



# CHOKSI IMAGING LIMITED

Regd. Off.: 163/164, Choksi Bhuvan, Nehru Road, Vile Parle (E), Mumbai –400057  
Tel: 9821669911 Email: [imaging@choksiworld.com](mailto:imaging@choksiworld.com) Website: [www.choksiworld.com](http://www.choksiworld.com)  
CIN: L24294MH1992PLC388063.

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August 21, 2024

To,  
Department of Corporate Services,  
BSE Limited, Listing Department,  
Phiroze Jeejeebhoy Tower,  
Dalal Street, Mumbai- 400001

**Ref: Scrip Code: 530427.**

**Sub: Disclosure of Voting Results of Hon'ble National Company Law Tribunal convened meeting of Equity Shareholders of the Choksi Imaging Limited for approval of Scheme of Amalgamation of Choksi Asia Private Limited with Choksi Imaging Limited with their respective Shareholders and Creditors, if any.**

Dear Sir/ Madam,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith, the voting results in respect of the Remote E-voting and Voting at Meeting on the resolution no. 1 (one) as per the Notice calling the Meeting of Equity Shareholders of the Company dated July 10, 2024 convened by Hon'ble National Company Law Tribunal on Tuesday, August 13, 2024.

A copy of the consolidated Scrutinizer's Report dated August 19, 2024 received on August 20, 2024 in respect of the votes cast through Remote E-voting and Voting at the Meeting is enclosed herewith.

The resolution is passed with requisite majority.

Kindly take the above information on your record and acknowledge a receipt of the same.

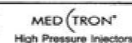
Thanking you.

Yours faithfully,

For Choksi Imaging Limited

Samir Choksi  
Managing Director  
DIN: 00049416  
Place: Mumbai

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### General information about company

Scrip code	530427
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE865B01016
Name of the company	CHOKSI IMAGING LIMITED
Type of meeting	Court Convened Meeting
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	13-08-2024
Start time of the meeting	11:00 AM
End time of the meeting	11:28 AM

[Prev](#)[Next](#)

[Home](#)[Validate](#)

### Scrutinizer Details

Name of the Scrutinizer	RACHANA SHANBHAG
Firms Name	RHS & ASSOCIATES
Qualification	CS
Membership Number	8227
Date of Board Meeting in which appointed	19-05-2024
Date of Issuance of Report to the company	19-08-2024

[Prev](#)[Next](#)

[Home](#)[Validate](#)

Voting results	
Record date	06-08-2024
Total number of shareholders on record date	3055
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	2
b) Public	25
<b>No. of resolution passed in the meeting</b>	<b>1</b>
Disclosure of notes on voting results	<a href="#">Add Notes</a>

[Prev](#)

[Home](#)[Validate](#)

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Scheme of Amalgamation of Choksi Asia Private Limited with Choksi Imaging Limited and their respective shareholders and creditors, if any.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in 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 and Promoter Group	E-Voting	2474134	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		2474134	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0	0	0.0000	0.0000	
	<b>Total</b>		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1425866	167348	11.7366	167348	0	100.0000	0.0000
	Poll		15	0.0011	15	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		1425866	167363	11.7376	167363	0	100.0000
<b>Total</b>		3900000	167363	4.2914	167363	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	1047359
Public Insitutions	0
Public - Non Insitutions	0



Date: 19/08/2024

To,  
Mr. Rishi Dave  
Company Secretary & Compliance Officer  
(authorised by Chairperson)  
CHOKSI IMAGING LIMITED  
163/164, Choksi Bhuvan, Nehru Road, Vile Parle East,  
Mumbai- 400057, Maharashtra, India

Dear Madam,

dt - 13.08-2024  
Sub: Submission of Signed Consolidated Scrutinizer's Report, on the Remote E-Voting and E-voting conducted at the NCLT convened Meeting of the Equity Shareholders ("Meeting") of CHOKSI IMAGING LIMITED held on Tuesday, 13<sup>th</sup> August, 2024 at 11:00 AM through Video Conferencing ("VC") and Other Audio-Visual Means ("OAVM").

