



Date: September 27, 2024

To,
The Manager
Department of Corporate Services
BSE Limited
P. J. Tower, Dalal Street
Mumbai – 400001

The Secretary
Calcutta Stock Exchange Limited
7, Lyons Range, Kolkata 700001

Scrip Code: 541741

Subject : Consolidated Scrutinizer's Report of Voting results at the 16th Annual General Meeting ("AGM") of Fratelli Vineyards Limited [Formerly known as Tinna Trade Limited ("the Company") held on Wednesday, September 25, 2024

Dear Sir/Ma'am,

In continuation of our earlier corporate announcement dated September 25, 2024 for outcome of 16th Annual General Meeting of the Company, pursuant to Regulations 44 (3) of the SEBI (LODR) Regulations, 2015 and in terms of the Companies Act, 2013 read with the rules made thereunder, we enclose herewith Consolidated Report of Scrutinizer's on voting results through remote E-voting and venue E-voting at AGM on the resolutions/business(es) as set forth in the notice of AGM of the Company.

The aforesaid presentation is also available on Company's website at <https://www.tinnatrade.in/>.

You are requested to take the same on records.

Thanking you,

Yours faithfully,

For FRATELLI VINEYARDS LIMITED
[Formerly known as TINNA TRADE LIMITED]

Mohit Kumar
Company Secretary
ACS 38142

Encl.: As above

FRATELLI VINEYARDS LIMITED
[Formerly known as TINNA TRADE LIMITED]
CIN: L11020DL2009PLC186397
Regd. Off: NO.6, Sultanpur, Mandi Road, Mehrauli, New Delhi-110030
Tel NO.- +91-11-49518530, Fax: +91-11-26804883
E mail: ttdel@tinna.in Website: www.tinnatrade.in

Ajay Baroota & Associates
Company Secretaries
204, Nidhi Plaza, Plot No.8, LSC
Near Shakti Nagar Underbridge
Delhi-110052.
Phone : 9868450041, 9810355223

CONSOLIDATED SCRUTINIZER REPORT
{Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the
Companies (Management & Administration), Rules, 2014 as amended}

To,

The Chairman of **16thAnnual General Meeting (AGM)** of the Equity Shareholders of **Fratelli Vineyards Limited (formerly Tinna Trade Limited)** held on Wednesday, 25th September, 2024 at 11:30 a.m. through Video Conferencing (VC) or Other Audio Visual Means (OAVM)

Dear Sir,

I, Ajay Baroota, FCS 3495 (CP No. 3945) proprietor of **M/s Ajay Baroota & Associates**, Company Secretaries, Delhi, have been appointed as Scrutinizer by the Board of Directors of **Vineyards Limited (formerly Tinna Trade Limited) (the Company)** at its meeting held on 13th August, 2024, for the purpose scrutinizing the process of voting through electronic voting (**e-voting**) on the resolutions contained in the notice dated 13th August, 2024 (**the Notice**) issued in accordance with the General Circular No. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021 & 02/2022 dated 08th April, 2020, 13th April, 2020, 05th May, 2020, 13th January, 2021, 08th December, 2021, 14th December, 2021, 05th May, 2022 & 28th December, 2022 and other applicable circulars, respectively issued by the Ministry of Corporate Affairs, Government of India, (hereinafter referred to as **MCA Circulars**), and relevant SEBI circulars/notifications, calling for 16thAnnual General Meeting of its Equity Shareholders through VC/AOVM. The AGM was convened on Wednesday, 25th September, 2024 at 11: 30 a.m. through VC/ AOVM

The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration), Rules, 2014 as amended. As the Scrutinizer, I have to scrutinize:

- Process of e-voting remotely before AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM (**remote e-voting**)
- Process of voting at/during the AGM through e voting

Management Responsibility

The Management of the Company is responsible to ensure compliance with the requirements of ; the Companies Act, 2013 and rules made thereunder ; the MCA Circulars ; the SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015, and the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI) (SS-2), each as amended, relating to remote e -voting & e-voting process on the resolutions contained in the Notice to the Annual General Meeting of the members of the Company. The Management of the Company is responsible for ensuring a secured framework & robustness of the electronic voting systems.

