

506, Akshar Square, Near Page One Restaurant, Sandesh Press Road, Vastrapur, Ahmedabad - 380054. Gujarat (India).
Tel.: +91-79-40059000 | email : info@magson.in | www.magson.in | CIN: L74999GJ2018PLC105533

To
The Manager-Listing Department,
National Stock Exchange of India Ltd.
Exchange Plaza, Block G, C/1, Bandra Kurla
Complex, Bandra (E), Mumbai – 400 051
Maharashtra, India

Date: 27.09.2024

Ref. Magson Retail and Distribution Limited (Symbol: MAGSON). Series: SM.

SUBJECT: Voting Results with Scrutinizer's Report of the 06th Annual General meeting of the Company.

Dear Sir/ Madam,

Pursuant to the Regulation 44(3) of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015, we are submitting herewith the details of Voting Results of the businesses transacted and the Scrutinizer's Report of the Remote E-voting and E-voting held at 06th Annual General Meeting ("AGM") of the Company held on Wednesday, 25th September, 2024 at 11:30 AM IST through Video Conference (VC) / Other Audio Visual Means (OAVM).

The resolutions as set out in the Notice of the said 06th AGM were duly approved by the Shareholders, with requisite majority.

You are requested to kindly take the note of the above and display the same on the notice of the exchange.

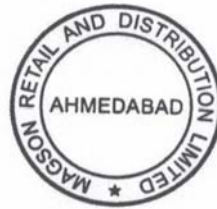
Thanking you.

For, Magson Retail and Distribution Limited

Manish
Shivanarayan
Pancholi

Manish Shivnarayan Pancholi
Whole time Director
(DIN: 08299620)

Digitally signed by Manish Shivnarayan Pancholi
DN: c=IN, o=Gujarat,
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232a3a5a705470a1205a1c113c, postalCode=380040,
street=NeGita School, Ramip, Ahmedabad City,
Ahmedabad,
privateOrganization=081d8c-d98f0b204e9800998ec8427e,
serialNumber=050a020a1e7223c7a41a0231ce18e0eb
32a5a05a705470a1205a1c113c, cn=Personal,
cn=Manish Shivnarayan Pancholi
Date: 2024.09.27 09:54:56 +05'30'





REPORT OF SCRUTINIZER

Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI LODR Regulations, 2015 as amended from time to time.

26th September 2024

To

Mr. Rajesh Emmanuel Francis

Chairman of the 6th Annual General Meeting of

Magson Retail and Distribution Limited held on Wednesday, 25th September 2024

CIN: L74999GJ2018PLC105533, ISIN: INE001S01012

Reg. Off: Office No. 506, Akshar Square, Near Page One Hotel, Sandesh Press Road, Vastrapur, Bodakdev, Ahmedabad-380054, Gujarat, India

Sub: Scrutinizer's report on Remote E-voting and Venue E-Voting at the 6th Annual General Meeting ("AGM") of the Equity Shareholders of Magson Retail and Distribution Limited ("the Company") held on Wednesday, 25th September 2024 at 11:30 AM IST through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

Dear Sir,

1. Appointment as a Scrutinizer:

I, CS Kunal Sharma, Practicing Company Secretary having Membership No.: FCS 10329 and COP: 12987, was appointed as the Scrutinizer by the Board of Directors of **Magson Retail and Distribution Limited** ("the Company") at their meeting held on 23rd August, 2024 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015, and Regulation 44 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time for the purpose of scrutinizing the E-voting process (Remote E-voting and E-voting during the AGM) in respect of the resolutions proposed at AGM of the Equity Shareholders of the Company held on **Wednesday, 25th September 2024 at 11:30 AM IST** through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in compliance with the applicable provisions of the Companies Act, 2013 together with applicable circulars issued by MCA and SEBI from time to time.

