

PRIMA AGRO LIMITED



CORPORATE & REGD. OFFICE
Industrial Development Area
Muppathadam P. O., Edayar, Cochin - 683 110
Kerala State, India
Tel: 91-484-2551533, (4 Lines)
CIN: L15331KL 1987PLC004833
E-mail: primagroupcompanies@gmail.com
primaedayar@gmail.com
www.primaagro.in

Ref: PAL/SEC/2024-25/39

24th August 2024

To,

Stock Code: BSE: 519262
ISIN: INE297D01018

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai-400 023

Dear Sir/Madam,

Sub: Regulation 30, Part A of Schedule - III and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Details of Voting Results of the 37th Annual General Meeting (AGM) of Prima Agro Limited.

In accordance with Regulation 30, Part A of Schedule III and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the Voting results for the 37th Annual General Meeting (AGM) of Prima Agro Limited along with the Scrutinizer's Report, which details the agenda-wise results of both the remote e-voting conducted from Monday, 19th August 2024 to Wednesday, 21st August 2024, and the voting conducted at the AGM via Ballot papers.

The Scrutinizer's Report, duly countersigned by the Chairman of the Company, confirms that all resolutions proposed in the Notice of the 37th AGM have been approved by the shareholders with the requisite majority.

The results and the Scrutinizer's Report are also available on the Company's website at www.primaagro.in

Please take the above information on record.

Thanking you,

Yours faithfully

For Prima Agro Limited

V. R. Sadasivan Pillai
Company Secretary and Compliance Officer

Encl: A.a



**DETAILS OF VOTING RESULTS OF THE 37TH ANNUAL GENERAL MEETING (AGM) OF
PRIMA AGRO LIMITED**

Sl No.	Particulars	Type of Resolution	Mode of Voting	Remarks
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2024 together with the reports of the Board of Directors and the Auditors thereon.	Ordinary Resolution	Remote e-voting & Voting at AGM through Ballot paper	Passed with requisite majority
2.	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2024 together with the reports of the Auditors thereon.	Ordinary Resolution	Remote e-voting & Voting at AGM through Ballot paper	Passed with requisite majority
3.	To appoint a Director in the place of Mrs. Swati Gupta (DIN: 00249036) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, seeks re-appointment.	Ordinary Resolution	Remote e-voting & Voting at AGM through Ballot paper	Passed with requisite majority
4.	To regularize the appointment of Additional Director Mr. Kushagra Gupta (DIN: 08477477) as Non-Executive Director of the Company.	Ordinary Resolution	Remote e-voting & Voting at AGM through Ballot paper	Passed with requisite majority
5.	To regularize the appointment of Additional Director Mrs. Sarita Jindal (DIN: 00021622) as Non-Executive Director of the Company.	Ordinary Resolution	Remote e-voting & Voting at AGM through Ballot paper	Passed with requisite majority
6.	Regularization of Additional Director, Mrs. Arya Surendran (DIN:10625534) by appointing her as Independent Director of the Company.	Special Resolution	Remote e-voting & Voting at AGM through Ballot paper	Passed with requisite majority
7.	Regularization of Additional Director, Mrs. Neethu Subramoniyam (DIN: 08788544) by appointing her as Independent Director of the Company.	Special Resolution	Remote e-voting & Voting at AGM through Ballot paper	Passed with requisite majority
8.	Regularization of Additional Director, Mrs. Mayuri Sinha (DIN: 08915515) by appointing her as Independent Director of the Company.	Special Resolution	Remote e-voting & Voting at AGM through Ballot paper	Passed with requisite majority
9.	Regularization of Additional Director, Mrs. Hemalatha.G (DIN: 10705286) by appointing her as Independent Director of the Company.	Special Resolution	Remote e-voting & Voting at AGM through Ballot paper	Passed with requisite majority
10.	Ratification and approval of Related Party Transactions with Group Companies for the FY 2023-24.	Special Resolution	Remote e-voting & Voting at AGM through Ballot paper	Passed with requisite majority
11.	Approval for Material Related Party Transaction(s) for the FY 2024-25	Special Resolution	Remote e-voting & Voting at AGM through Ballot paper	Passed with requisite majority

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2024 together with the reports of the				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2085792	2085092	99.9664	2085092	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		2085792	2085092	99.9664	2085092	0	100.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3109108	2146	0.0690	2146	0	100.0000	0.0000
	Poll		1939	0.0624	1939	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		3109108	4085	0.1314	4085	0	100.0000
Total		5194900	2089177	40.2159	2089177	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	1

