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**CONSOLIDATED SCRUTINIZER REPORT**  
**FOR REMOTE E-VOTING AND ELECTRONIC VOTING**

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015]

To  
**The Chairman**  
**Khandwala Securities Limited**  
G II, Ground Floor, Dalamal House,  
Nariman Point, Mumbai,  
Maharashtra, India, 400021

Dear Sir,

**Consolidated Scrutinizer's Report on voting through Remote E-Voting and Electronic Voting at the Annual General Meeting of the Khandwala Securities Limited held on Friday, September 27, 2024 at 12.00 noon (IST) through video conferencing ('VC') / other audio-visual means ('OAVM').**

I, Bhuwneesh Bansal, Practicing Company Secretary (FCS – 6526/CP-9089) have been appointed as the Scrutinizer by the Board of Directors of the Company held on 12<sup>th</sup> August, 2024, to conduct the following.

Pursuant to the decision taken at the board meeting held on 12<sup>th</sup> August, 2024 of Khandwala Securities Limited having CIN: L67120MH1993PLC070709 (hereinafter referred to as 'the Company') appointing me as the Scrutinizer under Section 108 of the Companies Act, 2013 read with Rule 20(4)(ix) of The Companies (Management and Administration) Rules, 2014 in respect of Notice of Annual General Meeting dated 12<sup>th</sup> August, 2024 as per General Circular No.14/2020 dated 8 April, 2020, Circular No.17/2020 dated 13<sup>th</sup> April, 2020, Circular No.20/2020 dated 5<sup>th</sup> May, 2020, Circular No.02/2022 dated 5<sup>th</sup> May, 2022 and Circular No.10/2022 dated 28<sup>th</sup> December, 2022 issued by the Ministry of Corporate Affairs, Government of India (hereinafter referred to as 'MCA') read with Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13 May, 2022 and Circular No. SEBI/HO/CFD/POD-2/CIR/P/2023/4 dated 5<sup>th</sup> January, 2023 issued by the Securities and Exchange Board of India (hereinafter referred to as 'SEBI') for the purpose of remote e-voting and e-voting at the meeting (hereinafter collectively referred to as the 'electronic voting') at the meeting through video conferencing (hereinafter referred to as the 'VC'), I have examined the records of electronic voting and other relevant documents as required for that purpose. In my opinion, and to the best of my information and according to the online verification and examinations, carried out by me and explanations furnished to me by the Company, its officers and Registrar and Share Transfer Agent, I hereby submit my consolidated report w.r.t. the electronic voting as under: -

## **1. Remote E-voting & E voting at the meeting**

The members of the Company had the option of voting on all the resolutions as contained in the aforesaid notice by casting their votes electronically during the remote e-voting period and also by casting their e-votes at the meeting held on 27<sup>th</sup> September, 2024 at 12 noon (IST) if they had not casted their votes during remote e voting. The Company has appointed National Securities Depository Limited (NSDL) for the purpose of extending the facility of remote e-voting and e-voting at the annual general meeting.

## **2. Remote E-voting Process**

- a) The remote e-voting period remained open from Tuesday, September 24, 2024 (9:00 a.m.) (IST) and ended on Thursday, September 26, 2024 (5:00 p.m.) (IST) and the NSDL e-voting platform was disabled thereafter.
- b) The votes cast were unblocked on Friday, 27<sup>th</sup> September, 2024 after 15 minutes of conclusion of the AGM.
- c) Thereafter, the details containing, inter alia, the list of Equity Shareholders, who voted "for" or "against" each of the resolutions that was put to vote, were generated from the e-voting website, as provided by National Securities Depository Limited (NSDL)
- d) Particulars of all the remote e-voting have been entered in a register separately maintained for the purpose.

## **3. E-Voting Process at the AGM**

- a) The e-voting at the meeting was commenced upon the instructions of the Chairman of the meeting for those members who had not casted their votes during remote e-voting period.
- b) The e-voting at the meeting was scrutinized. The votes were reconciled with the records.
- c) Particulars off all the e-voting at the meeting have been entered in a register separately maintained for the purpose.