Management Responsibility:

The compliances with the provisions of the Companies Act, 2013 and the Rules made thereunder, the MCA Circulars and SEBI (LODR) Regulations, 2015 relating to voting through electronic means on all the resolutions as contained in the Notice of AGM are the responsibility of the Management of the Company. My responsibility as a scrutinizer is to ensure that the voting through electronic means were conducted in a fair and transparent manner and provide a Scrutinizer's Report of the votes casted "In favor" or "Against" or "invalid votes" on the resolutions with respect to all the item of businesses enumerated in the Notice of AGM. My

Report of Scrutinizer on Remote e-voting and e-voting by Members during the AGM of Magson Retail and Distribution Limited held on 25th September 2024.





report is provided based on the reports generated from the E-Voting system of National Securities Depository Limited (NSDL), the agency engaged by the Company to provide E-Voting facility at the AGM which was provided remotely and through electronic means.

3. Dispatch of Notice convening the AGM:

As informed by the Company, the Notice of AGM of the Company dated 23rd August 2024 along with Annual Report for the financial year 2023-24, were sent on 02nd September, 2024 through email to all the entitled Shareholders (as on cut-off date, which was fixed as Friday, 23rd August 2024) whose email addresses were registered with the Company/Registrar & Share Transfer Agent or the Depositories.

Further, the Public Advertisements with respect to completion of dispatch of Notice and Annual Report 2023-24 were published on 03rd September, 2024 in an English Newspaper i.e., Indian Express English and in Regional Language Newspaper i.e., Financial Express Gujarati.

4. Cut-off and Remote e-voting process:

The Company has availed the E-Voting facility (Remote E-Voting and E-Voting at AGM) from National Securities Depository Limited (NSDL). The Company had also uploaded the Notice of AGM and Annual Report on the website i.e. at www.magson.in to facilitate the shareholders to cast their vote through remote e-voting.

As per the Notice of AGM, the Shareholders of the Company holding Equity Shares as on 18th September 2024 ("Cut-off date for voting") were entitled for E-Voting on the resolutions.

The remote e-voting period commenced on Sunday, 22nd September 2024 (09:00 A.M. IST) and ended on Tuesday, 24th September 2024 (05:00 P.M. IST) both days inclusive; thereafter the NSDL e-voting platform was blocked and then re-opened during the AGM.

The Company has also provided the facility of e-voting at the AGM for the Members who had not casted their vote by remote e-voting.

5. Counting Process:

After the conclusion of E-Voting at AGM, the votes casted through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of NSDL i.e. www.evoting.nsdl.com in presence of two witnesses who were not in employment of the Company.

The E-Voting data/results downloaded from e-voting system of NSDL were scrutinized, reviewed, and counted.

Thereafter, the list of Members who had voted "for" or "against" on the Resolutions that were put to vote, were derived based on the reports generated from the E-Voting website of NSDL based on such reports,



Report of Scrutinizer on Remote e-voting and e-voting by Members during the AGM of Magson Retail and Distribution Limited held on 25th September 2024.



- (a) 36 Members (Folio wise) have cast their votes through Remote E-Voting on the Resolutions No – 1 and 3. 35 Members (Folio wise) have cast their votes through Remote E-Voting on the Resolutions No – 2, 4, 5, 6 and 7.
- (b) None of the Members (Folio wise) had cast votes through E-Voting facility at the AGM.

The particulars of all the electronic votes cast by the members through e-voting process have been recorded in a register separately maintained for the purpose.

6. Results:

Accordingly, I hereby submit my consolidated report as under on the results of below mentioned resolution(s) as carried out at the AGM of the Company based on remote e-voting and e-voting at the venue of AGM in respect of the said resolutions: -

ORDINARY BUSINESS:

A. Resolution no. 01 – (As an Ordinary Resolution)

Adoption of Annual Audited Standalone and Consolidated Financial Statements as at 31st March, 2024 with reports of Directors and Auditors Thereon:

Summary of results of the Remote E-Voting and E-Voting at the AGM held on 25th September 2024 are as under:

- (i) Voted in favor of the resolution:

Particulars	Number of Members voted	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E-Voting	36	6024000	100.00%
E-Voting at AGM	NIL	NIL	NIL
Total	36	6024000	100.00%

- (ii) Voted against the resolution:

Particulars	Number of Members voted	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E-Voting	NIL	NIL	NIL
E-Voting at AGM	NIL	NIL	NIL
Total	NIL	NIL	NIL

- (iii) Invalid votes:

Remote E-Voting	NIL	NIL
E-Voting at AGM	NIL	NIL

Report of Scrutinizer on Remote e-voting and e-voting by Members during the AGM of Magson Retail and Distribution Limited held on 25th September 2024.





