

Ref.: MNIL/BSE/2024 Date: 12/09/2024

To,

BSE LIMITED Department of Corporate Services 25th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001

# Scrip Code: 539767 ISIN: INE216Q01010

# Sub: Scrutinizer Report and details of Voting Results under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sirs,

Pursuant to Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements)Regulations, 2015 ("SEBI Regulations"), please find enclosed following disclosures in relation to the 41<sup>st</sup> Annual General Meeting of the Company held on September 10<sup>th</sup>, 2024.

1. Voting Results in the format prescribed under Regulation 44 of SEBI Regulations; and

2. Scrutinizer's Report on e-voting at AGM.

The above is for your information and kind records.

Thanking you, Yours faithfully,

 For Mega Nirman & Industries Limited

 KANIKA
 Digitally signed by

 CHAWLA
 Date: 2024.09.12 14:01:31

 Kanika ChawLa
 Date: 2024.09.12 14:01:31

 Kanika

Kanika Chawla Company Secretary & Compliance Officer

Encl: a/a

**MEGA NIRMAN & INDUSTRIES LIMITED** 

Home Validate Import XML	
General information ab	oout company
Scrip code	539767
NSE Symbol	
MSEI Symbol	
ISIN	INE216Q01010
Name of the company	Mega Nirman and Industries Ltd
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	10-09-2024
Start time of the meeting	11:00 AM
End time of the meeting	11:45 AM
Prev	Next

Home Validate	
Scrutinizer Deta	ails
Name of the Scrutinizer	APOORV SRIVASTAVA
Firms Name	APOORV & ASSOCIATES
Qualification	CS
Membership Number	F12734
Date of Board Meeting in which appointed	08-08-2024
Date of Issuance of Report to the company	11-09-2024

Prev

Next

Home Validate	Home	Validate
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Voting results	
Record date	03-09-2024
Total number of shareholders on record date	2785
No. of shareholders present in the meeting either in person or through prov	ку
a) Promoters and Promoter group	1
b) Public	65
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	Add Notes

Prev

* this fields are optional Deta					Institutions				Institutions		*		Promoter Group				Category		Whether			Home
Details of Invalid Votes	4		Total	Total	Postal Ballot (if applicable)	Poll	E-Voting	Total	Postal Ballot (if applicable)	Poll	E-Voting	Total	Postal Ballot (if applicable)	Poll	E-Voting		Mode of voting		Whether promoter/promoter group are interested in the agenda/resolution?	Re		Validate
R.			3347500	3272400		3272400	<u>.</u>	0		0	1	75100		75100		(1)	No. of shares held	Description of resolution considered	interested in the ag	Resolution required: (Ordinary / Special)		
			143869	68769	0	68258	511	0	0	0	0	75100	0	0	75100	(2)	No. of votes polled	lution considered	enda/resolution?	ordinary / Special)	Res	
	-		4.2978	2.1015	0.0000	2.0859	0.0156	0.0000	0	O THE REAL PROPERTY OF	0	100.0000	0.0000	0.0000	100.0000	(3)=[(2)/(1)]*100	% of Votes polled on outstanding shares	To receive, conside Year ended N			Resolution (1)	
	Disclosure of r	Whether resolution is Pass or Not.	143834	68734	0	68258	476	0	0	0	0	75100	0	0	75100	(4)	No. of votes – in favour	To receive, consider and adopt the Audited Financial Statements of the Company for the Fin Year ended March 31, 2023, including Board of Directors and Auditors Report thereon.				
	Disclosure of notes on resolution	s Pass or Not.	35	35	0	0	35	0	0	0	0	÷ 0	0	0	0	(S)	No. of votes against		No	Ordinary		
	Add Notes	Yes	.99.9757	99.9491	0	100.0000	93.1507	0.0000	0.0000	0.0000	0.0000	100.0000	0	0.	100.0000	(6)=[(4)/(2)]*100	% of votes in favour on votes polled	Financial Statements of the Company for the Financial Board of Directors and Auditors Report thereon.				
	lotes	15	0.0243	0.0509	0	0.0000	6.8493			0.0000		0.0000	0	0	0.0000	(7)=[(5)/(2)]*100	% of Votes against on votes polled	any for the Financial port thereon.				

