

Date: 12/09/2023

To, The Secretary, **The Calcutta Stock Exchange Limited** 7, Lyons Range, Kolkata – 700 001 To, Dy. General Manager, Corporate Relationship Department, **BSE Limited,** P. J. Tower, Mumbai – 400 001

Dear Sir/Madam,

Sub: Declaration of remote e-voting and e-voting during 41st AGM results - Compliance with Regulations 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in relation to the 41st AGM of the Company held on 11th September, 2023 along with Scrutinizer's <u>Report</u>

We are pleased to forward herewith the following reports with respect to the 41st Annual General Meeting of the Company (AGM) held on 11th day of September, 2023 (Monday) at 10:30 A.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

- 1. Voting Results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.
- Scrutinizer's Report dated 11th September, 2023 submitted by Mr. Rahul Bhutoria Partner: M/s. B J B & Associates, (Membership No. 304193 & FRN: 329621E) on the remote e-voting and e-voting during AGM for the Resolutions at the 41st Annual General Meeting.

The above results are also being uploaded on the company's website i.e. <u>www.shreetulsionline.com</u>.

Kindly take the same on record.

Thanking you Yours faithfully,

For Shree Tulsi Online. Com Limited

Vinod Kumar Bothra Whole Time Director DIN: 00780848

Encl.: As above **CC:** To, **Central Depository Services (India) Limited** Marathon Futurex, A-Wing, 25th Floor, Mafatlal Mills Compound, N M Joshi Marg, Lower Parel (East) Mumbai – 400 013



To, **Listing Department Metropolitan Stock Exchange of India Ltd. (MSEI)** 205A,2ndFloor, Piramal Agastya Corporate Park, Kamani Junction, Lal Bahadur Shastri Road Kurla (West), Mumbai – 400070



Format for Voting Results prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the AGM	11-09-2023
Total number of shareholders on record date	2014
No. of shareholders presented in the meeting either in	As the Annual General Meeting (AGM) was
person or through proxy :	held through VC/ OAVM, physical presence of
Promoters and Promoters Group :	members/ proxy was not Applicable.
Public :	
No. of shareholders attended the meeting through	
Video Conferencing :	
Promoters and Promoters Group :	7
Public :	102 (Excluding the members attended
	after the conclusion of AGM)

Agenda - wise disclosure

a) <u>Resolution 1:</u>

Resolutions / Agenda No. 1 : (Ordinary Resolution):- To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and Auditors thereon. Resolution required : (Ordinary/Special) Whether promoter / promoter group are interested in the **Ordinary Resolution** No agenda/resolution ? % of Votes % of Votes in No of % of Votes No. of shares No of votes Polled on No of Votes -Votes favour on against on held polled outstanding favour Mode of Voting Category against votes polled votes polled shares $(3)=[(2)/(1)]^*$ (6)=[(4)/(2)]* (7)=[(5)/(2)]* (1) (2) (4) (5) 100 100 100 67,23,364 63.70 67,23,364 100.00 E-Voting Promoter Poll and Postal Ballot (If 1,05,54,318 Promoter --applicable) Group 67,23,364 63.70 100.00 Total 67,23,364 **E-Voting** Public-Poll -Institution Postal Ballot (If 3600 ---applicable) Total 48,43,544 37.83 48,43,544 100.00 E-Voting Public-Poll Non-1,28,04,642 Postal Ballot (If Institution . applicable) 37.83 48,43,544 48,43,544 Total 100.00 TOTAL 2,33,62,560 1,15,66,908 49.51 1,15,66,908 100.00





b) <u>Resolution 2:</u>

Resolutions / Agenda No. 2 : (Ordinary Resolution):- To appoint a Director in place of Mr. Abhishek Kumar Jain (DIN: 00054582), a Non-Executive Director who retires by rotation in terms of Section 152 Companies Act, 2013 and being eligible has offered himself for re-appointment.

