

SCRUTINIZER'S REPORT

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

To,
The Chairman of the 10th Annual General Meeting (AGM) of the Members of the
CELL POINT (INDIA) LIMITED
Visakhapatnam

Dear Sir,

Sub: Consolidated Scrutinizer's Report on Voting through electronic means, from a place other than the venue of meeting (hereinafter "Remote e-Voting") conducted pursuant to provisions of Section 108 of the Act read with the Rule and Regulation 44 of the SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015 (hereinafter "Listing Regulations, 2015") as amended from time to time and voting through ballot paper(s) at the 10th Annual General Meeting (AGM) of the Members of the Company held on Friday, the 29th day of September, 2023 at 11:30 A.M. at 30-15-139, First Floor, Room No.5 & 6, Ramas Arcade, Dabagardens, Visakhapatnam, Andhra Pradesh, India - 530009.

I, **B.Uma Maheswara Rao**, Practicing Company Secretary, having office at 49-12-35, Flat No.112, Aakash Enclave, Lalitha Nagar, Akkayyapalem, Visakhapatnam - 530016, Andhra Pradesh, India was appointed as Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing of voting process i.e. remote e-voting and voting through ballot paper(s) during AGM in respect of the items/resolutions set forth in the Notice of 10th Annual General Meeting of the Company, dated 2nd September, 2023 (hereinafter "the AGM Notice").

The said appointment as Scrutinizer is under the provisions of Section 108 of the Act read with the Rules. As the Scrutinizer, I have to scrutinize:

- i. process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the ACG; and
- ii. the process of voting at the Annual General Meeting through Ballot Paper(s).

Contd..2



Management's Responsibility

The compliance with the requirement of the Companies Act 2013 and the Rules made thereunder and the Listing Regulations, 2015 relating to Remote e-Voting and voting through ballot paper(s) on the resolutions contained in the Notice calling the AGM is the responsibility of the management of the Company. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer's Responsibility

My responsibility as a scrutinizer was to ensure that the voting process both through Remote e-Voting and ballot paper(s) at the AGM, is conducted in a fair and transparent manner and to render you a Consolidated Scrutinizer's Report of the total votes cast "in favour" or "against" on the resolutions, based on the report generated through Scrutinizer's secured link as provided by BigShare Services Private Limited.

I hereby submit my report as under:

1. In terms of Section 108 of the Act read with Rule 20 of Rules and the provisions of the Listing Regulations, 2015, as amended, the Company has engaged BigShare Services Private Limited, being the authorized agency engaged by the Company to provide Remote e-Voting facility and voting through ballot paper(s) at the AGM, on all resolutions set forth in the AGM Notice.
2. The Company has sent Annual Report and the Notice of AGM on 2nd September, 2023 only by the electronic made (e-mail) to those members whose email addresses were registered with the Company/Depository Participants pursuant to the aforementioned MCA Circulars and SEBI Circulars and also dispatched Physical copies of the Annual Report through Speed Post/Registered Post on 5th September, 2023 to the Members of the Company who are not registered their email addresses.

Contd..3



3. As per the Rule 20(4)(v) of the Rules, on completion of dispatch of Annual Report and the Notice of AGM, an advertisement was published in "Financial Express" (English Newspaper) and "Sanchalana Vartha Patrika" (Vernacular Newspaper) on 6th September, 2023.
4. The members of the Company whose names were recorded in the Register of Members or in the Register of beneficial owners maintained by the depositories (in case of shares held in dematerialized form) as on the **cut-off** dated i.e. Saturday, the 2nd day of September, 2023 were entitled to avail either of the Remote e-Voting facility prior to AGM or voting through ballot papers(s) at the AGM, in respect of resolutions as set out in the AGM Notice.
5. In term of the AGM Notice, Remote e-Voting commenced on Tuesday, the 26th day of September, 2023 (09:00 A.M. IST) and ends on Thursday, the 28th day of September, 2023 (05:00 P.M. IST). At the end of the Remote e-Voting period, the Remote e-Voting facility was blocked by the BigShare Services Private Limited forthwith.
6. The Company provided the facility of voting through ballot paper(s) at the AGM only to such members who had not cast their vote through Remote e-Voting.
7. At the AGM, after completing other schedule matters, a Ballot box was sealed in my presence with due identification marks placed by me and was placed in the Meeting. The members cast their vote by way of Physical ballot paper(s).
8. The ballot box containing votes cast through ballot paper(s) at the AGM was opened immediately after the conclusion of voting through ballot paper(s) at the Annual General Meeting , in the presence of two witnesses viz. Mr Gullapalli Ganesh and Mrs. A.Satya Suneetha, who are not in the employment of the Company.
9. Thereafter, the votes cast through Remote e-Voting facility were unblocked in the in the presence of two witnesses viz. Mr Gullapalli Ganesh and Mrs. A.Satya Suneetha, who are not in the employment of the Company.