Public - Non Institutions	Public Insitutions	Promoter and Promoter Group	Category	Details of Invalid Votes	
1			No. of Votes	d Votes	

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			Res	Resolution (2)			
	Re	Resolution required: (Ordinary / Special)	rdinary / Special)			Ordinary	
Whether	Whether promoter/promoter group are interested in the agenda/resolution?	interested in the ag	enda/resolution?			No	
		Description of resolution considered	lution considered	To re-appoint Mr.	To re-appoint Mr. Anand Rai (DIN: 06855524), Director who retires by rotation and being eligible, offers himself for re-appointment	IN: 06855524), Director who retire offers himself for re-appointment	o retires by rotatio Itment
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
		(L) **	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100
	E-Voting		75100	100.0000	75100		100.0000
	Poll	75100	0			0	0
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0
	Total	75100	75100	10	75100	0	100.0000
	E-Voting		0	0	0	0	0.0000
Public-	Poll	0	0	. 0	0	0	0.0000
Institutions	Postal Ballot (if applicable)		0	0	. 0	0	0.0000
	Total	0	0	0.0000	0	0	0.0000
	E-Voting		511	0.0156	476	35	93.1507
Public- Non	Poll	3272400	68258	2.0859	68258	0	100.0000
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0
	Total	3272400	68769	2.1015	68734	35	99.9491
	Total	3347500	143869	4.2978	143834	35	99.9757
				A North Contraction of the second sec	Whether resolution is Pass or Not.		Yes
					Disclosure of n	Disclosure of notes on resolution	Add Notes
* this fields are optional	lonal	*					
	Details of Invalid Votes	S.					
Category		No. of Votes					
Promoter and Promoter Group	noter Group						

Category No. of Votes
Promoter and Promoter Group
Public Institutions

		STATUTE CONTRACTOR OF THE OWNER	A CONTRACTOR OF					
			Res	Resolution (3)				
	Re	Resolution required: (Ordinary / Special)	ordinary / Special)			Ordinary		
Whether	Whether promoter/promoter group are interested in the agenda/resolution?	interested in the ag	enda/resolution?		*	No		
		Description of resolution considered	lution considered		INCREASE IN A	N AUTHORISED SHARE CAPITAL	RE CAPITAL	
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
	E-Voting		75100	100.0000	75100	0	100.0000	0.0000
Promoter and	Poll	75100	0	0.0000	0		0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	
	Total	75100	75100	100.0000	75100	0	100.0000	0,000
	E-Voting		• 0	0	0	0	0.0000	0.0000
Institutions	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	,	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
	E-Voting		511	0.0156	476	35	93.1507	6.8493
Public- Non	Poll	3272400	68258	2.0859	68258	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	
	Total	3272400	68769	2.1015	68734	<b>S</b>	99.9491	0.0509
	Total	3347500	143869	4.2978	143834	SE 0.	-99.9757	0 0743
And Adding of the Adding					Whether resolution is Pass or Not.		Yes	
					Disclosure of no	Disclosure of notes on resolution	Add Notes	otes
* this fields are optional	ional							
	Details of Invalid Votes	S						
Category		No. of Votes						
Promoter and Promoter Group	noter Group							

Maregory	No. of Votes
Promoter and Promoter Group	4
Public Insitutions	
Public - Non Institutions	

