



M K SAMDANI & CO.  
COMPANY SECRETARIES

**Date:** August, 31, 2024

**To,**  
**INDRA INDUSTRIES LIMITED**  
406, Airen Heights, Opp. Orbit Mall,  
Scheme No.54, Vijay Nagar, A.B. Road,  
Indore (M.P.) 452010

**SUB.: REPORT ON POSTAL BALLOT VOTING OF THE INDRA INDUSTRIES  
LIMITED**

Dear Sir,

I refer to my appointment as Scrutinizer to conduct the postal ballot process in respect of the following Resolutions for:

1. To increase the Authorized Share Capital of the Company and amend the Capital clause in the Memorandum of Association & Articles of Association of the Company.
2. To Change object clause of the company subject to approval Ministry of corporate affairs and any other regulatory authorities.
3. To approve appointment of Mr. Nitin Ashokkumar khanna as Director & Managing Director of the Company.

**I now enclose the following:**

- a) My report to the Chairman of the Company on the result of the postal ballots received from shareholders only through the electronic voting process (remote e-voting).
- b) The register showing the particulars of the e-votes registered on the Central Depository Services Limited (India) Limited ('CDSL') e-voting system in respect of the said Resolution.

41 RAJRATNA SOCIETY NEAR GITA GAURI CINEMA ODHAV AHMEDABAD-  
382415  
CONTACT – 9429965668  
E-MAIL – [samdani.kalani@gmail.com](mailto:samdani.kalani@gmail.com)



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COMPANY SECRETARIES

Thanking-you.

Yours faithfully,

**For, M K Samdani & Co.**

**Company Secretaries**

Megha  
Kamal  
Samdani

Digitally signed  
by Megha Kamal  
Samdani  
Date: 2024.08.31  
18:43:34 +05'30'

**Megha Samdani**

**Proprietor**

**ACS No.: 41630**

**C.P. No.: 21853**

**UDIN: A041630F001094748**

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**Report of Scrutinizer**

I, **Megha Samdani**, proprietor of M K Samdani & Co., Company Secretaries, of Ahmedabad, have been appointed as the Scrutinizer to conduct the Postal ballot through electronic voting process ("remote e-voting") in respect of the following Resolutions for:

1. To Increase the Authorized Share Capital of the Company and amend the Capital clause in the Memorandum of Association & Articles of Association of the Company.
2. To Change object clause of the company subject to approval Ministry of corporate affairs and any other regulatory authorities.
3. To Approve appointment of Mr. Nitin Ashokkumar khanna as Director & Managing Director of the Company

Pursuant to the Postal Ballot Notice dated August, 01, 2024, issued under Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") (including any statutory modification or re-enactment thereof for the time being in force) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (the "Rules"), as amended from time to time, read with the General Circular No. 14/ 2020 dated April 08, 2020 and the General Circular No. 17/ 2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, and Circular No.10/2021 dated June 23, 2021 and Circular No. 20/2021 dated December 8, 2021, Circular No. 03/2022 dated May 5, 2022 and Circular No. 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars") and pursuant to other applicable laws and regulations.

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The Postal Ballot Notice dated August 01, 2024 along with statement setting out material facts under Section 102 of the Act in respect of the above mentioned resolutions, as confirmed by the Company, was sent via e-mail, only to the Members whose names appeared in the Register of Members / List of Beneficial Owners as received from Depositories and whose e-mail addresses were registered with the Company/ Depositories.

The Company had availed the e-voting facility offered by CDSL for conducting remote e- voting by the shareholders of the Company.

The shareholders of the Company holding shares as on the "cut-off" date of July 26, 2024 were entitled to vote on the resolution as contained in the Notice.

The voting period for remote e-voting commenced on Friday, August 2<sup>nd</sup>, 2024 at 09:00 a.m. (IST) and ended on Saturday August 31<sup>st</sup>, 2024 (5.00 p.m. IST) and the CDSL e-voting module was disabled thereafter.

The votes cast under remote e-voting facility were thereafter unblocked.

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the CDSL e-voting system and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.

The Management of the Company is responsible to ensure compliance with the requirements of the Act, rules and the MCA Circulars relating to remote e-voting on the Resolutions contained in the Notice of the Postal Ballot.

My responsibility as scrutinizer for the voting on postal ballot through remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said Resolutions.

I now submit my Scrutinizer Report on the results of the voting by postal ballot only through the remote e-voting process in respect of the said Resolutions as under:

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**ITEM NO. 1: AS AN ORDINARY RESOLUTION**

**1. To increase the Authorized Share Capital of the Company and amend the Capital clause in the Memorandum of Association & Articles of Association of the Company**

**i. Voted in favour of the Resolution:**

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
16	12800	99.84%

**ii. Voted in against of the Resolution:**

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
2	21	0.16%

**iii. Votes Invalid:**

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
-	-	-



**ITEM NO. 2: AS A SPECIAL RESOLUTION**

**2. To Change object clause of the company subject to approval Ministry of corporate affairs and any other regulatory authorities**

**i. Voted in favour of the Resolution:**

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
16	12800	99.84%

**ii. Voted in against of the Resolution:**

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
2	21	0.16%

**iii. Votes Invalid:**

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
-	-	-



**ITEM NO. 3: AS A SPECIAL RESOLUTION**

**3. To approve appointment of Mr. Nitin Ashokkumar khanna as Director & Managing Director of the Company**

**i. Voted in favour of the Resolution:**

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
16	12800	99.84%

**ii. Voted in against of the Resolution:**

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
2	21	0.16%

**iii. Votes Invalid:**

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
-	-	-



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\*Shareholders who have split their votes in "assent" as well as "dissent", while their votes are taken as cast, they have been counted only once for the purpose of number of members under the head "assent".

Thanking you,

Yours faithfully

**For, M K Samdani & Co.**

**Company Secretaries**

Megha  
Kamal  
Samdani

Digitally signed  
by Megha Kamal  
Samdani  
Date: 2024.08.31  
18:44:10 +05'30'

**Megha Samdani**  
**Proprietor**  
**ACS No.: 41630**  
**C.P. No.: 21853**  
**PEER REVIEW NUMBER: 3320/2023**  
**UDIN: A041630F001094748**

**Witness 1:**

**Aditya Pareek**

**Witness 2:**

**Yash Pujara**

**Date: 31/08/2024**

**Place: Ahmedabad**

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