I, CS Rachana Shanbhag, Practicing Company Secretary, M/s RHS & Associates, Mumbai (FCS: 8227) was appointed as a Scrutinizer by the Hon'ble NCLT, Mumbai Bench vide its order dated 19<sup>th</sup> April, 2024 read with the addendum orders dated 17<sup>th</sup> May, 2024 and 2<sup>nd</sup> July, 2024 ("NCLT Order") passed in the Company Application C.A.(CAA)/264/MB/2023, CA 155/2024 dated 17<sup>th</sup> May 2024 and CA 219(MB)/2024 dated 2<sup>nd</sup> July 2024 for the purpose of scrutinising the remote e-voting and e-voting process conducted at the NCLT convened Meeting of the Equity Shareholders ("Meeting") of CHOKSI IMAGING LIMITED held on Tuesday, 13<sup>th</sup> August, 2024 at 11:00 AM through Video Conferencing ("VC") and Other Audio-Visual Means ("OAVM").

I hereby submit my duly signed Consolidated Scrutinizer's Report along with its Annexure along with this Covering Letter.

Request you to acknowledge the receipt of the same.

Thanking you.

For, RHS & Associates  
Company Secretaries

*RN Shanbhag*

Rachana Shanbhag  
FCS 8227  
COP 9297



RHS & Associates | Company Secretaries  
B/208, Shreedham Classic, S.V. Road, Goregaon (W), Mumbai 400 104  
Mob.: +91- 90296 61169 | Email : rhsassociates1@gmail.com

Sr. No. : 22-23/045



**CONSOLIDATED SCRUTINIZER'S REPORT  
ON THE REMOTE E-VOTING AND E-VOTING  
AT THE NCLT CONVENED MEETING OF THE EQUITY SHAREHOLDERS OF  
CHOKSI IMAGING LIMITED**

[Pursuant to Sections 230 to 232 of the Companies Act, 2013 ("the Act") read with Section 108, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")]

To,  
**Dr. Deepti Mukesh**  
Chairperson of the Court convened Equity Shareholders' Meeting  
**CHOKSI IMAGING LIMITED**  
163/164, Choksi Bhuvan, Nehru Road, Vile Parle East,  
Mumbai- 400057, Maharashtra, India,

Kind Attention: Dr. Deepti Mukesh, Chairperson of the Court convened Equity Shareholders' Meeting.

Dear Madam,

**Sub: Consolidated Scrutinizer's Report on the Remote E-Voting and E-voting conducted at the NCLT convened Meeting of the Equity Shareholders ("Meeting") of CHOKSI IMAGING LIMITED pursuant to the provisions of Sections 230 to 232 read with Section 108 of the Companies Act, 2013 ("the Act"), read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") of the Company held on Tuesday, 13<sup>th</sup> August, 2024 at 11:00 AM through Video Conferencing ("VC") and Other Audio-Visual Means ("OAVM").**

I, **CS Rachana Shanbhag, Practicing Company Secretary, M/s RHS & Associates, Mumbai (FCS: 8227)** have been appointed as a Scrutinizer by the Hon'ble NCLT, Mumbai Bench vide its order dated 19<sup>th</sup> April, 2024 read with the addendum orders dated 17<sup>th</sup> May, 2024 and 2<sup>nd</sup> July, 2024 ("NCLT Order") passed in the Company Application C.A.(CAA)/264/MB/2023, CA 155/2024 dated 17<sup>th</sup> May 2024 and CA 219(MB)/2024 dated 2<sup>nd</sup> July 2024 for the purpose of scrutinising the remote e-voting and e-voting process, pursuant to the directions and provisions of Sections 230 to 232 read with Section 66 of the Companies Act, 2013 ("the Act"), read with Section 108 of the Companies Act, 2013 read with Rule 20 of

*RShanbhag*



**RHS & Associates | Company Secretaries**  
B/208, Shreedham Classic, S.V. Road, Goregaon (W), Mumbai 400 104  
Mob.: +91- 90296 61169 | Email : rhsassociates1@gmail.com

Sr. No. : 22-23/037

the Companies (Management and Administration) Rules, 2014 ("the Rules") (as amended and applicable) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with SEBI Master Circular SEBI/HO/CFD/POD-2/CIR/2023/93 dated 20<sup>th</sup> June 2023 at the NCLT convened Meeting of the Equity shareholders ("Meeting") of **CHOKSI IMAGING LIMITED** (hereinafter referred to as "the Transferee Company") held through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), on **Tuesday, 13<sup>th</sup> August, 2024 at 11:00 AM** to consider and, if thought fit, approve the Scheme of Amalgamation of CHOKSI ASIA PRIVATE LIMITED ("Transferor Company") with CHOKSI IMAGING LIMITED ("Transferee Company") and their respective shareholders and creditors, if any ("Scheme"), hereby submit my report as under:

