

**DECLARATION OF RESULTS OF REMOTE E- VOTING AND E- VOTING
CONDUCTED DURING THE 29TH ANNUAL GENERAL MEETING OF MINOSHA
INDIA LIMITED HELD ON THURSDAY, SEPTEMBER 29, 2022**

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and in compliance with General Circular No. 2/2022 dated May 05, 2022 read with General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 05, 2020, General Circular No. 02/2021 dated January 13, 2021 and General Circular No. 21/2021 dated December 14, 2021 issued by the Ministry of Corporate Affairs, Minosha India Limited (the Company') provided e- voting facility to the Members to enable them to cast their vote electronically on the Four Resolutions proposed in the Notice of the 29th Annual General Meeting held through Video Conferencing (VC)/Other Audio Visual means (OAVM) using the Electronic Voting Platform provided by Central Depositories Services (India) Limited (CDSL).

The remote E-Voting was commenced on Monday, September 26, 2022 at 9:00 AM and concluded on Wednesday, September 28, 2022 at 5:00 PM.

The Board of Directors had appointed Mr. Ashish O. Lalpuria, Practicing Company Secretary, Proprietor of M/s. Ashish O. Lalpuria & Co., as the Scrutinizer to scrutinize the votes cast through Remote E-Voting and E-Voting at the Annual General Meeting.

The Scrutinizer has carried out the scrutiny of all the electronic votes received up to the close of remote e-voting period on September 28, 2022 and e-voting received till the conclusion of the Meeting and submitted his Report on September 29, 2022.

The Consolidated Results as per the Scrutinizers' Report dated September 29, 2022 are as follows:

Reso- lution No.	Particulars	% Votes in Favour	% Votes Against	% Votes Abstained
1	Adoption of Audited Financial Statements of the Company for the year ended March 31, 2022 together with the Reports of the Auditor and Directors thereon.	99.996	0.004	-

2	Appointment of a Director in place of Mr. Aniket Dharamshi (DIN:08133266), who retires from office by rotation and being eligible, offers himself for re-appointment.	99.996	0.004	-
3	Approval for payment of Performance Bonus to Mr. Atul Thakker (DIN:00062112), Managing Director of the Company for the year 2021-22	99.969	0.031	-
4	Approval for reduction of Equity Share Capital of the Company under the provisions of Companies Act, 2013.	99.954	0.046	-

Based on the Report of the Scrutinizer, I, Atul Thakker, Managing Director of the Company hereby declare that all the Four (4) Resolutions as set out in the Notice of 29th Annual General Meeting have been duly approved by the Shareholders of the Company with requisite majority.

The Scrutinizer's Report on the voting process conducted for the 29th AGM and details thereof is annexed herewith.

FOR MINOSHA INDIA LIMITED



ATUL THAKKER
MANAGING DIRECTOR
DIN: 00062112

Date: September 29, 2022



Consolidated Report of the Scrutinizer

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

To
The Chairman of 29th Annual General Meeting of
the Equity Shareholders of Minosha India Limited
Unit No 204, 2nd Floor, Town Centre I,
Near Mittal Industrial Estate, Andheri Kurla Road,
Sakinaka, Andheri (E), Mumbai-400 059.

Dear Sir,

1. I, Ashish O. Lalpuria, Practising Company Secretary, having office at 204, Zee Square, M. G. Road, Vile Parle (East), Mumbai -400 057, have been appointed as the Scrutinizer by the Board of Directors of Minosha India Limited, ("the Company") at its meeting held on 4th September, 2022 for the purpose of

a. scrutinizing the remote e-voting process carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended by Companies (Management and Administration) Amendment Rules, 2015 and;

b. scrutinizing the e-voting process at the 29th Annual General Meeting ("AGM") of the members of the Company held on Thursday, 29th September, 2022 at 10.30 a.m. through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM') facility

pursuant to General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021 and 02/2022 dated 8th April 2020, 13th April 2020, 5th May 2020 and 13th January 2021, 14th December, 2021 and 5th May, 2022 respectively issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars").

I have been appointed for scrutinizing the above referred voting process in a fair and transparent manner and ascertaining the requisite majority on the 4 (Four) resolutions contained in the notice dated 6th September, 2022 convening the said AGM.

Management's Responsibility

2. The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, Rules there under and MCA Circulars relating to voting through electronic means on the resolutions contained in the notice calling the said AGM.



Scrutinizer's Responsibility

3. My responsibility as the Scrutinizer for the e-voting process is restricted to ensure that the e-voting process is conducted in a fair and transparent manner and render consolidated Scrutinizers' Report of the total votes cast in favour or against or invalid, to the Chairman on the resolutions contained in the notice of the said AGM, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities engaged by the Company.
4. Further to above, I submit my report as under:

Cut-off date

- 4.1 The Shareholders holding shares as on the cut-off date i.e. Thursday, 22nd September, 2022, were entitled to vote on the proposed 4 (Four) resolutions set out in the Notice convening 29th Annual General Meeting of the Company and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, subject to the provisions of Articles of Association of the Company.