Category		* this fields are optional					Total	Postal	Public- Non Poll	E-Voting	Iotal		ions	Public- Poll	E-Voting	Total		Promoter Groun			Category				Whether prom		
	Details of Invalid Votes					Total		Postal Ballot (if applicable)		Bul		Total	Ballat /if and Bart IV	Ċ	ine		Postal Ballot (if applicable)		ung		Mode of voting			provide a group are interested in the agenda/resolution?	oter/promoter around are		Valloate
No. of Votes	5				DOCTICE	2247500	3272400		3272400		0			5		75100		75100		(1)	No. of shares held		Description of resolution considered	interested in the ag	nessiution required: (Ordinary / Special)		
		*			143809		68769	. 0	68258	511	0	0	- 0	0	ONTC!	75400	0	0	75100	(2)	No. of votes polled		lution considered	enda/resolution?	rdinary / Special)	Res	
				W	4.2978	CTOT-2	2 1015	0.0000	2.0859	0.0156	0.0000	0	0	0	0000 DDT		0.0000	0.0000	100.0000	(3)=[(2)/(1)]*100	% of Votes polled on outstanding shares					Resolution (4)	
			Disclosure of no	Whether resolution is Pa	143834	08/34		0	68258	476	0	0	0	0	75100		D	0	75100	(4)	No. of votes – in favour						
			Disclosure of notes on resolution	Pass or Not.	35	35	c	> 0	5	26	0	0	0.		0	-	>	0	0	(5)	No. of votes - against	ANDING OF FUNDS	DAIGNO OF SIMPO	No	Special		
			Add Notes	Yes	99.9757	99.9491	0	000000T	voctice	02 1507	0.0000	0.0000	0.0000	0.0000	100.0000	0		D	100.0000	(6)=[(4)/(2)]*100	% of votes in favour on votes polled						
			ites		0.0243	0.0509	. 0	0.000	0.8493		0,000	0.0000	0.0000	0.0000	0.0000	0		0	0.000	(7)=[(5)/(2)]*100	% of Votes against on votes polled		•				

No. of Votes
Promoter and Promoter Group
Public Insitutions

Home	Validate			·*			* * *	
			Reso	Resolution (5)				
	Res	Resolution required: (Ordinary / Special)	rdinary / Special)			Special		
Whether	Whether promoter/promoter group are interested in the agenda/resolution?	interested in the age	enda/resolution?			No		
		Description of resolution considered	ution considered	AMENDME	AMENDMENT OF THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION	CLAUSE OF THE MEI	MORANDUM OF ASS	SOCIATION
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
		(I)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		75100	100.0000	75100	· · ·	100.0000	0.0000
Promoter and	Poll	75100	0	0.0000	0	0	0	0
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	75100	75100	100.0000	75100	0	100.0000	0.0000
. alt .	E-Voting	4 	. 0	0	0	0	0.0000	0.0000
Public-	Poll	0		0	0	0	0.0000	0.0000
Institutions	Postal Ballot (if applicable)		0	0	0	0	0.000 <sup>°</sup>	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
	E-Voting		511	0.0156	476	32	93.1507	6.8493
Public- Non	Poll	3272400	68258	2.0859	68258	0	100.0000	0.0000
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	3272400	68769	2.1015	68734	35	99,9491	0.0509
	Total	3347500	143869	4.2978	143834	35	99.9757	0.0243
				V	Whether resolution is Pass or Not.	s Pass or Not.	Yes	ĸ
					Disclosure of n	Disclosure of notes on resolution	Add Notes	lotes
* this fields are optional	ional							-
	<b>Details of Invalid Votes</b>	S						
Category		No. of Votes						
Promoter and Promoter Group	noter Group							

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	



# APOORV & ASSOCIATES COMPANY SECRETARIES

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# CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to the provisions of section 108 and 109 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, as amended]

# To,

The Chairman of 41<sup>st</sup> Annual General Meeting of the members of MEGA NIRMAN & INDUSTRIES LIMITED held on Tuesday, the 10th day of September, 2024 at 11:00 A.M at Maharaja Banquets, A- 1/20A, Paschim Vihar, (Opposite Metro Pillar No. 256), Main Rohtak Road, New Delhi-110063.

#### Dear Sir/Madam,

I, Apoorv Srivastava, Company Secretary in Practice, have been appointed as a "Scrutinizer" by the Board of Directors of MEGA NIRMAN & INDUSTRIES LIMITED ("the company") for the purpose of scrutinizing the voting process including remote e-voting and voting through poll at the AGM, under the provisions of section 108 and 109 of the Companies Act, 2013 (the Act) read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 and amendments thereon on the resolutions contained in the notice dated August 08<sup>th</sup>, 2024 calling the 41<sup>st</sup> Annual General Meeting ("Notice") convened on Tuesday, the 10th day of September, 2024 at 11:00 A.M at Maharaja Banquets, A- 1/20A, Paschim Vihar, (Opposite Metro Pillar No. 256), Main Rohtak Road, New Delhi-110063.

