

## VINOD KOTHARI & COMPANY

Practising Company Secretaries  
1006-1009, Krishna Building, 224 A.J.C. Bose Road  
Kolkata - 700 017, India  
Phone: +91 - 33 - 2281 7715 | 1276 | 3742  
email: [vinod@vinodkothari.com](mailto:vinod@vinodkothari.com)  
Web: [www.vinodkothari.com](http://www.vinodkothari.com)  
Unique Code - P1996WB042300  
PAN No - AAMFY6726E  
GSTIN No. - 19AAMFY6726E1ZR  
Udyog Aadhar Number - WB10D0000448

To,  
Chairman,  
Maharaja Shree Umaid Mills Limited,  
7, Munshi Premchand Sarani,  
Hastings, Kolkata-700022  
India

**Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments thereto for the 81<sup>st</sup> Annual General Meeting (the "AGM") of the Members of Maharaja Shree Umaid Mills Limited (the "Company") held on Friday, the 24<sup>th</sup> day of September, 2021 at 02:30 pm through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM')**

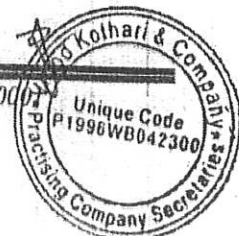
Dear Sir,

1. I, Pammy Jaiswal, Partner of M/s Vinod Kothari & Company, Practising Company Secretaries, (Membership No ACS 48046/ C.P. No 18059) have been appointed as the Scrutinizer by the Board of Directors of the Company in terms of the appointment letter dated 11<sup>th</sup> June, 2021 for the purpose of scrutinizing the remote e-voting and voting through electronic system during the AGM as per the provisions of Section 108 of Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('MGT Rules') read with amendments thereto on the businesses contained in Notice of the 81<sup>st</sup> AGM of the Company.
2. Pursuant to section 108 of the Act read with Rule 20 of MGT Rules in connection with all resolutions proposed at the 81<sup>st</sup> AGM, the Company availed services of Central Depository Services Limited ('CDSL') and provided remote e-voting facility and facility of electronic voting at the time of AGM to the equity shareholders of the Company who could not vote earlier through remote e-voting facility provided by the Company.
3. The management of the Company is responsible to ensure the compliance of the requirements of the Act, rules, circulars and notifications issued by the Ministry of Corporate Affairs ('MCA') relating to voting through electronic means on the businesses set out in the Notice of the AGM. My responsibility as a Scrutinizer is restricted in making a consolidated Scrutinizer's Report of the votes cast "IN FAVOUR" or "AGAINST" the business set out in the Notice of AGM, based on the reports generated from the e-voting system of CDSL(including

Mumbai Office: 403-406 175 Shreyas Chambers, D.N. Road, Fort, Mumbai-400001

Delhi: A - 467, First Floor, Defence Colony, New Delhi - 110 024

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remote e-voting and voting through electronic system during the meeting), the authorized agency engaged by the Company.

4. The remote e-voting period to facilitate e-voting by equity shareholders of the Company as on the "cut-off date" of September 17, 2021 commenced on September 21, 2021 at 09:00 a.m. and ended on September 23, 2021 at 5.00 p.m. and the CDSL e-voting platform was blocked thereafter.
5. The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier. The shareholders of the Company holding shares as on the "cut-off" date of Friday, September 17, 2021 were entitled to vote on the resolutions as contained in the Notice of the AGM. The CDSL e-voting platform was re-opened during the AGM and kept open for 30 minutes after the conclusion of the AGM.
6. Pursuant to Rule 20 (4)(xii) of the MGT Rules, I unblocked the voting on CDSL on September 24, 2021 at 03:30 p.m. in the presence of two witnesses, viz., Abhishek Saraf and Sachin Sharma, both being employees of Vinod Kothari & Company, Practising Company Secretaries. These witnesses are not in the employment of the Company.
7. The votes cast under remote e-voting facility were unblocked thereafter. I have scrutinized and reviewed the remote e-voting prior and during the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system.

8. I now submit the Consolidated Report as under:

### Resolution 1: Ordinary Resolution

To receive, consider and adopt:

- a. The Annual Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2021 including the Audited Balance Sheet as at 31<sup>st</sup> March, 2021 and Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon; and
- b. The Annual Audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2021 including the Audited Balance Sheet as at



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**31<sup>st</sup> March, 2021 and Statement of Profit & Loss for the year ended on that date and the Report of the Auditors thereon.**

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
48	60019448	100

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	7	0.00

(iii) Invalid votes:

Number of members voted	Number of votes cast by them
1	2019

### Resolution 2: Ordinary Resolution

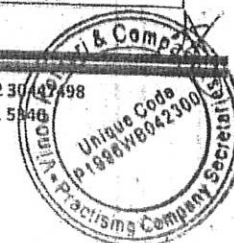
To appoint a director in place of Mrs. Alka Devi Bangur (DIN:00012894), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
47	60019343	100

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast



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4	112	0.00
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(iii) Invalid votes:

Number of members voted	Number of votes cast by them
1	2019

### Resolution 3: Special Resolution

**Renewal of previous approval of issuance of Non-Convertible Debentures on Private Placement basis.**

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
45	60010842	99.99

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
6	8613	0.01

(iii) Invalid votes:

Number of members voted	Number of votes cast by them
1	2019

### Resolution 4: Ordinary Resolution

**Appointment of Cost Auditor**

(i) Voted in favour of the resolution:

Mumbai Office: 403-406, 175 Shreyas Chambers, D. N. Road, Fort, Mumbai-400 001, Ph - 022 22614021; 022 30447498  
Delhi Office: A-467, First Floor, Block A, Defence Colony, New Delhi-110024, Ph - 011 4131 5340





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Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
46	60019342	100

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	113	0.00

(iii) Invalid votes:

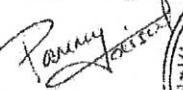
Number of members voted	Number of votes cast by them
1	2019

9. Figures have been taken upto two decimal points

10. In view of the above scrutiny, I hereby certify all the above Resolutions have been passed with requisite majority on September 24, 2021.

11. The details of the remote e-voting and electronic voting at the meeting along with such as authorizations as have been received, will be sealed and handed over to the Director/Company Secretary/Authorised Representative, authorized by the Board for safe keeping.

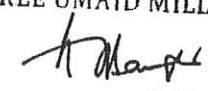
For M/s Vinod Kothari & Company  
Practising Company Secretaries

  
Pammy Jaiswal  
Partner  
M. No. A48046  
CP No. 18059



Date: 27.09.2021  
Place: Kolkata

For & on behalf of  
Countersigned MAHARAJA SHREE UMAID MILLS LTD

  
Chairman & Managing Director  
Chairperson or any other person  
authorized by him

Date: 27.09.2021  
Place: Kolkata