Scrutinizer's Responsibility

My responsibility as a Scrutinizer for the e voting process (remote e-voting and e voting) is restricted to make consolidated scrutinizers' report of the vote casts "in favour" or "against " the resolutions contained in the Notice, based on reports generated from the remote e voting system and also from e-voting at AGM based on reports as provided by NSDL, the Agency engaged by the Company).

Cut- off date

The equity shareholders of the Company as on the cut-off date, as set out in the Notice i.e, 18th September, 2024 were entitled to vote on the resolutions (item no.1 to 3) as set out in the Notice calling the AGM)

Remote e-voting process

- i. The remote e-voting period remained open from Sunday 22nd September, 2024 (10:00a.m.) to Tuesday 24th September, 2024 (5: 00 p.m.)
- ii. The votes cast were unblocked on Wednesday, 25th September, 2024 after the conclusion of the AGM & was witnessed by two witnesses, who are not in employment of the Company.
- iii. Thereafter , the details containing *inter-alia*, the list of Equity Shareholders who voted in favour or against on each resolutions that was put to vote, were generated from e-voting website of NSDL (the Service Provider). Based on the report generated by NSDL and relied upon by me, data regarding remote e-voting was scrutinized on test check basis.

E-voting process at the AGM

- i. After the time fixed for closing of the e-voting at AGM by the Chairman, the electronic system recording e-voting was locked by the NSDL
- ii. The e-voting was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company/RTA & the authorizations lodged with the Company/RTA on test check basis.
- iii. The votes cast were unblocked on Wednesday, 25th September, 2024 after the conclusion of the AGM.

I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting based on the reports generated by NSDL, scrutinized on test check basis and relied upon by me as under :

| Number of members who cast their votes through remote e-voting&Evoting | 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 | | | | | |
|--|---|---|------------------------------------|-----|---------------|-----|--|
| Remote E-Voting - 208 E-voting- 4 Total 212 One shareholder holding six shares not voted for Resolution No. 3 | 35516483 11229 35527712 | Various as mentioned under each of the Resolution | | | | | |
| Item no of Notice | Valid Votes in Favour of the resolution | | Valid Votes against the resolution | | Invalid votes | | |
| | Nos. | % | Nos | % | Nos | % | |
| Item No. 1- To consider & adopt audited financial statements of the Company for the year ended 31 st March, 2024 and the reports of Directors & Auditors thereon. (As an Ordinary Resolution) | 35527576 | 100 | 136 | Neg | 0 | NIL | |
| Item No. 2#- To appoint Mr. Gaurav Sekhri(DIN 00090676) as a Director, liable to retire by rotation (As an Ordinary Resolution) | 35527576 | 100 | 136 | Neg | 0 | NIL | |
| Item No. 3#- To appoint Mr. Rahul Rama Narang (DIN00029995) (As an Ordinary Resolution) | 35527570 | 100 | 136 | Neg | 0 | NIL | |

#Note : Total voting of 35527712 shares, (212nos)

Promoters/Promoters Group (22 nos.- but the 3 have two demat accounts)- 22731502 shares- voted in favour of all resolutions

Public- 12796210 shares (190 nos) voted & only 4 shareholders (136 shares have voted against the resolutions.

Based on aforesaid results, I report that resolutions set out in item no. 1-3 of the Notice dated 13th August, 2024 have been passed with requisite majority.

I hereby confirm that I am maintaining the registers received from the Service Provider both electronically and manually, in respect of the votes cast through remote e-voting and e-voting by the shareholders of the Company. I shall be arranging to hand over those records to you or such other person as authorized by you.

This Report is issued in accordance with the terms of the Engagement Letter.

Restriction on Use

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) to be placed on website of the Company and (iii) website of RTA. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

**For Ajay Baroota & Associates
Company Secretaries**

**AJAY
BAROOTA
A**
Digitally signed by
AJAY BAROOTA
Date: 2024.09.25
22:04:01 +05'30'

**AJAY BAROOTA
Proprietor
FCS 3495
CP No. 3945**

**UDIN :F003495F001319513
PR No. 2071/2022**

**Date : 25-09-2024
Place : Delhi**

**Countersigned by
For Fratelli Vineyards Limited
(formerly Tinna Trade Limited)**

**MOHIT KUMAR
Company Secretary**