Remote e-voting process and Voting at the AGM

- 4.2 The remote e-voting period remained open from 9.00 a.m. on Monday, 26th September, 2022 up to 5.00 p.m. on Wednesday, 28th September, 2022 and members holding shares in physical form or dematerialized form were required to cast their votes electronically through remote e-voting. The remote e-voting module was disabled for voting thereafter by CDSL.
- 4.3 The Chairman at the 29th Annual General Meeting, at the end of discussions on the resolutions contained in the Notice, allowed the Shareholders to cast their vote through e-voting facility provided by CDSL to all those shareholders who were present at the meeting but did not cast their vote by availing remote E-voting.
- 4.4 After the time fixed for closure of the e-voting by the Chairman, the electronic system recording the e-voting was locked by CDSL.
- 4.5 After the closure of the e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting facility prior to the date of the AGM were unblocked in presence of two witnesses, namely, Ms. Fulvanti Jain and Mr. Kamal Lahoty who are not in the employment of the Company. Thereafter, the e-voting results containing, inter-alia the list of Shareholders who have voted in favour or against the resolutions or who have abstained from voting were downloaded from the e-voting website of CDSL i.e. (<https://www.evotingindia.com>). The e-voting data/ results downloaded were scrutinized and reviewed, the votes were counted and the results were prepared.

Consolidated Results

- 4.6 The consolidated result of the remote e-voting and e-voting at the meeting is as under:



- a) Resolution No. 1 – Ordinary Resolution - Adoption of Audited Financial Statements of the Company for the year ended 31st March, 2022, the reports of the Board of Directors and Auditors thereon.

i) Voted in favour of the Resolution:

Voting process	Number of members voted through e-voting system	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	56	45360550	99.955%
E-voting at AGM	12	18542	0.041%
Total	68	45379092	99.996%

ii) Voted against the Resolution:

Voting process	Number of members voted through e-voting system	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	9	2016	0.004%
E-voting at AGM	-	-	-
Total	9	2016	0.004%

iii) Invalid Votes:

Voting process	Total number of Members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	-	-
E-voting at AGM	-	-
Total	-	-



- b) Resolution No. 2 – Ordinary Resolution – Appointment of a Director in place of Mr. Aniket Dharamshi (DIN: 08133266), who retires from office by rotation and being eligible, offers himself for re-appointment.

- i) Voted in favour of the Resolution:

Voting process	Number of members voted through e-voting system	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	56	45360550	99.955%
E-voting at AGM	12	18542	0.041%
Total	68	45379092	99.996%

- ii) Voted against the Resolution:

Voting process	Number of members voted through e-voting system	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	9	2016	0.004%
E-voting at AGM	-	-	-
Total	9	2016	0.004%

- iii) Invalid Votes:

Voting process	Total number of Members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	-	-
E-voting at AGM	-	-
Total	-	-



c) **Resolution No. 3 – Special Resolution – Approval for payment of Performance Bonus to Mr. Atul Thakker, Managing Director (DIN: 00062112) of the Company for the year 2021-2022.**

i) **Voted in favour of the Resolution:**

Voting process	Number of members voted through e-voting system	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	55	45360410	99.955%
E-voting at AGM	10	6542	0.014%
Total	65	45366952	99.969%

ii) **Voted against the Resolution:**

Voting process	Number of members voted through e-voting system	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	9	2016	0.004%
E-voting at AGM	2	12000	0.026%
Total	11	14016	0.031%

iii) **Invalid Votes:**

Voting process	Total number of Members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	-	-
E-voting at AGM	-	-
Total	-	-



d) Resolution No. 4 – Special Resolution – Approval for reduction of Equity Share Capital of the Company under the provisions of Companies Act, 2013.

ii) Voted in favour of the Resolution:

Voting process	Number of members voted through e-voting system	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	54	45360170	99.954%
E-voting at AGM	2	242	0.001%
Total	56	45360412	99.954%

ii) Voted against the Resolution:

Voting process	Number of members voted through e-voting system	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	11	2396	0.005%
E-voting at AGM	10	18300	0.040%
Total	21	20696	0.046%

iii) Invalid Votes:

Voting process	Total number of Members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	-	-
E-voting at AGM	-	-
Total	-	-



5. All the resolutions mentioned in the Notice of 29th AGM as per details above stand PASSED under remote E-voting and E-voting conducted during the 29th AGM with the requisite majority and hence deemed to be passed as on the date of the AGM. The Chairman of the said AGM may accordingly declare the result of voting pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended).
6. The register and all other papers relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter, the same will be handed over to the Company.

Thanking you,

Yours faithfully,
For Ashish O. Lalpuria & Co.
Practising Company Secretaries



Ashish O. Lalpuria
(Proprietor)

FCS: 9381 CP No. 11155



UDIN: F009381D001083542

Date: 29th September, 2022

Countersigned by
Minosha India Limited



Atul Thakker
Managing Director
DIN: 00062112