1. That as directed by the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT") vide its order dated 19<sup>th</sup> April, 2024 read with the addendum orders dated 17<sup>th</sup> May 2024 and 2<sup>nd</sup> July 2024 ("NCLT Order"), a Meeting of the Equity Shareholders of the Transferee Company was duly convened and held through Video Conferencing ("VC") and Other Audio-Visual Means ("OAVM"), on Tuesday, 13<sup>th</sup> August, 2024 at 11:00 AM IST. Dr. Deepthi Mukesh chaired the meeting.
2. That the Transferee Company had provided the facility of remote e-voting and e-voting at the Meeting on the resolution specified in the Notice to the Equity Shareholders' Meeting dated 10<sup>th</sup> July, 2024 ("Notice of the Meeting")
3. The Management of the Company is responsible to ensure that the compliance of the requirements of the Companies Act, 2013 and rules made there under, relating to remote e-voting and e-voting at the Meeting, on the resolution as contained in the aforementioned Notice of the Meeting is undertaken. Our responsibility as a Scrutinizer is to scrutinise and ensure that the voting done through remote e-Voting and e-voting at the Meeting is done in a fair and transparent manner and to make a Scrutinizer's Report on the votes cast "for" and "against" the resolution stated in the Notice of the Meeting, based on the reports generated from the remote e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorised agency appointed by the Company to provide e-voting facilities and e-Voting at the Meeting.
4. The Notice of the Meeting was sent by the Company electronically to all the equity shareholders ("members") who held shares as on 5<sup>th</sup> July, 2024. The Meeting notice contained the detailed procedure to be followed by the members who were desirous of

*RHShaubhag*  
2





- casting their votes electronically as well as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014 read with the General Circular No. 18/2020, 19/2020, 20/2020 and 20/2022 issued by MCA in this regard ("MCA Circulars"). The Company confirmed completion of the dispatch of notice to members on 12<sup>th</sup> July, 2024.
5. The equity shareholders of the Company, as on the "cut-off date" i.e. 6<sup>th</sup> August, 2024 were entitled to vote on the resolution as set out in the Notice of the Equity Shareholders' Meeting of the Company.
  6. That the Transferee Company had provided the facility of remote e-voting and e-voting at the Meeting on the resolution specified in the Notice to the Equity Shareholders' Meeting dated 10<sup>th</sup> July 2024.
  7. The Company published an Advertisement in Business Standard (Mumbai edition) in English Language and in Navshakti (Mumbai edition) in Marathi Language on 13<sup>th</sup> July, 2024 providing the details of the dispatch of Notice, details of cut-off date and e-voting facilities provided by the Company, as required under Rule 20 of Companies (Management and Administration) Rules, 2014.
  8. The remote e-voting commenced from **Saturday, 10<sup>th</sup> August, 2024 at 9.00 AM** till **Monday, 12<sup>th</sup> August, 2024 at 5.00 PM** and the CDSL e-voting platform was blocked by CDSL thereafter. Remote e-votes casted during this period have been considered for scrutiny.
  9. It was announced at the Equity Shareholders' Meeting ("Meeting") held on **Tuesday, 13<sup>th</sup> August, 2024 at 11:00 AM** that members who have not exercised their votes through remote e-voting may undertake the same after the discussions on the Meeting agenda. As informed by the Company, the e-voting was kept open for a period of 30 minutes after the conclusion of the proceedings of the Meeting.
  10. After the conclusion of the e-voting at the meeting, the voting conducted through e-voting at the Meeting and remote e-voting was unblocked by me in the presence of two witnesses, CS Aditi Mehta and Anchal Pandey, who are not in employment of the Company.

