

HIMANK DESAI & CO.

CHARTERED ACCOUNTANTS

2, Gokul Kunj, Opp. Bank of India, Dandpada, Khar (West), Mumbai : 400052.
Tel: (022) 26044382 / 26493998 / 26464977 • Email : himankdesai54@gmail.com

Consolidated Report of Scrutinizer for Remote E-voting & E-voting during EGM

[Pursuant to Section 108/109 of the Companies Act, 2013 read with the Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairperson,
BRADY & MORRIS ENGINEERING COMPANY LIMITED
Brady House, 4th Floor,
12/14 Veer Nariman Road,
Fort, Mumbai- 400001.

Subject : Extra-Ordinary General Meeting of the Members of Brady & Morris Engineering Company Limited held on Thursday, November 25, 2021 at 11:45 A.M. IST through Video Conferencing (VC) or Other Audio-Visual Means (OAVM).

Dear Sir,

I, Himank Krishnakumar Desai, Proprietor of M/s. Himank Desai & Co., Chartered Accountants, have been duly appointed by the Board of Directors of **Brady & Morris Engineering Company Limited** for the purpose of scrutinizing the remote e-voting process and e-voting during the Extra - Ordinary General Meeting ("EGM") under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and General Circular No. 10/2021 dated June 23, 2021 and also SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, in a fair and transparent manner in respect of the Resolutions passed at the EGM of Brady & Morris Engineering Company Limited at their Meeting held on Thursday, November 25, 2021 at 11:45 a.m. IST by two-way Video Conferencing (VC) or Other Audio-Visual Means (OAVM).

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to remote e-voting and e-voting system during the EGM. Our responsibility as a Scrutinizer is restricted to make a Scrutinizer's Report of the Votes Cast in "FAVOUR" or "AGAINST" the resolutions as stated below on the report generated from the remote e-voting and e-voting system at the EGM provided by Central Depository Services (India) Limited (CDSL), the authorised agency engaged by the Company to provide remote e-voting and e-voting system at the EGM.

We hereby submit our report as follows:

1. The resolutions were transacted through the process of remote e-voting and through e-voting system at the EGM. For the purpose of remote e-voting and e-voting system at the EGM, the Company has engaged CDSL for its services;

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2. Members attended the Meeting through VC/OAVM facility provided in accordance with the MCA General Circular No. 10/2021 dated June 23, 2021 and other circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time and were counted for the purpose of reckoning quorum under Section 103 of the Companies Act, 2013;
3. The cut-off date for the purpose of identifying Members who were entitled to vote on the resolutions placed for approval, was November 18, 2021;
4. The period for remote e-voting commenced on Monday, November 22, 2021 at 9:00 a.m. (IST) and ended on Wednesday, November 24, 2021 at 5.00 p.m. (IST). The remote e-voting module was disabled by CSDL for voting thereafter;
5. For the Members who did not cast their vote through remote e-voting facility, the Company has provided the facility of e-voting system during the EGM;
6. Further, the votes cast through remote e-voting and e-voting system during the EGM were unblocked by us on November 25, 2021 at 12:20 p.m. in the presence of two witnesses, Mr. Aman Siddhiqui and Mr. Zunaid Kasmani, neither of whom was in the employment of the Company and e-voting summary statement was downloaded from the e-voting website;
7. The votes were also scrutinized for the purpose of eliminating duplicate voting on the votes, if any;
8. Our report on the results of e-voting is based on the data downloaded from the website of CDSL;
9. The data relating to e-voting process were reconciled with the records maintained by the Company/Registrar & Transfer Agents of the Company.

We hereby submit our Consolidated Scrutinizer's Report on the results of remote e-voting and e-voting system at the EGM.

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Item No. 1: Appointment of Mr. Vaibhav P. Morarka (DIN: 01630306) as an Executive Director - AS A SPECIAL RESOLUTION

A.

Votes in Favour			Votes against			Invalid Votes
Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
28	1817815	100.0000	0	0	0.0000	-

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)] *100	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6) = [(4)/(2)] *100	% of votes against on votes polled (7) = [(5)/(2)] *100
Promoter	E-voting	1659351	1659351	100.0000	1659351	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public Institutions	E-voting	900	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public Non-Institutions	E-voting	589749	158464	26.8697	158464	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
TOTAL		2250000	1817815	80.7918	1817815	0	100.0000	0.0000

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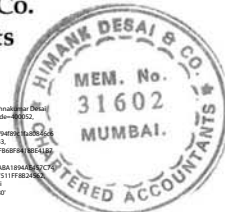
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The resolutions voted through remote e-voting and e-voting at the EGM were passed with **REQUISITE MAJORITY**. The e-voting reports containing a list of Members who voted "FOR" and "AGAINST" for each resolution and all other relevant records will be handed over to the Company Secretary of the Board for safe keeping.

For Himank Desai & Co.
Chartered Accountants
FRN : 103670W

Himank
Krishnakumar
Desai

Digitally signed by Himank Krishnakumar Desai
DN: cn=Himank Krishnakumar Desai,
o=Himank Desai & Co.,
2.5.4.20-9058bda1a0950347f4f0311a0b5648
1070275e1c0f316a23e2402d11,
email=himank@himankdesai.com, ou=Himank Desai & Co.,
7791E814C7D7,
serial=2021112517584410530,
srf=CF24026791F7858E03FEA7511FF824892,
cn=Himank Krishnakumar Desai
Date: 2021.11.25 17:58:44 +05'30'



HIMAK KRISHNAKUMAR DESAI
PROPRIETOR
MRN.031602

PLACE: MUMBAI
DATE : 25.11.2021
UDIN : 21031602AAAAALY1791

Countersigned by:
For BRADY & MORRIS ENGINEERING COMPANY LIMITED

PAVAN G. MORARKA
CHAIRMAN
(DIN: 00174796)