## Management's Responsibility:

1. The Management of the Company is responsible to ensure compliance with the requirements of (i) the Companies Act, 2013 and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("LODR") relating to e-voting and poll 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's Responsibility:

2. My responsibility as a scrutinizer for e-voting process and physical voting through ballots conducted at the AGM is restricted to making a Consolidated Scrutinizer's Report of the votes casted 'in favour' or 'against' the resolutions contained in the Notice, based on the reports generated from the e-voting system provided National Securities Depository Limited ('NSDL'), the authorized agency engaged by the Company to provide e-voting facilities for remote e-voting and also based on the physical voting through ballots conducted at the AGM.

Reg. office: Flat No.103, Aadharshila Appartment, Sales Tax Road, Vikas Nagar, Kanpur-208024 Phone : 9554900154, 8429472290 | Email : apoorvandaassociates@gmail.com

#### Authorised Agency:

3. The company has engaged the services of National Securities Depository Limited ('NSDL') as the Authorised Agency to provide secured system for remote E-Voting process

#### Cut-off date:

4. The shareholders of the company holding shares as on the "cut-off" date (i.e. the record date) of Tuesday, 03rd September 2024 were entitled to vote on the resolutions forming part of the Notice of the AGM.

#### Remote e-voting:

5. The remote e-voting period began on Saturday, 07th September, 2024 at 09:00 A.M. and ends on 09th September, 2024 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.

6. After completion of voting at AGM the votes cast by members through voting at the AGM and through e-voting were unblocked in presence of two witness Ms. Priya Verma and Mr. Shaurya Pratap Singh who were not in employment of the Company. They have signed below in confirmation of votes being unblocked in their presence

Priya Joana (Priya Verma)

(Shaurya Pratap Singh

7. In respect of the poll process conducted under my supervision, I hereby report that: -

(i) The poll box containing the poll papers was opened after the conclusion of the AGM in my presence.

(ii) The votes were counted and the result of the poll was prepared in my presence.

8. The voting facility (Through Polling Papers) was provided to all the shareholders who attended the AGM to vote on the Resolutions as contained in the notice of the 41<sup>st</sup> Annual General Meeting but not to those shareholders who have opted the facility to vote through remote e-voting prior to the meeting.

9. I did not find any poll paper invalid.

10. Thereafter, the details containing, inter alia, the information about equity shareholders voting 'For' and 'Against' the resolutions, were generated from the E-Voting website of National Securities Depository Limited and based on such reports the results of Remote e-voting and physical voting through ballot at AGM on each resolution are given hereunder:



# **Ordinary Business:**

# 1) Resolution No.1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2024, along with the Reports of the Board of Directors and Auditors thereon.

# Voted in 'FAVOUR' of the Resolution:

Number of Members voted through E-voting	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in "Favour" of resolution by Poll	Total Number Votes cast in "Favour" of resolution through e-voting and Poll	% of total number of valid votes cast
57	75576	8	68258	143834	99.97

# Voted 'AGAINST' the Resolution

Number of Members voted through E-voting	Number of votes cast in 'against' resolution by e-voting	Number of Members/ Proxies Voted by Poll	' Number of votes cast in "against" resolution by Poll	Total Number Votes cast in "against" resolution through e-voting and Poll	% of total number of valid votes cast
14	35	0	0	35	0.024

#### Voted INVALID: NIL

**Result:** Based on the aforesaid result, we report that the votes cast by the members in favour of the ordinary resolution are more than the votes cast against the resolution, the proposed ordinary resolution at Item No. 1 of the Notice of the Annual General Meeting has been passed with requisite majority as an "Ordinary Resolution" within the meaning of Section 114(1) of the Companies Act, 2013.

## 2) Resolution No.2: Ordinary Resolution

To appoint a Director in place of Mr. Anand Rai (DIN: 06855524) Executive Director of the Company, who retires by rotation at the ensuing Annual General Meeting, and being eligible, offers himself for reappointment.