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2024 together with the reports of the				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		2085092	99.9664	2085092	0	100.0000	0.0000
	Poll	2085792						
	Postal Ballot (if applicable)							
	Total	2085792	2085092	99.9664	2085092	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting		2146	0.0690	2146	0	100.0000	0.0000
	Poll	3109108	1939	0.0624	1939	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	3109108	4085	0.1314	4085	0	100.0000	0.0000
Total		5194900	2089177	40.2159	2089177	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	1

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in the place of Mrs. Swati Gupta (DIN: 00249036) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible seeks				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2085792	1135385	54.4342	1135385	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		2085792	1135385	54.4342	1135385	0	100.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3109108	2146	0.0690	2146	0	100.0000	0.0000
	Poll		1939	0.0624	1939	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		3109108	4085	0.1314	4085	0	100.0000
Total		5194900	1139470	21.9344	1139470	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	1

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To regularize the appointment of Additional Director Mr. Kushagra Gupta (DIN: 08477477) as Non-Executive Director of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2085792	923584	44.2798	923584	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		2085792	923584	44.2798	923584	0	100.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3109108	2146	0.0690	2146	0	100.0000	0.0000
	Poll		1939	0.0624	1939	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		3109108	4085	0.1314	4085	0	100.0000
Total		5194900	927669	17.8573	927669	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	1

Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To regularize the appointment of Additional Director Mrs. Sarita Jindal (DIN: 00021622) as Non-Executive Director of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2085792	1439349	69.0073	1439349	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		2085792	1439349	69.0073	1439349	0	100.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3109108	2146	0.0690	2146	0	100.0000	0.0000
	Poll		1939	0.0624	1939	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		3109108	4085	0.1314	4085	0	100.0000
Total		5194900	1443434	27.7856	1443434	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	1

Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Regularization of Additional Director, MRS. Arya Surendran (DIN:10625534) by appointing her as Independent Director of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2085792	2085092	99.9664	2085092	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		2085792	2085092	99.9664	2085092	0	100.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3109108	2146	0.0690	2146	0	100.0000	0.0000
	Poll		1939	0.0624	1939	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		3109108	4085	0.1314	4085	0	100.0000
Total		5194900	2089177	40.2159	2089177	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	1

Resolution (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Regularization of Additional Director, Mrs. Neetnu Subramoniyam (DIN: 08788544) by appointing her as Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2085792	2085092	99.9664	2085092	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		2085792	2085092	99.9664	2085092	0	100.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3109108	2146	0.0690	2146	0	100.0000	0.0000
	Poll		1939	0.0624	1939	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		3109108	4085	0.1314	4085	0	100.0000
Total		5194900	2089177	40.2159	2089177	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	1

Resolution (8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Regularization of Additional Director, Mrs. Mayuri Sinha(DIN: 08915515) by appointing her as Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2085792	2085092	99.9664	2085092	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		2085792	2085092	99.9664	2085092	0	100.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3109108	2146	0.0690	2146	0	100.0000	0.0000
	Poll		1939	0.0624	1939	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		3109108	4085	0.1314	4085	0	100.0000
Total		5194900	2089177	40.2159	2089177	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	1

Resolution (9)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Regularization of Additional Director, Mrs. Hemalata.G (DIN: 10705286) by appointing her as Independent Director of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2085792	2085092	99.9664	2085092	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		2085792	2085092	99.9664	2085092	0	100.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3109108	2146	0.0690	2146	0	100.0000	0.0000
	Poll		1939	0.0624	1939	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		3109108	4085	0.1314	4085	0	100.0000
Total		5194900	2089177	40.2159	2089177	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	1

Resolution (10)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Ratification and approval of Related Party Transactions with Group Companies for the FY 2023-24.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2085792	1595853	76.5106	1595853	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		2085792	1595853	76.5106	1595853	0	100.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3109108	2146	0.0690	2146	0	100.0000	0.0000
	Poll		1939	0.0624	1939	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		3109108	4085	0.1314	4085	0	100.0000
Total		5194900	1599938	30.7982	1599938	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	1

Resolution (11)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval for Material Related Party Transaction(s) for the FY 2024-25				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2085792	1595853	76.5106	1595853	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		2085792	1595853	76.5106	1595853	0	100.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3109108	2146	0.0690	2146	0	100.0000	0.0000
	Poll		1939	0.0624	1939	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		3109108	4085	0.1314	4085	0	100.0000
Total		5194900	1599938	30.7982	1599938	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	1



CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto; and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To
The Chairman
M/s. Prima Agro Limited
Door No. V/679, C, IDA,
Muppathadam P.O, Edayar,
Cochin - 683 110

Subject: Thirty Seventh Annual General Meeting of Members of M/s. Prima Agro Limited held on Thursday, 22nd August 2024 at 11 AM. at The Renai Cochin, P.B.No. 2310, Metro Pillar No.515, Palarivattom, Cochin -682 025.

