



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,
3rd 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 and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

To,
The Chairman
M/s Induss Food Products & Equipments Limited
238/B, A. J. C. Bose Road, 3rd 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 as amended by Companies (Management and Administration) Amendment Rules, 2015

I, Saurabh Basu (ACS 18686 / CP 14347), 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 23.08.2024 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 22nd September, 2024 at 9 A.M. to 24th September, 2024 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 46th 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 based on the Reports generated from e-voting system by the Central Depository Services (India) Limited to the Chairman .

The Notice dated 23rd August, 2024 convening Annual General Meeting (AGM) of the Company along with Statement setting out material facts under Section 102 of the Companies Act, 2013



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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 25th September, 2024 at 11 A.M.

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 18.09.2024 were entitled to vote on the proposed resolution(s) as set out at item nos. 1 & 2 (Ordinary Business), 3 & 4 (Special Business) in the Notice of the AGM of M/s Induss Food Products & Equipments Limited.

The voting period for e-voting commenced on 22nd September, 2024 at 9 A.M. to 24th September, 2024 at 5 P.M. and during the AGM from 11.00 A.M. to 1.00 PM (30 Mins after conclusion of AGM) on 25th September, 2024 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. Dipanwita Modak (Name of the 1st Witness)
2. Ms. Rajashree Bhattacherjee (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.

The Company has published an Advertisement on 05.09.2024 in Ajkal , a Bengali newspaper having nationwide circulation , Millennium Post an English Newspaper regarding completion of dispatch of Notice also specifying therein the matters prescribed in the rules with regard to e-voting and others.

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.

My liability, if any, for this report shall be limited to the extent of the Professional fees received for the same.



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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)
13	476750	As mentioned beside each of the resolutions

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
13	0	476750	0	476750	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



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Item No 2.

Appointment of Mrs. Sadhana Agarwal (DIN: 02239529), 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
13	0	476750	0	476750	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

Item No 3.

Re-appointment of Mr. Shanti Swarup Aggarwal (DIN: 00322011) as the Managing Director (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
13	0	476750	0	476750	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
0	0	0

Item No 4.

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
11	0	25000	0	25000	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



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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
2	451750	Not Applicable

Based on the aforesaid result, we report that the item No 1 to 4 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**



Saurabh Basu

Practising Company Secretary
ACS: 18686 ; C.P.: 14347
Peer Review No: 1017/2020
UDIN: A018686F001311824

**Place: Kolkata
Date: 25.09.2024**

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 25.09.2024

Dipanwita Modak.

Witness 1
Dipanwita Modak

Rajashree Bhattacherjee

Witness 2
Rajashree Bhattacherjee