Voted in 'FAVOUR' of the Resolution:



Number of Members voted through E-voting	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in "Favour" of resolution by Poll	Total Number Votes cast in "Favour" of resolution through e-voting and Poll	% of total number of valid votes cast
57	75576	8	68258	143834	99.97

Voted 'AGAINST' the Resolution

Number of Members voted through E-voting	Number of votes cast in 'against' resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in "against" resolution by Poll	Total Number Votes cast in "against" resolution through e-voting and Poll	% of total number of valid votes cast
14	35	0	0	35	0.024

# Voted INVALID: NIL

**Result:** Based on the aforesaid result, we report that the votes cast by the members in favour of the ordinary resolution are more than the votes cast against the resolution, the proposed ordinary resolution at Item No. 2 of the Notice of the Annual General Meeting has been passed with requisite majority as an "Ordinary Resolution" within the meaning of Section 114(1) of the Companies Act, 2013

# **Special Business:**

# 3) Resolution No.3: Ordinary Resolution

# INCREASE IN AUTHORISED SHARE CAPITAL

Voted in 'FAVOUR' of the Resolution:

Number of Members voted through E-voting	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in "Favour" of resolution by Poll	Total Number Votes cast in "Favour" of resolution through e-voting and Poll	% of total number of valid votes cast
57	75576	8	68258	143834	99.97

# Voted 'AGAINST' the Resolution

Number of Members voted through E-voting	Number of votes cast in 'against' resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in "against" resolution by Poll	Total Number Votes cast in "against" resolution through e-voting and Poll	% of total number of valid votes cast
14	35	0	, 0	35	0.024

# Voted INVALID: NIL

**Result:** Based on the aforesaid result, we report that the votes cast by the members in favour of the ordinary resolution are more than the votes cast against the resolution, the proposed ordinary resolution at Item No. 3 of the Notice of the Annual General Meeting has been passed with requisite majority as an "Ordinary Resolution" within the meaning of Section 114(1) of the Companies Act, 2013

# D) Resolution No.4: Special Resolution

#### **RAISING OF FUNDS;**

Voted in 'FAVOUR' of the Resolution:

Number of Members voted through E-voting	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in "Favour" of resolution by Poll	Total Number Votes cast in "Favour" of resolution through e-voting and Poll	% of total number of valid votes cast
57	75576	8	68258	143834	99.97

Voted 'AGAINST' the Resolution

Number of Members voted through E-voting	Number of votes cast in 'against' resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in "against" resolution by Poll	Total Number Votes cast in "against" resolution through e-voting and Poll	% of total number of valid votes cast
14	35	0.	0	35	0.024

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Voted INVALID: NIL

**Result:** Based on the aforesaid result, we report that the votes cast by the members in favour of the special resolution are more than three times the votes cast against the resolution the proposed special resolution at Item No. 4 of the Notice of the Annual General Meeting has been passed with requisite majority as an "Special Resolution" within the meaning of Section 114(2) of the Companies Act, 2013

## E) Resolution No.5: Special Resolution

#### AMENDMENT OF THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION

Voted in 'FAVOUR' of the Resolution:

Number of Members voted through E-voting	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in "Favour" of resolution by Poll	Total Number Votes cast in "Favour" of resolution through e-voting and Poll	% of total number of valid votes cast
57	75576	8	68258	143834	99.97

Voted 'AGAINST' the Resolution

Number of Members voted through E-voting	Number of votes cast in 'against' resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in "against" resolution by Poll	Total Number Votes cast in "against" resolution through e-voting and Poll	% of total number of valid votes cast
14	35	0	0	35	0.024

#### Voted INVALID: NIL

**Result:** Based on the aforesaid result, we report that the votes cast by the members in favour of the special resolution are more than three times the votes cast against the resolution, the proposed special resolution at Item No. 5 of the Notice of the Annual General Meeting has been passed with requisite majority as a "Special Resolution" within the meaning of Section 114(2) of the Companies Act, 2013.

11. The above results may accordingly, be declared by the Chairman of the Company/ any person duly authorized by Chairman in writing. The Company is also hereby instructed to put up the results on its Website and also that of "NSDL" and inform the Stock Exchange, accordingly.

12. All the relevant records of e-voting and poll papers will remain in my safe custody until the Chairman considers, approves and sign the Minutes of the 40<sup>TH</sup> Annual General Meeting and the same shall be handed over thereafter to the Chairman / Company Secretary for safe keeping

Date:11/09/2024 Place: Kanpur

For Apoorv & Associates Company Secretanics SECRI

CS Apoorv Srivastava Proprieto M. No.: F12734, C.P. No.: 21063 Unique Code Number S2018UP633000 Peer Review Certificate No:4064/2023 UDIN: F012734F001198556

Counter signed by

Chairman of the AGM of the Company