Resolution	required : (Ordin	ary/Special)		Ordinary Resolutions						
	romoter / promot		terested in the	Yes						
agenda/res	olution ?			105						
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares	No of Votes – 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	E-Voting		67,23,364	63.70	67,23,364	-	100.00	-		
and	Poll	1,05,54,318	-	-	-	-	-	-		
Promoter	Postal Ballot (If applicable)			-		-	-	-		
Group	Total	1	67,23,364	63.70	67,23,364	-	100.00	-		
	E-Voting	3,600	-	-	-	-	-	-		
Public-	Poll		-	-	-	-	-	-		
	Postal Ballot (If applicable)		-	-	-	-	-	-		
	Total		-	-	-	-	-	-		
Public-	E-Voting		48,43,544	37.83	48,43,544	-	100.00	-		
Non-	Poll]	-	-	-	-	-	-		
Institution	Postal Ballot (If applicable)	1,28,04,642		-		-	-	-		
S	Total		48,43,544	37.83	48,43,544	-	100.00	-		
TOTAL		2,33,62,560	1,15,66,908	49.51	1,15,66,908	-	100.00	-		

c) <u>Resolution 3:</u>

Resolutions / Agenda No. 3 : (Special Resolution):-3. To approve the appointment of M/s A P T & Co LLP, Chartered Accountants (Firm Registration No. 014621C/N500088) as the Statutory Auditors of the Company.

	required : (Ordin			Special Resolutions							
-	romoter / promo	ter group are in	terested in the	No							
agenda/res Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares	No of Votes –	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	E-Voting		67,23,364	63.70	67,23,364	-	100.00	-			
and	Poll		-	-	-		-	-			
Promoter	Postal Ballot (If applicable)	1,05,54,318		-		-	-	-			
Group	Total		67,23,364	63.70	67,23,364	-	100.00	-			
	E-Voting		-	-	-	-	-	-			
Public-	Poll		-	-	-	•	-	-			
Institution S	Postal Ballot (If applicable)	3,600	-	-	-	-					
	Total		-	-	-	•		ALINE			
Public-	E-Voting		48,43,544	37.83	48,43,544	-	100.00	20021			
Non-	Poll		-	-	-	-	1000	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1			
Institution s	Postal Ballot (If applicable)	1,28,04,642		-		-	35	_			
	Total		48,43,544	37.83	48,43,544	-	100.00	ALVATA			
TOTAL		2,33,62,560	1,15,66,908	49.51	1,15,66,908	-	100.00	ULMIN			



d) <u>Resolution 4:</u>

Resolutions / Agenda No. 4 : (Special Resolution):-4. To Re-appointment of Mr. Vinod Kumar Bothra (DIN: 00780848) as Whole Time Director of the Company.

		(2 1 1)									
	required : (Ordin		towastad in the	Special Resolutions							
-	romoter / promo	ter group are in	literested in the	No							
agenda/res	olution ?	1									
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares	No of Votes – 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	E-Voting	r i i i i i i i i i i i i i i i i i i i	67,23,364	63.70	67,23,364	-	100.00	-			
and	Poll	1,05,54,318	-	-	-	-	-	-			
Promoter	Postal Ballot (If applicable)			-		-	-	-			
Group	Total	1	67,23,364	63.70	67,23,364	-	100.00	-			
	E-Voting	3,600	-	-	-	-	-	-			
Public-	Poll		-	-	-	-	-	-			
Institution s	Postal Ballot (If applicable)		-	-	-	-	-	-			
	Total	1	-	-	-	-	-	-			
Public-	E-Voting		48,43,544	37.83	48,43,544	-	100.00	-			
Non- Institution	Poll	1,28,04,642	-	-	-	-	-	-			
	Postal Ballot (If applicable)			-		-	-	-			
3	Total		48,43,544	37.83	48,43,544	-	100.00	-			
TOTAL		2,33,62,560	1,15,66,908	49.51	1,15,66,908	-	100.00	-			

Note:

- 1) All the above resolutions passed by requisite Majority.
- 2) Shareholders are counted as per folio numbers.

This is for your information and record.

