

SCRUTINIZER'S REPORT FOR POLL OF SHANTI OVERSEAS (INDIA) LIMITED

To,
THE CHAIRMAN
SHANTI OVERSEAS (INDIA) LIMITED
215-216, VIKRAM TOWER, 1ST FLOOR
SAPNA SANGEETA, INDORE-452001

Dear Sir,

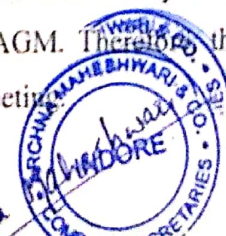
Subject: Passing of Resolution through Poll Conducted at the
9th Annual General Meeting of the Company

I, Archana Maheshwari, Practicing Company Secretary, Proprietor of M/s. Archana Maheshwari & Co., have been appointed as a Scrutinizer by the Board of Directors of the Company at their meeting held on 3rd September, 2020 for the purpose of scrutinizing the poll process in a fair and transparent manner, for the resolution(s) as contained in the Notice of the 9th Annual General Meeting (AGM) of the Company held on 30th September, 2020.

I am pleased to submit my report as under, which is comprehensive and self-explanatory in all respect.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules laid down there under relating to poll for the resolution(s) contained in the Notice of the 9th Annual General Meeting (AGM) of the Company. My responsibility as a Scrutinizer for poll at the AGM is restricted to the preparation of Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the Notice of AGM.

The Company, being an SME listed Company, is not required to provide mandatorily to its members the electronic facility to exercise their right to vote at the AGM. Therefore, the facility for voting through ballot paper had been made available at the meeting.



At the 9th Annual General Meeting of the Company held on 30th September, 2020, Wednesday, the Chairman of the meeting had suo motto called for a poll to facilitate the voting for the members present in the meeting.

The relevant records relating to poll were sealed and handed over to Mr. Mukesh Kacholia, Chairman & Managing Director of the Company for safe keeping.

For Archna Maheshwari & Co.

Company Secretaries

Archna Maheshwari

Archna Maheshwari

Proprietor

FCS No.:9436

CP No.:12034

UDIN: F009436B000820873



Place: Indore

Date: 30.09.2020

FORM NO. MGT-13

REPORT OF SCRUTINIZER

Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of Companies
(Management and Administration) Rules, 2014

To,

THE CHAIRMAN

SHANTI OVERSEAS (INDIA) LIMITED

215-216, VIKRAM TOWER, 1ST FLOOR

SAPNA SANGEETA, INDORE-452001

9th Annual General Meeting of the Company held on 30th day of September, 2020 at 12:30 P.M. at the Registered Office of the Company situated at 215-216, Vikram Tower, 1st Floor, Sapna Sangeeta Road, Indore - 452001 (M.P.).

Dear Sir,

I, ARCHNA MAHESHWARI, Practicing Company Secretary, Proprietor of firm M/s Archana Maheshwari & Co., was appointed as the Scrutinizer for the purpose of poll taken on the below mentioned resolution at the 9th Annual General Meeting (AGM) of the Company held on 30th September, 2020 at 12.30 P.M. , submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, a ballot box was kept for polling and was sealed in my presence with due identification marks placed by me.
2. The sealed box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agent of the Company.
3. There were no poll papers, which were found incomplete and/or found defective.
4. The results of the Poll are as under:



a. Item No. : 1

Receive, Consider, approve and adopt the Financial Statements of the Company on Standalone and Consolidated basis ended on 31st March, 2020 together with the Boards' and Auditors' Reports thereon. (Ordinary Resolution)

(i) Voted in favour of resolution:

Number of members present and voting (in person or in proxy)	Number of Votes cast by them	% of total number of valid votes cast by them
7 (Seven)	8325000	100

(ii) Voted in against the resolution:

Number of members present and voting (in person or in proxy)	Number of Votes cast by them	% of total number of valid votes cast by them
0	0	0

(iii) Invalid Votes:

Number of Member	Number of Votes held
0	0

b. Item No. : 2

Appointment a Director in place of Mr. Ayush Kacholia (DIN: 03096933) who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution)



(i) Voted in favour of resolution

Number of members present and voting (in person or in proxy)	Number of Votes cast by them	% of total number of valid votes cast by them
7 (Seven)	8325000	100

(ii) Voted in against the resolution:

Number of members present and voting (in person or in proxy)	Number of Votes cast by them	% of total number of valid votes cast by them
0	0	0

(iii) Invalid Votes:

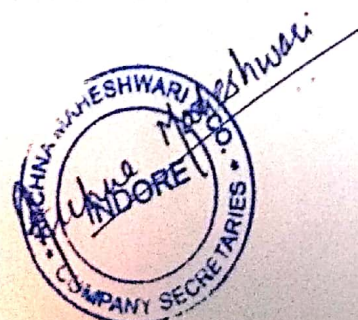
Number of Member	Number of Votes held
0	0

c. Item No. : 3

Appointment of Mr. Sudeep Satyendra Saxena (DIN: 05129819) as Non-Executive Independent Director of the Company. (Ordinary Resolution)

(i) Voted in favour of resolution:

Number of members present and voting (in person or in proxy)	Number of Votes cast by them	% of total number of valid votes cast by them
7 (Seven)	8325000	100



(ii) Voted in against the resolution:

Number of members present and voting (in person or in proxy)	Number of Votes cast by them	% of total number of valid votes cast by them
0	0	0

(iii) Invalid Votes:

Number of Member	Number of Votes held
0	0

d. Item No. : 4

Re-appointment of Mr. Mukesh Kacholia (DIN: 00376922) as Chairman & Managing Director of the Company. (Special Resolution)

(i) Voted in favour of resolution:

Number of members present and voting (in person or in proxy)	Number of Votes cast by them	% of total number of valid votes cast by them
7 (Seven)	8325000	100

(ii) Voted in against the resolution:

Number of members present and voting (in person or in proxy)	Number of Votes cast by them	% of total number of valid votes cast by them
0	0	0



(iii) Invalid Votes:

Number of Member	Number of Votes held
0	0

e. Item No. : 5

Re-appointment of Mr. Ayush Kacholia (DIN: 03096933) as a Whole-Time Director of the Company. (Special Resolution)

(iv) Voted in favour of resolution:

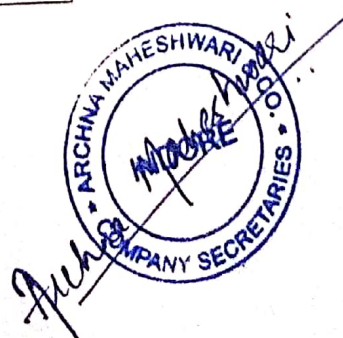
Number of members present and voting (in person or in proxy)	Number of Votes cast by them	% of total number of valid votes cast by them
7 (Seven)	8325000	100

(v) Voted in against the resolution:

Number of members present and voting (in person or in proxy)	Number of Votes cast by them	% of total number of valid votes cast by them
0	0	0

(vi) Invalid Votes:

Number of Member	Number of Votes held
0	0



5. The Poll Papers and all other relevant records were sealed and handed over to Chairman & Managing Director authorised by the board for safe keeping.
6. All of the above mentioned resolutions have been passed with requisite majority.

Thanking you,
Yours faithfully,
For Archana Maheshwari & Co.
Company Secretaries



Archana Maheshwari
Archana Maheshwari
Proprietor

FCS No.:9436

CP No.:12034

UDIN: F009436B000820873

Place: Indore
Date: 30.09.2020