



CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with
Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Remsons Industries Limited
401, 4th Floor, Gladdiola Hanuman Road,
Vile Parle (East), Mumbai- 400057,
Maharashtra, India.

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on e-voting done by the members of the Company through "remote e-voting process" and "e-voting process" during the 01/2022-23 Extraordinary General Meeting held on Thursday, 12th May, 2022.

I, CS Manish Baldeva, Proprietor, M/s. M Baldeva Associates, Company Secretaries, Thane was appointed as Scrutinizer by the Board of Directors of **Remsons Industries Limited** ("the Company") in its meeting held on 20th April, 2022 for the purpose of scrutinizing the voting done through remote e-voting process and e-voting process during the 01/2022-23 Extraordinary General Meeting ("EGM") of the Company held on Thursday, 12th May, 2022 pursuant to the provisions of Section 108 of the Companies Act, 2013 ("Act") read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014 for passing of the resolutions as mentioned under item numbers 1 to 4 in the Notice of the EGM of the members of the Company dated 20th April, 2022.

I submit my report as under:

1. As per the guidelines issued by the Ministry of Corporate Affairs vide General Circulars No. 20/2021 dated 8th December, 2021, read with 14/2020 dated 8th April, 2020, 17/ 2020 dated 13th April, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020 and 10/2021 dated 23rd June, 2021 ("Circulars") the EGM was held through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to remote e-voting and the e-voting during the EGM on the resolutions contained in the said Notice of the EGM of the members of the Company. My responsibility as Scrutinizer for the remote e-voting process and e-voting conducted during the EGM is restricted to make the Scrutinizer's Report on the votes cast "in favour" or "against" the resolutions stated in the said notice based on the report generated from the e-voting system provided by the Central Depository Services (India) Limited





("CDSL"), the agency engaged by the Company to provide e-voting facility i.e. remote e-voting facility and e-voting facility during the EGM.

3. The Notice of the 01/2022-23 EGM dated 20th April, 2022 along with the statement setting out material facts under Section 102 of the Act was sent to the members through e-mail on Wednesday, 20th April, 2022 whose email address were registered with the Company / Depositories. The said notice was dispatched on the basis of Register of Members / List of Beneficiaries as on Friday, 15th April, 2022.
4. As per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, and as required under the said Circulars, the Company published advertisement about sending of the Notice of the EGM through e-mail and information on e-voting in English newspaper "Financial Express" and in Marathi newspaper "Vritta Manas" both on Thursday, 21st April, 2022.
5. The voting rights of members were considered in proportion to their share in the paid up equity share capital of the Company as on cut-off date i.e. Thursday, 5th May, 2022.
6. In terms of the aforesaid Notice, the remote e-voting was kept open for 3 (three) days i.e. from Monday, 9th May, 2022 (9:00 A.M.) to Wednesday, 11th May, 2022 (5:00 P.M.). The members cast their votes electronically on remote e-voting platform provided by the CDSL. The shareholders who were present at the EGM of the Company through VC / OAVM and had not cast their vote earlier through remote e-voting process were allowed to cast their votes through e-voting system provided by the CDSL during the EGM.
7. The summary of the voting through remote e-voting facility and e-voting process during the EGM is as under:





Resolution No. 1:

Resolution Required: (Special)			Special Resolution for appointment of Mr. Shishir Vasant Dalal (DIN: 00007008) as an Independent Director for a term of 5 (five) consecutive years with effect from 14 th February, 2022 to 13 th February, 2027, not liable to retire by rotation.					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes-against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter group	E-Voting	4285008	4285008	100.0000	4285008	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	TOTAL	4285008	4285008	100.0000	4285008	0	100.0000	0.0000
Public-Institutions	E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	TOTAL	100	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1428249	622374	43.5760	622374	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	TOTAL	1428249	622374	43.5760	622374	0	100.0000	0.0000
TOTAL		5713357	4907382	85.8931	4907382	0	100.0000	0.0000

Invalid votes: Nil

Result: The resolution is passed unanimously.





Resolution No. 2:

Resolution Required: (Special)			Special Resolution for appointment of Mr. Suresh Ramarao (DIN: 00370832) as an Independent Director for a term of 5 (five) consecutive years with effect from 12 th May, 2022 to 11 th May, 2027, not liable to retire by rotation.					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes-against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter group	E-Voting	4285008	4285008	100.0000	4285008	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	TOTAL	4285008	4285008	100.0000	4285008	0	100.0000	0.0000
Public- Institutions	E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	TOTAL	100	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1428249	622374	43.5760	622374	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	TOTAL	1428249	622374	43.5760	622374	0	100.0000	0.0000
TOTAL		5713357	4907382	85.8931	4907382	0	100.0000	0.0000

Invalid votes: Nil

Result: The resolution is passed unanimously.





Resolution No. 3:

Resolution Required: (Special)			Special Resolution for approval of remuneration payable to Mr. Krishna Kejriwal, Chairman and Managing Director of the Company for the period from 1 st April, 2022 to 31 st March, 2023.					
Whether promoter / promoter group are interested in the agenda / resolution?			Yes					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes-against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter group	E-Voting	4285008	4285008	100.0000	4285008	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	TOTAL	4285008	4285008	100.0000	4285008	0	100.0000	0.0000
Public- Institutions	E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	TOTAL	100	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1428249	622374	43.5760	622374	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	TOTAL	1428249	622374	43.5760	622374	0	100.0000	0.0000
TOTAL		5713357	4907382	85.8931	4907382	0	100.0000	0.0000

Invalid votes: Nil

Result: The resolution is passed unanimously.





Resolution No. 4:

Resolution Required: (Special)			Special Resolution for approval of remuneration payable to Mrs. Chand Kejriwal, Whole Time Director of the Company for the period from 1 st April, 2022 to 31 st March, 2023.					
Whether promoter / promoter group are interested in the agenda / resolution?			Yes					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes- against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter group	E-Voting	4285008	4285008	100.0000	4285008	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	TOTAL	4285008	4285008	100.0000	4285008	0	100.0000	0.0000
Public- Institutions	E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	TOTAL	100	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1428249	622374	43.5760	622374	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	TOTAL	1428249	622374	43.5760	622374	0	100.0000	0.0000
TOTAL		5713357	4907382	85.8931	4907382	0	100.0000	0.0000

Invalid votes: Nil

Result: The resolution is passed unanimously.





M Baldeva Associates
Company Secretaries

Continuation Sheet

The relevant records relating to e-voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid meeting and the same will be handed over to the Company Secretary for safe keeping.

For M Baldeva Associates
Company Secretaries



CS Manish Baldeva
Proprietor

M. No. FCS 6180;
C.P. No. 11062

UDIN: F006180D000310541

Place: Thane
Date: 12th May, 2022

Countersigned by

For Remsons Industries Limited
~~For Remsons Industries Ltd.~~

Company Secretary.

Chairman /Authorised Signatory