

Date: 14 February, 2025

To
The Listing Department,
National Stock Exchange of India Ltd,
Exchange Plaza,
Bandra Kurla Complex, Bandra (East),
Mumbai- 400051

Ref.: Megatherm Induction Limited / NSE /2024-25/72
Symbol: MEGATHERM
ISIN: INE531R01010

Dear Sir/Madam,

Sub: Submission of Scrutinizer's Report on Voting Results of Postal Ballot of the Company

Ref: Our Letter dated January 13, 2025 enclosing the Postal Ballot Notice dated January 4, 2025 along with the Explanatory Statement

With reference to the captioned subject, please find enclosed herewith the Scrutinizer's Report for the Remote E-voting with respect to the Resolutions as specified in the Postal Ballot Notice dated 4th January, 2025 as received from the Scrutinizer dated 14th February, 2025.

The resolutions as specified in the Postal Ballot Notice are deemed to have been passed on February 13, 2025, which was the last date of e-voting for the Postal Ballot.

Kindly take the same into your records.

Yours faithfully,
For Megatherm Induction Limited

(Abanti Saha Basu)
Company Secretary & Compliance Officer

Place: Kolkata

ANJAN KUMAR ROY & CO
COMPANY SECRETARIES
A Peer Reviewed Firm

Pursuant to the Guidelines issued by the Institute of Company Secretaries of India

UDIN: F005684F003932827

SCRUTINIZER'S REPORT

Date: 14th February, 2025

To
The Chairman
M/S. MEGATHERM INDUCTION LIMITED
Plot- L1 Block GP, Sector V,
Electronics Complex, Saltlake City,
Kolkata-700091

Sub: Scrutinizer's Report on "Postal Ballot through remote e-voting" from 15th January, 2025 to 13th February, 2025, in respect of passing of resolutions as set-out in the Postal Ballot Notice issued by M/S. MEGATHERM INDUCTION LIMITED dated 04th January, 2025

Dear Sir,

(A) I, Anjan Kumar Roy (FCS: 5684 and C.P. No.: 4557), Proprietor of M/S. ANJAN KUMAR ROY & CO., COMPANY SECRETARIES, have been appointed, vide a resolution passed by the Board of Directors of M/S. MEGATHERM INDUCTION LIMITED (CIN: L31900WB2010PLC154236) (herein after to be referred as "the Company") at their meeting held on 04th January, 2025, as the Scrutinizer, pursuant to the provisions of Section 110 and 108 of the Companies Act, 2013 read with rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time (hereinafter to be referred as "the Rules"), to carry out the scrutiny, in a fair and transparent manner, of votes cast by the members of the Company through Postal Ballot conducted by way of electronic means (here in after referred as "remote e-voting") in respect of resolutions as mentioned in paragraph (C) of this report and as also contained in the Notice of Postal Ballot dated 04th January, 2025.

(B) I have conducted the scrutiny of the votes cast by the members of the Company through Postal Ballot by remote e-voting, in respect of the resolutions mentioned below in paragraph (C) of this report pursuant to the provisions of Section 110 and Section 108 of the Companies Act 2013, read with the rules and pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, Standard on General Meetings (SS-2) issued by the Institute Of Company Secretaries of India in terms of Section 118 of the Companies Act, 2013 and also read with General Circular No. 14/2020 dated April 8, 2020; General Circular No. 17/2020 dated April 13, 2020; General Circular No. 22/2020 dated June 15, 2020; General Circular No. 33/2020 dated September 28, 2020; General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General

Office Address: GR 1, Gouri Bhaban, 28A Gurupada Halder Road, Kolkata- 700026. E-mail: akroyco@yahoo.co.in/anjanroy_2003@yahoo.co.in. Mobile Ph Nos. 9830201949/9831891949.



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Circular No. 20/2021 dated December 08, 2021, General Circular No. 3/2022 dated May 5, 2022, General Circular No. 11/2022 dated December 28, 2022, General Circular No. 9/2023 dated September 25, 2023 and General Circular No. 9/2024 dated September 19, 2024 issued by Ministry of Corporate Affairs, Government of India (hereinafter to be referred as the "MCA Circulars"). Accordingly, I submit my report hereunder:

- i. As per the information and documents provided to me, by the officers of the Company, the Company has completed by **14th January, 2025** the dispatch of the Notice of Postal Ballot dated **04th January, 2025** along with the Statement pursuant to Section 102 of the Companies Act, 2013, to the members of the Company, whose e-mail addresses are registered with the Company/Depositories/Registrar and Share Transfer Agent as on the cut – off date i.e. **Friday, 10th January, 2025**. Further, I have been informed by the officers of the Company and have personally verified that the relevant Notice of Postal Ballot has been placed on the website of the Company.
- ii. The Notice of Postal Ballot dated **04th January, 2025**, mentioned *inter alia* that the item of business would be transacted by voting through Postal Ballot by Electronic means, the necessary facilities for Electronic voting process to be provided by the National Securities Depository Limited (here in after referred as "NSDL").
- iii. I have been shown by the officers of the Company, the advertisement of Notice of Postal Ballot made on **Wednesday, 15th January, 2025** in newspapers being "**Business Standard**" (English daily, all editions) and "**Ekdin**" (Bengali daily, Kolkata edition) containing, *inter alia*, the following information:
 - a. Statement to the effect that the voting on resolutions proposed for consideration by the shareholders of the Company are to be transacted through Postal Ballot by way of electronic means that is remote e-voting.
 - b. Statement that the period of remote e-voting shall commence on **Wednesday, 15th January, 2025 at 09:00 A.M. (IST)** and shall end on **Thursday, 13th February, 2025 at 5:00 P.M. (IST)**.
 - c. Statement that the CUT-OFF date for determining eligibility to cast votes was **Friday, 10th January, 2025**.
 - d. Statement that the remote e-voting module shall be disabled for voting after **5:00 P.M. (IST) Saturday, 13th February, 2025**.
 - e. Website address of the Company and of the said NSDL where Notice of the said postal ballot have been displayed.
 - f. Contact details, in case of grievances/queries in respect of the Electronic voting.

