



RAJENDRA & CO.

COMPANY SECRETARIES

Rajendra R. Vaze

B.Com. LL.B., DBM, GCD.F.C.S.

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Scrutinizer's Report

[Pursuant to The Companies Act, 2013]
(Rule 22 of The Companies (Management and Administration) Rules 2014)

To
The Chairperson
ARROW GREENTECH LIMITED
CIN No: L21010MH1992PLC069281
Regd. Office: 1/F Laxmi Industrial Estate,
New Link Road, Andheri (West)
Mumbai- 400 053

Dear Sir / Madam,

Sub: Scrutinizer's Report U/S 108 & 110 of The Companies Act, 2013 for voting by the Equity shareholders Postal Ballot through remote e-voting by casting votes electronically

1. I, Rajendra Vaze, a Company Secretary in practice. (FCS No 4247 CP No. 1975) of **Rajendra and Co., Company Secretaries** of Utkarsha Building 2nd floor, P N Kotnis Marg, Mahim (W) Mumbai -400 016 have been appointed as a Scrutinizer by the Board of Directors of Arrow Greentech Limited (the Company) at the meeting of the Board of Directors of the company held on 8th February 2025 for the purpose of scrutinizing the Postal Ballot/Remote E-Voting process under the provisions of Section 108 of The Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules 2014 related to a Resolution as set out in the notice dated 8th February 2025

2. The Management of the Company is responsible to ensure the compliance with the Section 110 read with Section 108 and all other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereto, for the time being in force and in compliance with the applicable guidelines / circulars / rules issued by the Ministry of Corporate Affairs ("MCA") inter alia including General Circular No. 09/2024 dated September 19, 2024, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, and other applicable laws and regulations.

My responsibility as a scrutinizer is restricted to make a Scrutinizer's report of the votes cast in favour or against the resolutions based on the reports generated from the e-voting system provided by NSDL.



CERTIFIED FILING CENTRE (CFC)

(APPROVED BY CENTRAL GOVT. UNDER THE DEPT OF COMPANY AFFAIRS)

3. I submit my report as under:

- a) The Company has dispatched the Postal Ballot Notice and instructions for e voting to the Equity shareholders of the Company whose e mail addresses is registered with the Company /Depository Participant ("DP")
- b) Cut-off date: The Shareholders of the company holding shares as on the cut-off date i.e. on 21st February 2025 were entitled to vote on the resolutions as contained in the Postal Ballot Notice.
- c) The Company has provided e-voting facility offered by NSDL for conducting e voting by electronic means.
- d) The e-voting period began at 9.00 a.m. (IST) on Wednesday 26th February 2025 to 5.00 p.m. (IST) on Friday, 28th March 2025 The votes received electronically from the Shareholders till Friday the 28th March 2025 upto 05.00 p.m. and accordingly the e-voting received till Friday 28th March 2025 05.00 p.m. being the last date and time fixed by the Company for e-voting by casting votes electronically were only considered for my scrutiny.
- f) The total No of 86 e-voting by casting votes electronically were received from the Equity shareholders were checked by me and duly held in my safe custody.
- g) I have monitored the process of electronic voting through the scrutinizer's secured link
- h) As per the requirement of The Companies Act 2013 the particulars of all votes received (through electronic mode) from the Equity shareholders have been accordingly entered in a register separately maintained for the purpose. None of the incomplete, unsigned or incorrect Ballot forms have been considered.
- i) I further report that the e-voting data by casting votes electronically were scrutinized by me for verification of votes cast in favour and against the resolution.

Report (Remote e-voting by casting votes electronically)

Items no. of Notice	Votes in the favour of the Resolution		Votes against the Resolution		Invalid Votes		Total Votes
	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.	% of total number of Invalid votes	Nos.
Item No. 1 of the Notice (As an Special Resolution for Appointment of Mr. Yogesh Harivadan Gajjar (DIN: 10937614) as an Independent Director	9976962	98.25	177885	1.75	0	0	10154847



Item No. 2 of the Notice (As an Special Resolution for Increase in Borrowing Limit under section 180 (1) (c) of The Companies Act 2013	9944631	97.93	210216	2.07	0	0	10154847
Item No. 3 of the Notice (As an Special Resolution for To create charge and/or mortgage on the moveable / immoveable properties of the Company for the borrowings in accordance with Section 180(1) (a) of the Act.	1456916	14.35	177874	1.75	8520057	83.90	10154847
Item No. 4 of the Notice (As an Special Resolution for To make investments, give loans, guarantees and security in excess of limits specified under section 186 of the Companies Act, 2013.	9944614	97.93	210233	2.07	0	0	10154847

Voting Details:

Resolution 1

Sr. No.	Particulars	No. of E-Voting	No. of shares voted
a)	Remote e-Voting	86	10154847
	Total	86	10154847
b)	Less : Invalid no. of votes casted for Resolution No 1	0	0
c)	Valid no. of votes casted (Net) Resolution No 1.	86	10154847
d)	Total no. of votes with assent for the Resolution No 1.	76	9976962
e)	Total no. of votes with dissent for the Resolution No 1.	10	177885



Resolution 2

Sr. No.	Particulars	No. of E-Voting	No. of shares voted
a)	Remote e-Voting	86	10154847
	Total	86	10154847
b)	Less : Invalid no. of votes casted for Resolution No 2	0	0
c)	Valid no. of votes casted (Net) for Resolution No 2.	86	10154847
d)	Total no. of votes with assent for the Resolution No 2.	74	9944631
e)	Total no. of votes with dissent for the Resolution No 2.	12	210216

Resolution 3

Sr. No.	Particulars	No. of E-Voting	No. of shares voted
a)	Remote e-Voting	86	10154847
	Total	86	10154847
b)	Less : Invalid no. of votes casted for Resolution No 3	5	8520057
c)	Valid no. of votes casted (Net) for Resolution No 3.	81	1634790
d)	Total no. of votes with assent for the Resolution No 3	69	1456916
e)	Total no. of votes with dissent for the Resolution No 3	12	177874



Resolution 4

Sr. No.	Particulars	No. of E-Voting	No. of shares voted
a)	Remote e-Voting	86	10154847
	Total	86	10154847
b)	Less : Invalid no. of votes casted for Resolution No 4	0	0
c)	Valid no. of votes casted (Net) for Resolution No 4.	86	10154847
d)	Total no. of votes with assent for the Resolution No 4.	73	9944614
e)	Total no. of votes with dissent for the Resolution No 4.	13	210233

- 4 The votes were unblocked in the presence of two witness i.e. Mr. Gitesh Nimkar and Mr. Dadasaheb Bhandare who are not the employees of the company..
5. The Register and all other details relating to e-voting shall remain in our safe custody until the chairman considers, approves and sign the minutes of the Postal Ballot/E Voting , and thereafter the same shall be handed over to the company.

Thanking you
Yours faithfully

For Rajendra and Co.,
Company Secretaries

Rajendra
Ramachandra Vaze
a Vaze
Digitally signed by
Rajendra
Ramachandra Vaze
Date: 2025.03.29
13:31:55 +05'30'

(CS Rajendra Vaze)
FCS No. 4247
C.P. No 1975



Place: Mumbai
Date : 29th March 2025

UDIN No: F004247F004177053

Peer Review No 2807/2022
Unique Identification No S1993MH011200