Dear Sir,

I, CA. Bibin Sajan, Practicing Chartered Accountant having ICAI Membership No. 228064, Partner, M/s. GRAND MARK & ASSOCIATES Chartered Accountants (FRN : 011317 N) have been appointed as a scrutinizer by the Board of Directors of M/s. Prima Agro Limited for the purpose of scrutinizing the remote e-voting carried out at the venue of the Annual General Meeting and ascertaining the requisite majority on remote e-voting undertaken as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the resolutions contained in the notice of the Thirty Seventh AGM of the members of the Company held on Thursday, 22nd August 2024 at 11:00 AM at The Renai Cochin, P.B.No.2310, Metro Pillar No.515, Palarivattom, Cochin -682 025.



GRANDMARK & Associates

Further to above, I submit my report as under:

- The notice dated 25th July, 2024 along with statement setting out material facts under Section 102 of the Act, as confirmed by the Company, were sent to the shareholders in respect of the below mentioned resolutions proposed at the AGM of the Company through electronic mode in compliance with the MCA circular 05/05/2020 and 13/01/2021 read with circulars dated 08/04/2020 and 13/04/2020 (collectively referred to as MCA Circulars) and SEBI circulars dated 12/05/2020 and 15/01/2021.
- The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the Shareholders of the Company.
- The Company had also provided voting facility to the shareholders present at the AGM and who had not cast their vote earlier through remote e-voting facility.
- The shareholders of the Company holding shares as on the cut-off date of Friday, 16th August, 2024 were entitled to vote on the resolutions as contained in the Notice of the AGM.
- The voting period for remote e-voting commenced on Monday, 19th August, 2024 (09:00 AM) and ended on Wednesday, 21st August, 2024 (5:00 PM) and the NSDL e-voting platform was disabled thereafter.
- After the closure of the voting at the AGM, the report on voting done through electronic voting system at the meeting was generated in my presence and the voting was diligently scrutinized.
- The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NSDL e-voting system.



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- The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and the voting conducted through electronic voting system at the meeting on the resolutions contained in the notice of the AGM. My responsibility as scrutinizer for the remote e-voting and the voting conducted through electronic voting system at the meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions as stated in the Notice.

I now submit my consolidated Report as under on the result of the remote e-voting and voting through ballot system at the AGM in respect of the said resolutions.

ORDINARY BUSINESS

Resolution 1 : Ordinary Resolution

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2024 together with the reports of the Board of Directors and the Auditors thereon.

Details of Voting	Assent (For)		Dissent (Against)		Invalid Votes
	No. of Shareholders	No. of Shares with %	No. of Shareholders	No. of Shares with %	No. of Shareholders
By Poll	45	1,939 (0.04%)	--	--	1
By E-Voting	29	20,87,238 (40.17%)	--	--	--
Consolidated Votes	74	20,89,177 (40.22%)	--	--	1



Resolution 2 : Ordinary Resolution

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2024 together with the reports of the Auditors thereon.

Details of Voting	Assent (For)		Dissent (Against)		Invalid Votes
	No. of Shareholders	No. of Shares with %	No. of Shareholders	No. of Shares with %	No. of Shareholders
By Poll	45	1,939 (0.04%)	--	--	1
By E-Voting	29	20,87,238 (40.18%)	--	--	--
Consolidated Votes	74	20,89,177 (40.22%)	--	--	1

Resolution 3 : Ordinary Resolution

To appoint a Director in the place of Mrs. Swati Gupta (DIN: 00249036) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, seeks reappointment.

Details of Voting	Assent (For)		Dissent (Against)		Invalid Votes
	No. of Shareholders	No. of Shares with %	No. of Shareholders	No. of Shares with %	No. of Shareholders
By Poll	45	1,939 (0.04%)	--	--	1
By E-Voting	21	11,37,531 (21.90%)	--	--	--
Consolidated Votes	66	11,39,470 (21.93%)	--	--	1



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SPECIAL BUSINESS

Resolution 4 : Ordinary Resolution

To regularize the appointment of Additional Director Mr. Kushagra Gupta (DIN: 08477477) as Non-Executive Director of the Company.

Details of Voting	Assent (For)		Dissent (Against)		Invalid Votes
	No. of Shareholders	No. of Shares with %	No. of Shareholders	No. of Shares with %	No. of Shareholders
By Poll	45	1,939 (0.04%)	--	--	1
By E-Voting	20	9,25,730 (17.82%)	--	--	--
Consolidated Votes	65	9,27,669 (17.86%)	--	--	1

Resolution 5 : Ordinary Resolution

To regularize the appointment of Additional Director Mrs. Sarita Jindal (DIN: 00021622) as Non-Executive Director of the Company.