Total	NIL	NIL
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In Favor	6024000	100.00%
In Against	NIL	NIL
Invalid	NIL	NIL
Total	6024000	100.00%

B. Resolution no. 02 – (As an Ordinary Resolution)

Re-Appointment of a Director Retiring By Rotation:

Summary of results of the Remote E-Voting and E-Voting at the AGM held on 25th September, 2024 are as under:

(i) Voted in favor of the resolution:

Particulars	Number of Members voted	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E-Voting	35	6022000	100.00%
E-Voting at AGM	NIL	NIL	NIL
Total	35	6022000	100.00%

(ii) Voted against the resolution:

Particulars	Number of Members voted	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E-Voting	NIL	NIL	NIL
E-Voting at AGM	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Number of Votes Cast (Shares)
Remote E-Voting	NIL	NIL
E-Voting at AGM	NIL	NIL
Total	NIL	NIL

In Favor	6022000	100.00%
In Against	NIL	NIL
Invalid	NIL	NIL
Total	6022000	100.00%



Report of Scrutinizer on Remote e-voting and e-voting by Members during the AGM of Magson Retail and Distribution Limited held on 25th September 2024.



C. Resolution no. 03 – (As an Ordinary Resolution)

Declaration of Final Dividend of Rs. 0.40/- per equity share for the F.Y 2023-24:

Summary of results of the Remote E-Voting and E-Voting at the AGM held on 25th September, 2024 are as under:

(i) Voted in favor of the resolution:

Particulars	Number of Members voted	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E-Voting	36	6024000	100.00%
E-Voting at AGM	NIL	NIL	NIL
Total	36	6024000	100.00%

(ii) Voted against the resolution:

Particulars	Number of Members voted	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E-Voting	NIL	NIL	NIL
E-Voting at AGM	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Number of Votes Cast (Shares)
Remote E-Voting	NIL	NIL
E-Voting at AGM	NIL	NIL
Total	NIL	NIL

In Favor	6024000	100.00%
In Against	NIL	NIL
Invalid	NIL	NIL
Total	6024000	100.00%

D. Resolution no. 04 – (As an Ordinary Resolution)

Re-Appointment of the Statutory Auditor of the Company:

Summary of results of the Remote E-Voting and E-Voting at the AGM held on 25th September, 2024 are as under:

(i) Voted in favor of the resolution:

Report of Scrutinizer on Remote e-voting and e-voting by Members during the AGM of Magson Retail and Distribution Limited held on 25th September 2024.



Particulars	Number of Members voted	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E-Voting	35	6022000	100.00%
E-Voting at AGM	NIL	NIL	NIL
Total	35	6022000	100.00%

(ii) Voted against the resolution:

Particulars	Number of Members voted	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E-Voting	NIL	NIL	NIL
E-Voting at AGM	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Number of Votes Cast (Shares)
Remote E-Voting	NIL	NIL
E-Voting at AGM	NIL	NIL
Total	NIL	NIL

In Favor	6022000	100.00%
In Against	NIL	NIL
Invalid	NIL	NIL
Total	6022000	100.00%

E. Resolution no. 05 – (As a Special Resolution)

Regularize Appointment of Additional Director as an Independent Director (Non-Executive) of the Company:

Summary of results of the Remote E-Voting and E-Voting at the AGM held on 25th September, 2024 are as under:

(i) Voted in favor of the resolution:

Particulars	Number of Members voted	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E-Voting	35	6022000	100.00%
E-Voting at AGM	NIL	NIL	NIL
Total	35	6022000	100.00%

(ii) Voted against the resolution:

Report of Scrutinizer on Remote e-voting and e-voting by Members during the AGM of Magson Retail and Distribution Limited held on 25th September 2024.



