



RONAK JHUTHAWAT & CO.

Practicing Company Secretaries & Trademark Agent

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Extra-ordinary General Meeting of the Members of
Manba Finance Limited
324, Runwal Heights Commercial Complex, L.B.S Marg,
Opp. Nirmal Lifestyle, Mulund (West), Mumbai,
Maharashtra, India, 400080

Dear Sir,

Subject: Extra-ordinary General Meeting of the Shareholders of Manba Finance Limited held on Saturday, 15th March, 2025 at 3:00 P.M. IST through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM").

I, Ronak Jhuthawat of M/s Ronak Jhuthawat & Co., Company Secretary in practice (Certificate of Practice No. 12094), have been appointed by the Board of Directors of **Manba Finance Limited** (the Company) as a Scrutinizer for the purpose of scrutinizing the remote e-voting and e-voting during the Extra-ordinary General Meeting (EGM) held on Saturday, 15th March, 2025 at 3:00 P.M. IST in a fair and transparent manner, in respect of resolutions as attached Annexure-1 transacted at the said EGM of the Shareholders of the Company.

I hereby submit my report as under-

Pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") and Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), as amended thereto and in compliance with previous issued 'MCA Circulars' and 'SEBI Circulars' read with latest being Circular No. 09/2024 dated 19th September, 2024 and General Circular No. 09/2023 dated 25th September, 2023 ("MCA Circular") and other applicable circulars, if any read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 and Circular No. SEBI/HO/CFD/CFD- PoD-2/P/CIR/2023/167 dated October 07, 2023 (hereinafter referred to as "SEBI Circular") and

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in compliance with the provisions of the Companies Act, 2013 ("Act") and the Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the said notification permits the Companies to conduct the Extra-ordinary General Meeting ('EGM') through **Video Conferencing ("VC") or Other Audio Visual Means ("OAVM")** without the physical presence of the Members at the common venue and in compliance with the provisions of Secretarial Standard -2 on General Meetings as issued by the Institute of Company Secretaries of India ("SS-2"), as may be amended from time to time.

As confirmed by the Company, Notice of the EGM held on Saturday, 15th March, 2025 at 3:00 P.M., was sent to the shareholders on Thursday, 20th February, 2025 through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the above mentioned circulars.

- A. The Company has appointed MUFG Intime India Private Limited to provide and facilitate remote e-voting services to the members of the Company to cast their votes through a secured electronic mode on the resolutions to be transacted at the said EGM.
- B. The Company had also provided e-voting facility at the EGM to those shareholders who attended the EGM through VC or OAVM and who had not cast their vote through remote e-voting earlier.
- C. The cut-off date for determining the eligibility of the members to vote by remote e-voting or e-voting at the EGM is Friday, 7th March, 2025. As on "Cut-off" date i.e. Friday, 7th March, 2025, there were 24,088 (Twenty Four Thousand Eighty- Eight) Shareholders.
- D. The Remote e-voting facility started on Wednesday, 12th March, 2025 (at 9:00 A.M.) and ended on Friday, 14th March, 2025 (at 5:00 P.M.) IST.
- E. The requisite advertisements pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014, as amended and Pursuant to Regulation 30 read with 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") were published in "Financial Express" in English Language and "Mumbai Lakshdeep" in Marathi Language on 21st February, 2025.
- F. The votes cast through remote e-voting and through e-voting were unblocked at 04.16 P.M. after conclusion of voting at the EGM held on Saturday, 15th March, 2025 in the presence of two witnesses who were not the employees of the Company.



- G. Based on the details containing list of Members who have cast their votes on remote e-voting platform as downloaded from the e-voting websites of MUFG Intime India Private Limited (<https://instavote.linkintime.co.in>), and the votes cast by the members through VC or OAVM during EGM, the consolidated results of the remote e-voting and e-voting during EGM, on all items of the business transacted at the EGM held on Saturday, 15th March, 2025 are given in the Annexure-1 enclosed herewith, forming part of this Report.

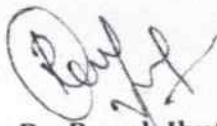
CONCLUSION:

All the Resolutions mentioned in the EGM notice dated 18th February, 2025, under the remote e-voting and e-voting through VC or OAVM during the Extra-ordinary General Meeting have been passed with requisite majority.

Thanking you,

Yours faithfully,

**For Ronak Jhuthawat & Co.
Company Secretaries**



Dr. Ronak Jhuthawat

Proprietor

Membership No. FCS 9738 (COP No. 12094)

Peer Review No.: 1270/2021

UDIN- F009738F004104048

Place: Udaipur

Date: 15.03.2025

Counter signed by
For Manba Finance Limited



Bhavisha Jain

Company Secretary & Compliance Officer

Authorised Person

Place: Mumbai

MANBA FINANCE LIMITED
Extra-ordinary General Meeting held on Saturday, 15th March, 2025 at 3:00 P.M.
CONSOLIDATED RESULTS OF VOTES CAST THROUGH REMOTE E-VOTING & THROUGH VIDEO CONFERENCING
(VC)/OTHER AUDIO VISUAL MEANS (OAVM)

Item No. of Notice of EGM	Subject matter of the Resolution (in brief)		REMOTE E-VOTING		E-VOTING AT EGM*		TOTAL		%age of total valid votes	Invalid Votes	
			No. of members voted	No. of valid votes cast	No. of members voted	No. of valid votes cast	No. of members voted	No. of valid votes cast		No. of Members	No. of invalid votes
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)
1	Special Resolution for Appointment of Mr. Nallepilly Ramaswami Parameswaran (DIN: 00820931), as Non Executive Independent Director of the Company.	In Favour	50	40,039,912	0	0	50	40,039,912	100.00	NIL	NIL
		Against	1	6	0	0	1	6	0.00		
		Total	51	40,039,918	0	0	51	40,039,918	100.00		
										NIL	NIL
2	Special Resolution for Appointment of Mr. Sujay Shantilal Jagani (DIN: 07257603), as Non Executive Independent Director of the Company.	In Favour	50	40,039,912	0	0	50	40,039,912	100.00		
		Against	1	6	0	0	1	6	0.00		
		Total	51	40,039,918	0	0	51	40,039,918	100.00		

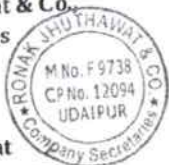
Note: 1. This Annexure referred to the Consolidated Scrutinizer's Report dated Saturday, 15th March, 2025 and forming part of that Report.

2. *E-voting during EGM is the facility provided to the members of the Company to cast their votes through e-voting who did not cast their vote earlier.

For Ronak Jhuthawat & Co.
Company Secretaries

Dr. Ronak Jhuthawat

Membership No. : FCS-9738
Certificate of Practice No.: 12094
Peer Review No.: 1270/2021
Udaipur, 15th March, 2025
UDIN- F009738F004104048



Counter signed by
For Manba Finance Limited
(Bhavisha Jain)
Company Secretary and Compliance Officer
Authorized Person
Place: Mumbai