*R. N. Shaubhag*



11. On the basis of the votes cast by the members by the way of electronic voting, remotely and at the Meeting held on 13<sup>th</sup> August, 2024, I have issued my Scrutinizer's Report dated 13<sup>th</sup> August 2024.
12. A summary of the votes cast by the members through remote e-voting, and e-voting at the Meeting with their pattern of voting is attached as an **Annexure I** to this Report.
13. The Results of the electronic voting (including remote e-voting and e-voting at the Meeting) is as follows:

Sr. No	Particulars	Type of Resolution	Result
1	To consider and approve the Scheme of Amalgamation between Choksi Asia Private Limited and Choksi Imaging Limited and their respective shareholders and creditors, if any. ("Scheme")	Special	Passed with requisite majority of minority.

14. The votes cast by the Promoter/ Promoter Group as on the cut-off date i.e. 6<sup>th</sup> August 2024 have been considered as invalid for the purposes of determining the result, in accordance with the provisions of Regulation 37 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the provisions of Clause 10 of Master Circular on (i) Scheme of Arrangement by Listed Entities and (ii) Relaxation under Sub- rule (7) of rule 19 of the Securities Contracts (Regulation) Rules, 1957 (Circular No. SEBI/ /CFD/POD-2/CIR/2023/93) dated 20<sup>th</sup> June 2023.
15. The Register and all other papers and relevant records containing the details of equity shareholders who have voted "In Favour" or "Against" and those whose votes were declared invalid for each resolution under remote e-voting done at the Meeting shall remain in my safe custody until the Chairperson approves and signs the Minutes of the aforesaid Meeting and the same have thereafter be handed over to the Company Secretary of the Company.

*RNShambhag*



16. Based on the above, the resolution to consider and approve the Scheme of Amalgamation between Choksi Asia Private Limited and Choksi Imaging Limited and their respective shareholders and creditors, if any ("Scheme"), as detailed in the Notice of the General Meeting dated 10<sup>th</sup> July 2024 shall be deemed to have been passed with the requisite majority as on date of Meeting i.e. 13<sup>th</sup> August, 2024.

Thank You  
For, RHS & Associates



Rachana Shanbhag  
FCS 8227  
CP 9297  
UDIN: F008227F000971530

Date: 13.08.2024

Countersigned by  
For, Choksi Imaging Limited

Rishi  
Mahendra  
Dave

Digitally signed by  
Rishi Mahendra Dave  
Date: 2024.08.20  
16:11:26 +05'30'

Rishi Dave  
Company Secretary & Compliance  
Officer  
(Authorised by the Chairperson)

Enclosed: Annexure I to this Report.



ANNEXURE - I

CONSOLIDATED SCRUTINIZER REPORT FOR NCLT CONVENED MEETING ("MEETING")

The summary of votes cast through ELECTRONIC VOTING (Remotely and during the Meeting) at the Meeting for the resolution is as follows:

**Resolution:** To consider and approve the Scheme of Amalgamation between Choksi Asia Private Limited and Choksi Imaging Limited and their respective shareholders and creditors, if any ("Scheme")

(a) Valid Votes

Mode of Voting	No. of Members voted	Total No. of votes casted by them	Total Valid Votes (in %)
Remote e-Voting	19	167348	99.9910
e-Voting at Meeting	4	15	0.0089

(b) Votes in favour of the resolution:

Mode of Voting	No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
Remote e-Voting	19	167348	99.9910
e-Voting at Meeting	4	15	0.0089

(c) Votes against the resolution:

Mode of Voting	No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
Remote e-Voting	0	0	0
e-Voting at Meeting	0	0	0

*RHS* Shanbhag



(d) Invalid Votes/ Votes not considered for the purpose of determining the result

No. of Members voted	No. of votes casted by them	Reason
1	1047359	As per the provisions of Regulation 37 of SEBI (LODR) Regulations, 2015 and the SEBI Master Circular No. SEBI/ /CFD/POD-2/CIR/2023/93) dated 20th June 2023, for the purposes of approval of a Scheme of Amalgamation involving the listed entity and any other entity involving the promoter/promoter group, the resolution shall be acted upon only if the votes cast by the public shareholders in favor of the proposal are more than the number of votes cast by the public shareholders against it.

**Result:** Based on the aforesaid, the above resolution as proposed in the Notice of the NCLT convened Meeting of the Equity Shareholders of Choksi Imaging Limited shall be deemed to have been passed on the date of the said Meeting of the Transferee Company i.e. 23 shareholders with a 86.22% of public shareholders (viz. majority of minority equity shareholders) having voted in favour of the Scheme, through remote e-voting and e-voting at the Meeting.

*R. Shambhag*