Thanking you

Yours faithfully,

For Shree Tulsi Online. Com Limited

Vinod Kumar Bothra Whole Time Director DIN: 00780848

Encl.: As above





BJB & Associates

Chartered Accountants

<u>"CONSOLIDATED SCRUTINIZER REPORT"</u> <u>REMOTE E-VOTING AND ELECTRONIC VOTING AT ANNUAL GENERAL MEETING</u>

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman, Shree Tulsi Online.Com Limited, 4, N. S. Road, 1st Floor, Kolkata - 700 001

Dear Sir,

- I, Rahul Bhutoria, Chartered Accountant in practice, have been appointed as Scrutinizer by the Board of Directors of Shree Tulsi Online.Com Limited, (the "Company") for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated 25th July, 2023 ("Notice") issued in accordance with General Circular No. 14/2020, 17/2020, 20/2020, 2/2021, 19/2021, 21/2021, 2/2022 and 10/2022 dated 8 April 2020, 13 April 2020, 5 May 2020, 13 January 2021, 8 December 2021, 14 December 2021, 5 May 2022 and 28 December 2022 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling the 41st Annual General Meeting of its Equity Shareholders ("the Meeting" /"AGM") through VC / OAVM. The AGM was convened on Monday, 11th September 2023 at 10:30 a.m. IST through VC / OAVM.
- 2. In compliance with the MCA Circulars and SEBI Circular dated 13 May 2022, the Notice along with the Integrated Annual Report 2022-2023 was sent on 12th August, 2023 through electronic mode to equity shareholders whose email address is registered with the Company/ Registrar & Transfer Agent of the Company, Adroit Corporate Services Private Limited ("Adroit")/ Central Depository Services Limited ("CDSL") /Depository Participants;

The said Notice and Integrated Annual Report 2022-23 was also placed on the website of the Company at: https://www.shreetulsionline.com and on the website of the Stock Exchanges, i.e., BSE Limited at <u>www.bseindia.com</u>, Calcutta Stock Exchange Limited (CSE) <u>www.cse-india.com</u> and Metropolitian Stock Exchange Limited (MSEI) <u>www.msei.in</u>;

In compliance with the relevant MCA Circular(s), a newspaper Advertisement was published on 25 August 2023 (post issue of notice to the shareholders) in 'Business Standard' (English newspapers) and 'Duranta Barta' (Bengali newspapers), respectively specifying the day, date and time of the AGM. Notice of the AGM and Integrated Annual Report was also made available on the website of the Company and the Stock Exchanges.

3. The said appointment as Scrutinizer is under 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 ("the Rules").



KOLKATA

2, India Exchange Place, C/o. B M Sethia & Co. 2nd Floor, Room No. 14, Kolkata - 700 001 E-mail : bjb.kol@yahoo.com Tel : (+91) 9836610590 MUMBAI

A-601, Raghav CHS, Vasant Valley Complex, Film City Road, Malad(E), Mumbai - 400 097 E-mail : bjb.kol@yahoo.com Tel : (+91) 98200 95319

- 4. As a scrutinizer, I've to scrutinize:
 - i. process of remote e-voting before AGM using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
 - ii. process of e-voting at the AGM through electronic voting system ("e-voting").

Managements Responsibility

5. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer Responsibility

6. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by M/s. Central Depository Services Limited ("CDSL"), the Registrar and Transfer Agent of the Company and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or CDSL for my verification.

Cut-off Date

7. The Equity Shareholders of the Company as on the "cut-off" date, i.e., Monday, 04th September, 2023 were entitled to vote on the resolutions (item no. 1 to 4 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

8. Remote E-Voting process

- i. The remote e-voting period remained open from 07th day, September, 2023 (9.00 A.M. IST) to 10th day, September, 2023 (5.00 P.M. IST).
- ii. The votes cast through remote e-voting were unblocked on 11th September, 2023 Monday after the conclusion of the AGM and was witnessed by two witnesses who are not in the employment of the Company.

Name:

Indrashis Dhara

Aviiit Biswas



Signature:

iii. Thereafter, the details containing inter-alia, list of Equity Shareholders, who voted "for" or "against" each of the resolutions that were put to vote, were generated from the e-voting website provided by CDSL. The report generated by CDSL were relied by me and data regarding the remote e-voting was scrutinised on test check basis.