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- iv. I have received the relevant Board resolution passed by the Board of Directors of corporate shareholders of the Company authorizing person(s) to act and vote pursuant to section 113 of the Companies Act, 2013, on the resolutions mentioned in the Notice of Postal Ballot dated 04th January, 2025.
- v. The said Remote E - voting at portal www.evoting.nsdl.com was unblocked by me at 05:10 P.M. (IST) on 13th February, 2025, that is after the aforesaid remote e-voting was completed. The said Remote E - voting was unblocked by me in the presence of the following persons;
- a. Saurabh Jha
- b. Yashmin Khatoon
- who are not in the employment of the Company.
- vi. The final data of voting through Postal Ballot by remote e-voting, containing the details of votes cast by remote e-voting mode has been downloaded from the portal of NSDL: www.evoting.nsdl.com, the agency which was appointed by the Company to provide and maintain and which provided and maintained the platform for Electronic voting.

(C) That the details of the aforesaid "Voting through Postal Ballot by Electronic Means" are as hereunder:

Item No. 1 Special Business, Special Resolution:

To alter the Memorandum of Association of the Company

i) Voted in favor of the resolution:

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)	% of total no. of valid votes cast
Remote E-Voting	23	1,38,86,329	100
Total	23	1,38,86,329	100

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ii) Voted in **against** of the resolution:

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)	% of total no. of valid votes cast
Remote E-Voting	0	N/A	N/A
Total	0	N/A	N/A

iii) **Invalid Votes:**

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)
Remote E-Voting	N/A	N/A
Total	N/A	N/A

Item No. 2 Special Business, Special Resolution:

To alter the Articles of Association of the Company

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

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)	% of total no. of valid votes cast
Remote E-Voting	23	1,38,86,329	100
Total	23	1,38,86,329	100

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ii) Voted in **against** of the resolution:

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)	% of total no. of valid votes cast
Remote E-Voting	0	N/A	N/A
Total	0	N/A	N/A

iii) **Invalid** Votes:

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)
Remote E-Voting	N/A	N/A
Total	N/A	N/A

Item No. 3 Special Business, Ordinary Resolution:

To approve material related party transaction(s) with EMT Megatherm Private Limited, Fellow Subsidiary Company

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

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)	% of total no. of valid votes cast
Remote E-Voting	18	1,87,675	100
Total	18	1,87,675	100

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ii) Voted in **against** of the resolution:

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)	% of total no. of valid votes cast
Remote E-Voting	0	N/A	N/A
Total	0	N/A	N/A

iii) **Invalid Votes:**

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)
Remote E-Voting	N/A	N/A
Total	N/A	N/A

Item No. 4 Special Business, Ordinary Resolution:

To regularize the appointment of Mr. Shravan Manjaya Shetty (DIN: 08965489), as Non-Executive Independent Director, not liable to retire by rotation

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

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)	% of total no. of valid votes cast
Remote E-Voting	23	1,38,86,329	100
Total	23	1,38,86,329	100

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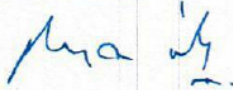
ii) Voted in **against** of the resolution:

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)	% of total no. of valid votes cast
Remote E-Voting	0	N/A	N/A
Total	0	N/A	N/A

iii) **Invalid Votes:**

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)
Remote E-Voting	N/A	N/A
Total	N/A	N/A

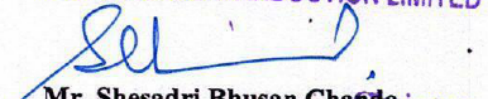
FOR, ANJAN KUMAR ROY & CO.
Company Secretaries



ANJAN KUMAR ROY
FCS 5684
C.O.P. No. 4557
C.O.P. Unique Code: I2002WB282300
UDIN: F005684F003932827
Peer Review Certificate No.: 869/2020
Firm Unique Code: S2002WB051400



Countersigned by
For MEGATHERM INDUCTION LIMITED



Mr. Shesadri Bhusan Chanda **Chairman**
Chairman & Managing Director
Megatherm Induction Limited
DIN: 00961593
Place: Kolkata
Date: 14th February, 2025

[Scrutinizer for and in respect of the "Voting through Postal Ballot by Electronic Means" of Megatherm Induction Limited, pursuant to Notice of Postal Ballot dated 04th January, 2025.]

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