Particulars	Number of Members voted	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E-Voting	NIL	NIL	NIL
E-Voting at AGM	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Number of Votes Cast (Shares)
Remote E-Voting	NIL	NIL
E-Voting at AGM	NIL	NIL
Total	NIL	NIL

In Favor	6022000	100.00%
In Against	NIL	NIL
Invalid	NIL	NIL
Total	6022000	100.00%

F. Resolution no. 06 – (As a Special Resolution)

Approval for transactions of loans, investments, guarantee or security under section 185 of the Companies act, 2013:

Summary of results of the Remote E-Voting and E-Voting at the AGM held on 25th September, 2024 are as under:

(i) Voted in favor of the resolution:

Particulars	Number of Members voted	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E-Voting	34	6018000	100.00%
E-Voting at AGM	NIL	NIL	NIL
Total	34	6018000	100.00%

(ii) Voted against the resolution:

Particulars	Number of Members voted	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E-Voting	1	4000	100.00%
E-Voting at AGM	NIL	NIL	NIL
Total	1	4000	100.00%

(iii) Invalid votes:



Report of Scrutinizer on Remote e-voting and e-voting by Members during the AGM of Magson Retail and Distribution Limited held on 25th September 2024.



Particulars	Total number of members whose votes were declared invalid	Number of Votes Cast (Shares)
Remote E-Voting	NIL	NIL
E-Voting at AGM	NIL	NIL
Total	NIL	NIL

In Favor	6018000	99.94%
In Against	4000	0.066
Invalid	NIL	NIL
Total	6022000	100.00%

G. Resolution no. 07 – (As a Special Resolution)

Approval of increase the threshold of loans/ guarantees, providing securities and making investments in securities under section 186 of the Company's act, 2013:

Summary of results of the Remote E-Voting and E-Voting at the AGM held on 25th September, 2024 are as under:

(i) Voted in favor of the resolution:

Particulars	Number of Members voted	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E-Voting	34	6018000	100.00%
E-Voting at AGM	NIL	NIL	NIL
Total	34	6018000	100.00%

(ii) Voted against the resolution:

Particulars	Number of Members voted	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E-Voting	1	4000	100.00%
E-Voting at AGM	NIL	NIL	NIL
Total	1	4000	100.00%

(iii) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Number of Votes Cast (Shares)
Remote E-Voting	NIL	NIL
E-Voting at AGM	NIL	NIL
Total	NIL	NIL



Report of Scrutinizer on Remote e-voting and e-voting by Members during the AGM of Magson Retail and Distribution Limited held on 25th September 2024.



In Favor	6018000	99.94%
In Against	4000	0.066
Invalid	NIL	NIL
Total	6022000	100.00%

7. Conclusion:

In my opinion, the Resolutions have secured requisite majority of votes, the respective resolutions may be considered to have been passed and the Chairman may accordingly declare the result of the AGM.

The electronic data and all the other relevant records relating to e-voting are under my safe custody and will be handed over to the Chairman for safe keeping after the Chairman considers, approves, and signs the minutes of the AGM.

For Kunal Sharma & Associates
Company Secretaries

Kunal
Sharma
CS Kunal Sharma
Proprietor

M. No: F10329
CP No: 12987
PR No: 1933/2022
UDIN: F010329F001327260



Date: 26th September 2024
Place: Ahmedabad

RAJESH
EMMANUE
L FRANCIS

Digitally signed by RAJESH EMMANUEL
FRANCIS
DN: c=IN, o=Personal, title=6278,
pseudonym=f33baac1443d4939e37d936ef2f
2984,
2.5.4.20=40a9110ef7e68d11f6663cc4c28b92
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postalCode=380054, st=Gujarat,
serialNumber=504c428c384c8c7a62c1646395
47136e02c5c2776c59e9902011544bc37b9d6d,
cn=RAJESH EMMANUEL FRANCIS
Date: 2024.09.26 16:56:56 +05'30'

Countersigned by:

Chairman of the Meeting/Authorized Person
Magson Retail and Distribution Limited, Ahmedabad
Place: Ahmedabad | Date: 26th September, 2024

Report of Scrutinizer on Remote e-voting and e-voting by Members during the AGM of Magson Retail and Distribution Limited held on 25th September 2024.

501-502, Skylar, Near Shalin Bungalows, Corporate Road Prahladnagar, Satellite, Ahmedabad – 380015
Ph.: 079 - 40064501 - 03 • E: cskunalsharma@gmail.com