Details of Voting	Assent (For)		Dissent (Against)		Invalid Votes
	No. of Shareholders	No. of Shares with %	No. of Shareholders	No. of Shares with %	No. of Shareholders
By Poll	45	1,939 (0.04%)	--	--	1
By E-Voting	24	14,41,495 (27.75%)	--	--	--
Consolidated Votes	69	14,43,434 (27.79%)	--	--	1



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Resolution 6 : Special Resolution

Regularization of Additional Director, Mrs. Arya Surendran (DIN:10625534) by appointing her as Independent Director of the Company.

Details of Voting	Assent (For)		Dissent (Against)		Invalid Votes
	No. of Shareholders	No. of Shares with %	No. of Shareholders	No. of Shares with %	No. of Shareholders
By Poll	45	1,939 (0.04%)	--	--	1
By E-Voting	29	20,87,238 (40.18%)	--	--	--
Consolidated Votes	74	20,89,177 (40.22%)	--	--	1

Resolution 7 : Special Resolution

Regularization of Additional Director, Mrs. Neethu Subramoniyam (DIN: 08788544) by appointing her as Independent Director of the Company.

Details of Voting	Assent (For)		Dissent (Against)		Invalid Votes
	No. of Shareholders	No. of Shares with %	No. of Shareholders	No. of Shares with %	No. of Shareholders
By Poll	45	1,939 (0.04%)	--	--	1
By E-Voting	29	20,87,238 (40.18%)	--	--	--
Consolidated Votes	74	20,89,177 (40.22%)	--	--	1



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Resolution 8 : Special Resolution

Regularization of Additional Director, Mrs. Mayuri Sinha (DIN: 08915515) by appointing her as Independent Director of the Company.

Details of Voting	Assent (For)		Dissent (Against)		Invalid Votes
	No. of Shareholders	No. of Shares with %	No. of Shareholders	No. of Shares with %	No. of Shareholders
By Poll	45	1,939 (0.04%)	--	--	1
By E-Voting	29	20,87,238 (40.18%)	--	--	--
Consolidated Votes	74	20,89,177 (40.22%)	--	--	1

Resolution 9 : Special Resolution

Regularisation of Additional Director, Mrs. Hemalatha.G (DIN: 10705286) by appointing her as Independent Director of the Company.

Details of Voting	Assent (For)		Dissent (Against)		Invalid Votes
	No. of Shareholders	No. of Shares with %	No. of Shareholders	No. of Shares with %	No. of Shareholders
By Poll	45	1,939 (0.04%)	--	--	1
By E-Voting	29	20,87,238 (40.18%)	--	--	--
Consolidated Votes	74	20,89,177 (40.22%)	--	--	1

Resolution 10 : Special Resolution

Ratification and approval of Related Party Transactions with Group Companies for the FY 2023-24.*

Details of Voting	Assent (For)		Dissent (Against)		Invalid Votes
	No. of Shareholders	No. of Shares with %	No. of Shareholders	No. of Shares with %	No. of Shareholders
By Poll	45	1,939 (0.04%)	--	--	1



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By E-Voting	27	15,97,999 (30.76%)	--	--	--
Consolidated Votes	72	15,99,938 (30.80%)	--	--	1

*Excludes votes casted by interested parties.

Resolution 11 : Special Resolution

Approval for Material Related Party Transaction(s) for the FY 2024-25*

Details of Voting	Assent (For)		Dissent (Against)		Invalid Votes
	No. of Shareholders	No. of Shares with %	No. of Shareholders	No. of Shares with %	No. of Shareholders
By Poll	45	1,939 (0.04%)	--	--	1
By E-Voting	27	15,97,999 (30.76%)	--	--	--
Consolidated Votes	72	15,99,938 (30.80%)	--	--	1

*Excludes votes casted by interested parties.

Thanking You,

Yours faithfully,

**For GRAND MARK & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN: 011317 N**

Countersigned

BIBIN SAJAN
Digitally signed
by BIBIN SAJAN
Date: 2024.08.23
15:05:55 +05'30'

SK GUPTA
Digitally signed
by S K GUPTA
Date: 2024.08.24
11:08:43 +05'30'

**CA. BIBIN SAJAN, FCA
PARTNER
Membership No. 228064**

**S. K. GUPTA
Chairman & Managing Director
(DIN: 00248760)**

UDIN : 24228064BJZYKJ2452

Place : Cochin

Date: 23/08/2024