## **4. Cut-off date**

The equity shareholders of the Company as on the "cut-off" date, i.e., Thursday, September 19, 2024 were entitled to vote on the resolutions (item nos. 1 to 3 as set out in the notice calling the AGM).

## **5. Documents.**

I am producing before you the register and the related records including details of remote e-voting and e-voting at the meeting as available from the login at the e-voting website for verification at your end at the time of submitting this report.

6. It has been represented to me by the Company that the votes have been casted by only those Members who were entitled to do so through the designated system of NSDL, and that their authenticity has been confirmed by NSDL.

**7. Management's Responsibility**

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made there under and the Circulars issued by the MCA as mentioned hereinabove and the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 as amended relating to electronic voting on the resolutions contained in the Notice calling the AGM.

**8. Scrutinizer's Responsibility**

My responsibility as Scrutinizer for e-voting process is restricted to making a consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the Notice calling the AGM, based on the reports of remote e-voting and e-voting generated from the e voting website on the system provided by NSDL, the Agency authorised under the Rules and engaged by the Company to provide electronic voting facilities and attendance records produced to me for my verification.

**9. 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 the website of the Company (iii) website of NSDL and (iv) to be kept at the registered office/head office 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 to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

**10. Consolidated Tabulation**

I submit herewith my Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting at the meeting based on the reports provided by NSDL and relied upon by me as under: -

**ORDINARY BUSINESS: -**

Item no .1 of the notice	Votes cast in favour of the resolution		Votes cast against the resolution		Invalid votes  Nos.
	Nos.	% of total Valid Votes cast	Nos.	% of total Valid votes cast	
<b>Ordinary Resolution: -</b> To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024 together with the Report of the Directors and the Auditors thereon.					
<b>Remote E-voting</b>	9169428	100.00%	11	0.00%	-
<b>E-voting at the meeting</b>	-	-	-	-	-
<b>Total</b>	<b>9169428</b>	<b>100.00%</b>	<b>11</b>	<b>0.00 %</b>	<b>-</b>

Item no .2 of the notice	Votes cast in favour of the resolution		Votes cast against the resolution		Invalid votes  Nos.
	Nos.	% of total Valid Votes cast	Nos.	% of total Valid votes cast	
<b>Ordinary Resolution: -</b> To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 together with the Report of the Auditors thereon.					
<b>Remote E-voting</b>	9169428	100.00%	11	0.00%	-
<b>E-voting at the meeting</b>	-	-	-	-	-
<b>Total</b>	<b>9169428</b>	<b>100.00%</b>	<b>11</b>	<b>0.00%</b>	<b>-</b>

Item no .3 of the notice	Votes cast in favour of the resolution		Votes cast against the resolution		Invalid votes  Nos.
	Nos.	% of total Valid Votes cast	Nos.	% of total Valid votes cast	
<b>Ordinary Resolution: -</b> To appoint a Director in place of Mrs. Bhagyashree Khandwala (DIN:02335473), who retires by rotation and being eligible, offers herself for re-appointment.					
<b>Remote E-voting</b>	5276165	100.00%	11	0.00%	3893263
<b>E-voting at the meeting</b>	-	-	-	-	-
<b>Total</b>	<b>5276165</b>	<b>100.00%</b>	<b>11</b>	<b>0.00%</b>	<b>3893263</b>

**BHUWNEESH BANSAL & ASSOCIATES**  
**Company Secretaries**

002, Dreamland Park C Wing CHS Ltd.  
Gokuldharm Road, Near Vijay park,  
Mira Road (E), Thane 401107  
Mobile – 7738181976  
Email- [csbbansal@gmail.com](mailto:csbbansal@gmail.com)

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The electronic data and all other relevant records relating to the E-voting shall remain in our safe custody and shall be handed over to the Company.

11. You may accordingly satisfy yourself and declare the result.

Thanking You.  
Yours faithfully,  
**For Bhwnesh Bansal & Associates**

**Bhwnesh Bansal**  
**Proprietor**  
FCS No. - 6526  
CP No. - 9089  
UDIN - F006526F001340606  
Peer Review Certificate No.: 1708/2022

**Place:** Mumbai  
**Date:** 27/09/2024