



**Saurabh Basu**

ACS, ACMA, MBA (Fin)

Practising Company Secretary

Insolvency Professional

**S BASU & ASSOCIATES**

Company Secretaries

Code No.- S2017WB456500

10/6/2 Raja Rammohan Roy Road,

3<sup>rd</sup> Floor, Kolkata - 700008

### **REPORT OF SCRUTINIZER**

*(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies, (Management and Administration) Rules, 2014*

To,  
The Chairman

**M/s Induss Food Products & Equipments Limited**  
238/B, A. J. C. Bose Road, 3<sup>rd</sup> Floor, Kolkata -700020

**Ref: Annual General Meeting**

**Sub: Scrutinizer's Report on voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014.**

I, Saurabh Basu, Proprietor of S Basu & Associates, Company Secretaries, have been appointed as the Scrutinizer by the Board of Directors of M/s Induss Food Products & Equipments Limited vide resolution dated 14.08.2023 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process held between 22<sup>nd</sup> September, 2023 at 11 A.M. to 24<sup>th</sup> September, 2023 at 5 P.M.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting at the AGM by shareholders on the resolution set out in the notice of the 45<sup>th</sup> Annual General Meeting of the Company is the responsibility of the management.

My responsibility as a Scrutinizer was to ensure that the voting process is conducted in a fair and transparent manner and render Scrutinizer's Report of the total votes cast in favour or against, if any to the Chairman on the above-mentioned resolutions.

The Notice dated 18<sup>th</sup> August, 2023 convening Annual General Meeting (AGM) of the Company along with Statement setting out material facts under Section 102 of the Companies Act, 2013 were sent to the Shareholders in respect of the below mentioned resolution(s) to be passed at the said Annual General Meeting of the Company to be held on 25<sup>th</sup> September, 2023 at 11 A.M.



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# Continuation Sheet

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The Company has availed the e-voting facility offered by Central Depository Services (India) Limited for conducting e-voting by the Shareholders of the Company.

The Shareholders of the Company holding shares as on the "cut off" date of 18.09.2022 were entitled to vote on the proposed resolution(s) as set out at item nos. 1 to 3 in the Notice of the AGM of M/s Induss Food Products & Equipments Limited.

The voting period for e-voting commenced on 22<sup>nd</sup> September, 2023 at 11 A.M. to 24<sup>th</sup> September, 2023 at 5 P.M. and during the AGM from 11.30 A.M. to 12 NOON on 25<sup>th</sup> September, 2023 and the Central Depository Services (India) Limited e-voting platform was blocked thereafter and the votes cast under voting facility were then unblocked in the presence of following two witnesses not being in the employment of the Company:

1. Ms. Rajashree Bhattacherjee (Name of the 1st Witness)
2. Ms. Saina Parveen (Name of the 2nd Witness)

In keeping with Regulations 44(1) & 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and as prescribed under Rule 20(4)(XIII) of the Companies (Management and Administration) Amendment Rules ,2015 for the purpose ensuring that shareholders who have cast their vote through remote e-voting do not vote again at the General Meeting.

We have scrutinized and reviewed the voting through electronic means and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited e-voting system.

We now submit the Report as under on the result of the voting in respect of the said Resolutions.

Number of folio who cast their votes through e-voting	Total number of shares held by them	Total number of Valid Votes (as per details provided under each one of the Resolution(s) mentioned hereunder)
11	644350	As mentioned beside each of the resolutions



# Continuation Sheet

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## Item No 1.

### Adoption of Financial Statements (Ordinary Resolution)

#### i. Voted in favour of the resolution:

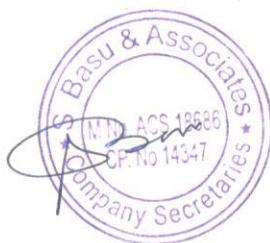
Number of members voted in E-voting	E-voting during AGM	Total number of vote cast(shares)- E voting	Number of vote cast(shares)- Poll	Total no of Vote	% of total number of valid vote cast
9	2	644350	0	644350	100

#### ii. Voted against the resolution:

Number of members voted in E-voting	E-voting during AGM	Total number of vote cast(shares)- E voting	Number of vote cast(shares)- Poll	Total no of Vote	% of total number of valid vote cast
0	0	0	0	0	0

#### iii. Invalid / Abstained Votes:

Number of members voted in E-voting	Number of vote cast(shares)- E voting	% of total number of valid vote cast
0	0	0



# Continuation Sheet

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## Item No 2.

Appointment of Mr. Gaurav Khemani (DIN: 07435545), Director retiring by rotation as a Director (Ordinary Resolution)

### i. Voted in favour of the resolution:

Number of members voted in E-voting	E-voting during AGM	Total number of vote cast(shares)- E voting	Number of vote cast(shares)- Poll	Total no of Vote	% of total number of valid vote cast
9	2	644350	0	644350	100

### ii. Voted against the resolution:

Number of members voted in E-voting	E-voting during AGM	Total number of vote cast(shares)- E voting	Number of vote cast(shares)- Poll	Total no of Vote	% of total number of valid vote cast
0	0	0	0	0	0

### iii. Invalid /Abstained Votes:

Number of members voted in E-voting	Number of vote cast(shares)- E voting	% of total number of valid vote cast
0	0	0

Note : Due to Related party(ies), vote given by 3 Shareholders in favour ,are not considered and marked as Invalid Vote

## Item No 3.

To approve the Material Related Party Transaction of the Company to be entered into with its Related Parties (Special Resolution)

### i. Voted in favour of the resolution:

Number of members voted in E-voting	E-voting during AGM	Total number of vote cast(shares)- E voting	Number of vote cast(shares)- Poll	Total no of Vote	% of total number of valid vote cast
8	0	20600	0	20600	100



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## ii. Voted against the resolution:

Number of members voted in E-voting	E-voting during AGM	Total number of vote cast(shares)- E voting	Number of vote cast(shares)- Poll	Total no of Vote	% of total number of valid vote cast
0	0	0	0	0	0

## iii. Invalid /Abstained Votes:

Number of members voted in E-voting	Number of vote cast(shares)- E voting	% of total number of valid vote cast
3	623750	Not Applicable

Based on the aforesaid result, we report that the item No 1 to 3 of the Notice of the AGM has been passed with requisite majority

The Register, all other papers and relevant records 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 the same will be handed over to the Company Secretary for safe keeping.

*Thanking you,*

For S Basu & Associates  
Company Secretaries  
Firm Registration No : S2017WB456500

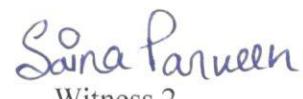
Place: Kolkata

Date: 25.09.2023

  
Saurabh Basu  
Practising Company Secretary  
ACS: 18686 ; C.P.: 14347  
Peer Review No: 1017/2020  
UDIN: A018686E001076028

We, the undersigned witnesses that the votes in respect of e-voting of shareholders of M/s Induss Food Products & Equipments Limited were unblocked from e-voting website of CDSL in our presence on 25.09.2023

  
Witness 1  
Rajashree Bhattacherjee

  
Witness 2  
Saina Parveen