and strategic investors (Ordinary Resolution)	Poll	2		210100	1		210100	100.00	0	0	0	0
10	Appointment of Mrs. Lakshmi as an Independent Director of the company(holding (DIN: 03115198)	Poll	2		210100	1		210100	100.00	0	0	0	0
11	To Approve related party transactions under Section 177 of the Companies Act, 2013	Poll	2		210100	1		210100	100.00	0	0	0	0

M. Praneeth
M. Praneeth Kumar Reddy

Practicing Chartered Accountant

Membership No. 224706

Place: Hyderabad

Date: 01st October, 2014

Consolidated results of Voting (E Voting and poll) for resolutions numbers 1 to 11 of the 27th Annual General Meeting of Vivo Bio Tech Limited on 30th September, 2014 at 2.30 P M

Resolution No	Total Votes Cast			Voted in Favour of Resolution				Voted Against Resolution			
	E- Voting	Poll	Total	E- Voting	Poll	Total	Percentage	E- Voting	Poll	Total	Percentage
Resolution -1	250000	210100	460100	250000	210100	460100	100.00	0	0	0	0
Resolution -2	250000	210100	460100	250000	210100	460100	100.00	0	0	0	0
Resolution -3	250000	210100	460100	250000	210100	460100	100.00	0	0	0	0
Resolution -4	250000	210100	460100	250000	210100	460100	100.00	0	0	0	0
Resolution -5	250000	210100	460100	250000	210100	460100	100.00	0	0	0	0
Resolution -6	250000	210100	460100	250000	210100	460100	100.00	0	0	0	0
Resolution -7	250000	210100	460100	250000	210100	460100	100.00	0	0	0	0
Resolution -8	250000	210100	460100	250000	210100	460100	100.00	0	0	0	0
Resolution -9	250000	210100	460100	250000	210100	460100	100.00	0	0	0	0

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Resolution - 10	250000	210100	460100	250000	210100	460100	100.00	0	0	0	0
Resolution - 11	250000	210100	460100	250000	210100	460100	100.00	0	0	0	0

M. Praneeth Kumar Reddy
M. Praneeth Kumar Reddy

Practicing Chartered Accountant

Membership No. 224706

Place: Hyderabad

Date: 01st October, 2014