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10. The consolidated results of Remote e-Voting and Voting through ballot paper(s) during the AGM are attached and marked as an **Annexure** hereto.
11. Based on the aforesaid results, I would like to inform you that the Resolution(s) pertaining to the items of business set forth in the AGM Notice dated 2nd September, 2023 have been passed with requisite majority i.e. Resolution No. 1, 2 and 3 have been passed as **Ordinary Resolution** further the resolution No. 04, 05 and 06 passed as **Special Resolution**.
12. The electronic data containing records of remote e-voting and voting at the AGM by the members have been handed over to the Managing Director/Company Secretary of the company for safe keeping.

You may accordingly declare the result of the voting through Remote e-Voting and voting through Ballot Paper(s) at AGM.

Thanking you,



Yours faithfully,
For BMR & ASSOCIATES
Company Secretaries

(B.UMAMAHESWARA RAO)
PROPRIETOR

Place : Visakhapatnam
Date : 30/09/2023
UDIN : F010163E001137443

Name of the
Company Secretary : B.UMAMAHESWARA RAO
Membership No. : F10163; C.P. No. : 13117
Peer Review No. : 3157/2023

Counter Signed by

P. Mohan Prasad Pandey

(Mohan Prasad Pandey)
Chairman of 10th Annual
General Meeting of Cell Point
(India) Limited.



RESULTS OF VOTING THROUGH REMOTE E-VOTING AND VOTING THROUGH BALLOT PAPER(S) AT AGM

Resolution No.	:	1
Nature of Resolution	:	Ordinary Resolution
Subject matter	:	Adoption of Audited Balance sheet and Statement of Profit and Loss for the year ended March 31, 2023 together with the Reports of the Board of Directors and the Auditors thereon.

(i) **Voted in favor of the resolution:**

Type of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	4	9600	0.070
Voting by Ballot Paper at meeting	9	13664800	99.930
Total	13	13674400	100.00

(ii) **Voted against the resolution:**

Type of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	NIL	NIL	NIL
Voting by Ballot Paper at meeting	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) **Invalid votes:**

Type of Voting	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
Remote e-voting	NIL	NIL
Voting by Ballot Paper at meeting	NIL	NIL
Total	NIL	NIL



Resolution No.	:	2
Nature of Resolution	:	Ordinary Resolution
Subject matter	:	Re-appointment of M/s Rao and Kumar, Chartered Accountants, Viskahapatnam as Statutory Auditors of the Company for a period of Four years to hold office from the conclusion of 10 th AGM till the conclusion of 14 th AGM of the Company.

(i) Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	4	9600	0.070
Voting by Ballot Paper at meeting	9	13664800	99.930
Total	13	13674400	100.00

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	NIL	NIL	NIL
Voting by Ballot Paper at meeting	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
Remote e-voting	NIL	NIL
Voting by Ballot Paper at meeting	NIL	NIL
Total	NIL	NIL



Resolution No.	:	3
Nature of Resolution	:	Ordinary Resolution
Subject matter	:	Re-appointment of Mrs Kirnamai Panday ((DIN: 08034071) as a Director of the Company who retires by rotation and being eligible offers himself for reappointment.

(i) **Voted in favor of the resolution:**

Type of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	4	9600	0.070
Voting by Ballot Paper at meeting	9	13664800	99.930
Total	13	13674400	100.00

(ii) **Voted against the resolution:**

Type of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	NIL	NIL	NIL
Voting by Ballot Paper at meeting	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) **Invalid votes:**

Type of Voting	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
Remote e-voting	NIL	NIL
Voting by Ballot Paper at meeting	NIL	NIL
Total	NIL	NIL



Resolution No.	:	4
Nature of Resolution	:	Special Resolution
Subject matter	:	Increase in managerial remuneration of Mr. Mohan Prasad Panday, (DIN: 06493918) Managing Director of the Company.

(i) Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	2	3600	0.026
Voting by Ballot Paper at meeting	9	13664800	99.930
Total	11	13668400	99.956

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	2	6000	0.044
Voting by Ballot Paper at meeting	NIL	NIL	NIL
Total	2	6000	0.044

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
Remote e-voting	NIL	NIL
Voting by Ballot Paper at meeting	NIL	NIL
Total	NIL	NIL



Resolution No.	:	5
Nature of Resolution	:	Special Resolution
Subject matter	:	Increase in managerial remuneration of Mr. Bala Balaji Panday, (DIN: 06493903) Whole-Time Director of the Company.

(i) Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	2	3600	0.026
Voting by Ballot Paper at meeting	9	13664800	99.930
Total	11	13668400	99.956

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	2	6000	0.044
Voting by Ballot Paper at meeting	NIL	NIL	NIL
Total	2	6000	0.044

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
Remote e-voting	NIL	NIL
Voting by Ballot Paper at meeting	NIL	NIL
Total	NIL	NIL



Resolution No.	:	6
Nature of Resolution	:	Special Resolution
Subject matter	:	Increase in managerial remuneration of Mrs. Kiranmai Panday, (DIN: 08034071) Director of the Company.

(i) Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	2	3600	0.026
Voting by Ballot Paper at meeting	9	13664800	99.930
Total	11	13668400	99.956

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	2	6000	0.044
Voting by Ballot Paper at meeting	NIL	NIL	NIL
Total	2	6000	0.044

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
Remote e-voting	NIL	NIL
Voting by Ballot Paper at meeting	NIL	NIL
Total	NIL	NIL

