

Sec/Share/034/FY 2022-23

Date: 28.09.2022

The Secretary

BSE Limited

New Trading Wing,

Rotunda Building,

PJ Tower, Dalal Street,

Mumbai- 400001

Security code: 532932

The Manager

National Stock Exchange of India Limited

Exchange Plaza, C-1, Block "G"

5th floor, Bandra Kurla Complex,

Bandra East,

Mumbai- 400051

Symbol: MANAKSIA

Sir,

Sub: Consolidated Scrutinizer Report on the 38th Annual General Meeting of the Company held on 27th September, 2022

As per the requirement of relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are forwarding herewith Consolidated Report of Scrutinizer received from Vinod Kothari & Company, Practising Company Secretary for the 38th Annual General Meeting of shareholders of Manaksia Limited held through Video Conferencing/Other Audio Visual Means on 27th September, 2022.

This may be treated as compliance under relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you,

Yours faithfully,

For **Manaksia Limited**

Pradip Kumar Kandar
Company Secretary

Encl: As above

VINOD KOTHARI & COMPANY

Practising Company Secretaries

1006-1009, Krishna Building, 224 A.J.C. Bose Road

Kolkata – 700 017, India

Phone: +91 – 33 – 2281 1276 | 3742

email: corplaw@vinodkothari.com

Web: www.vinodkothari.com

Unique Code – P1996WB042300

PAN No -AAMFV6726E

GSTIN No. - 19AAMFV6726E1ZR

Udyog Aadhaar Number – WB10D0000448

To,
Chairperson,
Manaksia Limited,
Turner Morrison Building,
6 Lyons Range, 1st Floor,
Kolkata- 700 001
India

Sub: Consolidated Scrutinizer's Report on remote e-voting and electronic voting carried out at the 38th Annual General Meeting ("AGM"), pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the 38th AGM of the Members of Manaksia Limited ("Company") held on Tuesday, the 27th day of September, 2022 at 12:30 P.M. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")

Dear Sir,

1. I, Pammy Jaiswal, Partner at 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 resolution dated 10th August, 2022, for the purpose of scrutinizing the remote e-voting and voting through electronic voting system during the AGM as per the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('MGT Rules') read with amendments thereto and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') on the businesses contained in Notice of 38th AGM of Manaksia Limited.
2. In terms of Regulation 44 of the Listing Regulations and pursuant to section 108 of the Act read with Rule 20 of MGT Rules, in connection with all the resolutions proposed at the 38th AGM, the Company availed services of National Securities Depository Limited ('NSDL') for facilitating voting through electronic means, as the authorized e-voting agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM was provided by NSDL.
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 remote e-voting and voting at AGM on the resolutions contained in the notice of AGM. My responsibility as a Scrutinizer is restricted in making a Scrutinizer's

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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 NSDL, the authorized agency engaged by the Company.

4. The Company had published advertisement on Saturday, September 3, 2022, in "Ekdin" in Bengali language and in "Business Standard" in English language.
5. The remote e-voting period to facilitate e-voting by equity shareholders of the Company as at the "cut-off date" of Tuesday, September 20, 2022 commenced on Friday, September 23, 2022 at 09:00 am (IST) and ended on Monday, September 26, 2022 at 5.00 p.m. (IST) and the NSDL e-voting platform was unblocked thereafter in the presence of Ms. Payal Agarwal and Ms. Shraddha Shivani, who are not in the employment of the Company.
6. The Company had also provided remote e-voting facilities to the shareholders present at the AGM through VC/OAVM and who had not casted their vote earlier. The equity shareholders of the Company, holding shares as on the "cut-off date" being Tuesday, September 20, 2022, were entitled to vote on the resolutions as contained in the Notice of AGM. The NSDL e-voting platform was re-opened during the AGM and kept open for 15 minutes after the AGM.
7. Pursuant to Rule 20(4)(xii) of the MGT Rule, the electronic votes were unblocked from NSDL's website at around 1:35 P.M. on 27th September, 2022 in the presence of aforesaid 2 (two) witnesses Ms. Payal Agarwal and Ms. Shraddha Shivani both being employees of Vinod Kothari & Company, Practising Company Secretaries. These Witnesses are not in the employment of the Company.
8. The votes cast under remote e-voting facility were unblocked thereafter. We have scrutinized and reviewed the voting through remote e-voting and e-voting at the AGM and votes cast therein based on the data downloaded from the e-voting system of NSDL.

9. I now submit the Report as under:

Resolution 1: Ordinary Resolution

To receive, consider and adopt:

- (a) *the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2022 including the Audited Balance Sheet and Statement of Profit & Loss for the year ended 31st March, 2022 and the Reports of the Board of Directors and Auditors thereon; and*



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(b) *the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2022 including the Audited Consolidated Balance Sheet and Statement of Profit & Loss for the year ended 31st March, 2022 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
296	52253585	99.94%

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
18	29917	0.06%

(iii) **Invalid** votes:

Number of members voted	Number of votes cast by them
NIL	NIL

Resolution 2: Ordinary Resolution

To appoint a director in place of Mr. Suresh Kumar Agrawal (DIN: 00520769), who retires by rotation at this Annual General Meeting as a Director and being eligible, offers himself 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
294	52252935	99.94%

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
20	30567	0.06%



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(iii) **Invalid** votes:

Number of members voted	Number of votes cast by them
NIL	NIL

Resolution 3: Ordinary Resolution

To re-appoint M/S S K AGRAWAL AND CO CHARTERED ACCOUNTANTS LLP (Firm Registration No. E300272) as the statutory auditors of the Company for a second term of five years.

(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
290	52250624	99.97%

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
23	16878	0.03%

(iii) **Invalid** votes:

Number of members voted	Number of votes cast by them
NIL	NIL

Resolution 4: Ordinary Resolution

Appointment of Mr. Varun Agrawal (DIN: 00441271) as Non-Executive Director.

(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
290	52251951	99.94%

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
24	31551	0.06%



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(iii) **Invalid votes:**

Number of members voted	Number of votes cast by them
NIL	NIL

10. In view of the above scrutiny, I hereby certify that the above Resolutions have been passed with requisite majority on 27th September, 2022.
11. Figures have been rounded off to their nearest numbers for ease of representation.
12. The details of votes received through e-voting along with all other relevant records will be sealed and handed over to the Director/ Company Secretary/ Authorized Representative, authorized by the Board for safe keeping.

Date: 28th September, 2022
Place: Kolkata



For Vinod Kothari & Company
Practising Company Secretaries

Pammy Jaiswal
Partner

Membership No.: A48046
COP:18059

UDIN: A048046D001067526