



Ref. No.ML/BSE/026/22-23

Date: 20.09.2022

The Department of Corporate Services
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Tower
Dalal Street,
Mumbai-400001.

Dear Sir,

We would like to inform you that the 45th Annual General Meeting of the company was held on Tuesday, 20th day of September, 2022 through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) and all the resolutions as proposed were passed with requisite majority through remote e-voting in term of the Scrutinizers’ Report as attached herewith.

Thanking You,

Yours faithfully,
For Marsons Ltd

Binay Kumar Agarwal
Director
(DIN: 00566931)

Encl: as above

Marsons Limited

Combined Scrutinizer's Report on Remote E-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 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,

The Chairman of the 45th Annual General Meeting of the Equity Shareholders of
M/s Marsons Limited

Sub : Scrutinizer's Report on Remote E-voting at the 45th Annual General Meeting of M/s Marsons Limited ("the Company") held through video conferencing / other audio visual means on Tuesday, 20th September, 2022 at 02:30 p.m. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

Dear Sir,

I, Arun Kumar Jaiswal (ACS: 29827, CP No.: 12281) Company Secretaries in whole-time practice was appointed by the Board of Directors of M/s **Marsons Limited** ("the Company"), CIN: L31102WB1976PLC030676 for the purpose of Scrutinizing the remote e-voting and voting through electronic voting system during the Annual General Meeting, Pursuant to Provisions of Section 108 of the Companies Act, 2013 ("the Act"), read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended thereto read with General Circular No. 14/2020, 17/2020, 20/2020, 02/2021 & 02/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021 and May 05, 2022 respectively (MCA Circulars), Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Secretarial Standard - 2 on General Meetings as issued by the Institute of the Company Secretaries of India, on the business contained in the Notice of the 45th Annual General Meeting ("AGM") of the Company held on Tuesday, September, 20, 2022 at 2.30 P.M through VC / OAVM.

In view of the global outbreak of the Covid-19 pandemic, social distancing is a norm to be followed. Accordingly, The Ministry of Corporate Affairs ("MCA") vide its General Circular Nos. 14/ 2020 dated April 8, 2020 and 17/ 2020 dated April 13, 2020, followed by General Circular Nos. 20/2020 dated May 5, 2020, No.02/2021 dated January 13, 2021, 19/2021 dated December 8, 2021, and No. 21/2021 dated December 14, 2021, (collectively referred to as "**MCA Circulars**") has permitted the holding of the Annual General Meeting through Video Conferencing ("VC") or through Other Audio-Visual Means ("**OAVM**"), without the physical presence of the Members at a common venue.

In compliance with the provisions of the Companies Act, 2013 ("**the Act**"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") and MCA Circulars, the 45th Annual General Meeting ("**Meeting**" or "**AGM**") of the Company was held through VC / OAVM on Tuesday, September 20, 2022 at 02:30 p.m. (1ST). The proceedings of AGM deemed to be conducted at the Registered Office of the Company situated at Marsons House, Budge Budge Trunk Road, Vill.-Chakmir, P.O. Maheshtala, Kolkata —700 142.

Since this AGM was held pursuant to the MCA Circulars through VC or OAVM, physical attendance of Members had been dispensed with. Accordingly, in terms of the above-mentioned MCA and SEBI circulars, the facility for appointment of proxies by the Members were also dispensed with. Members attended the meeting through VC or OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act 2013. I submit my report as under:

1. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and related Rules in respect of voting through electronic means i.e. Remote E-Voting on the Resolutions contained in the Notice of AGM of the Company.
2. The Company had appointed Central Depository Services Limited ("CDSL") as the Service Provider for the purpose of extending the facility of Remote E-Voting system to the Members of the Company who participated in the AGM through VC / OAVM.
3. CDSL had provided a system for recording the votes of the Members electronically on all the items of the business sought to be transacted at the AGM of the Company, which was held on Tuesday, 20th September, 2022.
4. As Scrutinizer for Remote E-Voting process my responsibility is to provide the Scrutinizer's Report of the votes cast in "**FAVOUR**" of "**AGAINST**" the resolution stated in the Notice of the AGM based on the votes casted through E-Voting process and reports generated from the e-voting system provided by the Central Depository Services (India) Limited "CDSL".
5. The shareholders of the Company holding shares as on the "cut-off" date i.e. 13th September, 2022 were entitled to vote on the Resolutions as contained in the Notice of the AGM.
6. In accordance with the Notice of the Annual General Meeting sent to the shareholders and the Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 as amended by the (Companies Management and Administration) Amendment Rules 2015, the remote e-voting opened at 9:00 a.m. on 17th September, 2022 and remained open up to 5:00 p.m. on 19th September, 2022 preceding the date of the AGM.
7. As on the cut-off date i.e., September 13th 2022, there were 11027 shareholders.
8. At the end of the voting period on 19th September, 2022 at 5.00 P.M., the voting portal of the Service Provider was blocked forthwith.
9. The votes cast electronically through the e-voting system provided by the Service Provider and the votes cast through Remote E-Voting facility were simultaneously unblocked by me as a Scrutinizer in the presence of Mr. Uttam Kumar Dubey and Mr. Rabi Ranjan Shaw who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20 of the Companies (Management & Administration) Rules, 2014.
10. After counting the voting by electronic means the votes cast through remote E-voting process was tabulated for the purpose of considering the total votes cast by the Members through remote e-voting at the AGM).
11. My responsibility as scrutinizer for the remote e-voting is restricted to making a scrutinizer's Report of the votes cast in favour or against the resolutions.
12. Thereafter, I as a Scrutinizer duly compiled the details of the Remote E-voting carried out by the Members done through E-Voting system by the members attended through VC / OAVM, the details of which are as follows:



ORDINARY BUSINESS:

Item No. 1 – (Ordinary Resolution)

To receive and adopt the statement of Profit and Loss of the Company for the year ended 31st March, 2022 and the Balance Sheet as at that date together with the Reports of the Directors and the Auditors thereon):

	Remote e-voting		Voting results
	Number of Members who voted	Number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the Resolution	43	120490886	99.922
Voted against the Resolution	8	93690	0.078
Invalid votes	0	0	0

Item No. 2 – (Ordinary Resolution)

To appoint a Director in place of Mr. Subhash Kumar Agarwala (DIN: 00566977), who retires by rotation and being eligible, offers himself for re-appointment:

	Remote e-voting		Voting results
	Number of Members who voted	Number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the Resolution	43	120490886	99.922
Voted against the Resolution	8	93690	0.078
Invalid votes	0	0	0

All the papers relating to voting by remote e-voting shall remain in the safe custody of the Scrutinizer until the Chairman, considers, approves and signs the Minutes of the AGM and thereafter, the Scrutinizer shall hand over the related papers to the Company Secretary/Chairman, authorised by the Board for safe keeping.


Soft copy containing a list of equity shareholders who voted "**FOR**", "**AGAINST**" and those whose votes were declared "**INVALID / ABSTAINED**", for resolution is being delivered to the Company Secretary/Chairman, authorised by the Board for safe keeping separately.



Resolutions mentioned hereinabove stand passed with the required majority through Remote e-voting and deemed to have been passed as on the date of the AGM, accordingly I request the Chairman of the Company to announce the result of the meeting.

Thanking you,

Yours faithfully,
For **JAIWAL A & CO.**
Company Secretaries



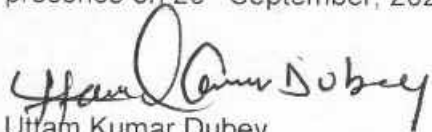
ARUN KUMAR JAISWAL
Proprietor
ACS 29827, CP No.: 12281
SCRUTINIZER



UDIN- A029827D001006924
Peer Review Cert. No.: 2636/2022

Place: Kolkata
Date: 20th September, 2022

We the undersigned have witnessed that the votes in respect of e-voting of shareholders of M/s Marsons Limited were unblocked from CDSL's e-voting website [www. www.evotingindia.com](http://www.evotingindia.com) in our presence on 20th September, 2022.



Uttam Kumar Dubey
Lokhnath Apartment, Roy Nagar
Pinevaua, 1st Floor
Kolkata- 700070
West Bengal



Rabi Ranjan Shaw
4, Raj Ballave Sah, 2nd Bye Lane
Howrah- 711101

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