9. E-Voting at the AGM Process

- i. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by CDSL under my instructions.
- ii. The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company / CDSL and the authorizations lodged with the Company/ CDSL on test check basis.
- iii. The e-votes cast were unblocked on Monday 11th September, 2023 after the conclusion of the AGM.
- 10. I submit herewith the Consolidated Scrutinizer's Report on the results on the resolutions of the remote e-voting and e-voting based on the reports generated from the e-voting website of CDSL, scrutinised on test check basis and relied upon by us as under:

Ordinary Business

Ordinary Resolution No. 1:

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and Auditors thereon.

of	Resolution	Voting		Votes in fav Resolution		Votes ag Resolution	ainst the		Resolution
	(Ordinary/ Special)	Method	Total Votes	Nos	% of total No. of votes Cast	Nos	% of total No. of votes Cast	Invalid Votes	Passed / Resolution Not Passed
1	0.1	Remote E- Voting	1,15,66,908	1,15,66,908	100.00		75 - 24 - 24 - 24 - 24 - 24 - 24 - 24 - 2		Resolution
	Ordinary	E-Voting	-	•	· · ·	•	Section -	n de la se	Passed
	4	Total	1,15,66,908	1,15,66,908	100.00	ų · -	 1.1 ≤ 1.1 € 	-	

Ordinary Resolution No. 2:

To appoint a Director in place of Mr. Abhishek Kumar Jain (DIN: 00054582), a Non-Executive Director who retires by rotation in terms of Section 152 Companies Act, 2013 and being eligible has offered himself for re-appointment.

Item No	Resolution Type	Voting		Votes in fav Resolution		Resolution			Resolution
INOTICA	(Ordinary/ Special)		Total Votes	Nos	% of total No. of votes Cast	Nos	% of total No. of votes Cast	Votes	Passed / Resolution Not Passed
2	Ordinary	Remote E- Voting	1,15,66,908	1,15,66,908	100.00	•	and ar		Resolution
		E-Voting	· · · ·	к	•	-	-		Passed
		Total	1,15,66,908	1,15,66,908	100.00	-	-	-	



Special Resolution No. 3:

To approve the appointment of M/s A P T & Co LLP, Chartered Accountants (Firm Registration No. 014621C/N500088) as the Statutory Auditors of the Company.

of		IVOLING		Votes in fa Resolution		Resolution	gainst the		Resolution
Notice	(Ordinary/ Special)	Method	Total Votes Nos		% of total No. of votes Cast	Nos	% of total No. of votes Cast	Invalid Votes	Passed / Resolution Not Passed
3	Special	Remote E- Voting	1,15,66,908	1,15,66,908	100.00		-	-	Resolution
		E-Voting						-	Passed
		Total	1,15,66,908	1,15,66,908	100.00		•	-	

Special Business

Special Resolution No. 4:

To Re-appointment of Mr. Vinod Kumar Bothra (DIN: 00780848) as Whole Time Director of the Company.

of	Resolution Type (Ordinary/ Special)	Voting	-	Votes in fa Resolution	vour of the	Resolution	ainst the	Invalid Passed al Votes Resolution of Passed	Resolution
		Method	Total Votes	Nos	% of total No. of votes Cast	NOS	% of total No. of votes Cast		Resolution Not
4 Special		Remote E- Voting	1,15,66,908	1,15,66,908	100.00	-	-	-	Resolution
	Special	E-Voting	•	-	•			-	Passed
		Total	1,15,66,908	1,15,66,908	100.00	•	-	-	

- 11. I further report that as per the Notice and Board Resolution dated 25th July, 2023, the Chairman will declare and confirm the above results of remote e-voting and e-voting together in respect of the resolutions referred herein. The results of the remote e-voting and e-voting together with the Scrutinizer's Report will be displayed on company's website within 48 hours of the passing of the resolution at the AGM and shall send the same to the stock exchanges, if required.
- 12. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary of the Company for preserving safely after the Chairman considers, approves, and signs the minutes of the AGM.
- 13. This report is issued in accordance with the terms of the engagement letter.
- 14. I have conducted my examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India (ICAI) and Standards on Auditing specified under Section 143(10) of the Companies Act, 2013. The Guidance Note requires that I comply with the ethical requirements of the Code of Ethics issued by ICAI.
- 15. I have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.



Restriction on Use

16. This report has been issued at the request of the Company for (i) submission to Stock Exchange(s) and (ii) to be placed on website of the Company. 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 B J B & Associates

Chartered Accountants Firm registration No: 329621E

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Rahul Bhutoria (Partner) Membership No.: 304193 UDIN: 23304193BGWJCW2823



Place: Kolkata Date: 11th day of September, 2023