

ADD-SHOP E-RETAIL LIMITED
(FORMERLY KNOWN AS ADD-SHOP PROMOTIONS LIMITED)
CIN: L51109GJ2013PLC076482

Registered office: B-304, Imperial Heights, 150 Ft. Ring Road, Rajkot – 360 005, Gujarat (INDIA)
Tel. No.: 0281-2363023

Date: 02.10.2023

To,
Department of Corporate Service
BSE Limited
P. J. Tower, Dalal Street,
Fort, Mumbai-400001


Dear Sir/Madam,

Sub: Submission of voting Results of the 10th Annual General Meeting of the Company along with Scrutinizer's report.
BSE SCRIP CODE: 541865

Pursuant to Regulation 44(3) of the SEBI (LODR), Regulations, 2015, we hereby submit the Scrutinizer's Report and details regarding Voting Results of e-voting and E-voting conducted during the Annual General Meeting of the Company held on Saturday, 30th September, 2023 at 03:00 p.m. through Video Conferencing/ Other Audio Visual Means in accordance with the circular(s) issued by the Ministry of Corporate Affairs and/or the Securities and Exchange Board of India. The voting results along with Scrutinizer's report will be uploaded on the Company's website and on the website of CDSL.

Thanking you

Yours faithfully,
For, Add-Shop E-Retail Limited


Dineshbhai B. Pandya
Managing Director
DIN: 06647303



Place : Rajkot

H. T. LODHIYA & ASSOCIATES
PRACTISING COMPANY SECRETARY
ADDRESS: 604 THE CITY CENTER, RAIYA ROAD, OLD AMRAPALI CINEMA,
RAJKOT 360007 GUJARAT INDIA
MOBILE: 09377330973 EMAIL: hetusc@rediffmail.com

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman of the
10th Annual General Meeting of the Equity Shareholders
ADD-SHOP E-RETAIL LIMITED
B-304 Imperial Height 1150ft Ring Road Rajkot-360005.

Dear Sir,

1. HETAL TEJASH LODHIYA, proprietor of H T LODHIYA & ASSOCIATES, Practicing Company Secretaries, Rajkot, have been appointed as Scrutinizer of Add-Shop E-Retail Limited (CIN: L51109GJ2013PLC076482), ("the Company") for the purpose of scrutinizing the voting process i.e. remote e-voting and e-voting system during the Annual General Meeting as per the provisions of the Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and General Circular Nos. 14/2020, 17/2020,20/2020, 02/2021 and 02/2022 issued by the of Corporate Affairs on April 08, 2020, April 13,2020, May 05, 2020, January 13, 2021 and 5th May,2022 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 respectively, on the resolution(s) mentioned in Notice dated 05th September 2023 for 10th AGM of the Company held on Saturday, 30th September, 2023 at 03.00 P.M. through Video Conferencing (VC) Other Audio Visual Means (OAVM) facility on the below mentioned resolution(s) at the registered office of the company at B-304 Imperial Height 1150ft Ring Road Rajkot- 360005. I have not verified the same.

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 rules relating to voting through electronic means (i.e. by remote e-voting and e-voting at the AGM) on the resolutions contained in the Notice of the Annual General Meeting (AGM) of the Company. My responsibility as the scrutinizer is restricted to make a scrutinizer report of the votes cast in favour / against the resolutions stated in the notice.
2. The Company has entered into an agreement with CDSL, the authorized agency engaged by the company to provide e-voting facilities for voting through electronic means to all the members who are eligible to take part in the remote e-voting.



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3. The e-voting period remained open from 27 September, 2023 at 9.00 am to 29th September, 2023 at 5:00p.m.
4. The shareholders holding shares as on the "cutoff date i.e. 23rd September, 2023 were entitled to vote on the proposed resolution (Item No. 1 to 7 as set out in the Notice of the AGM of the Company).
5. Accordingly the electronic votes cast were taken into account and on 29 September, 2023(around 5:00 p.m.); the e-voting portal was blocked for voting by CDSL.
6. As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that Members who have cast their vote through remote E-voting do not vote again during the General meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of General meeting, to only such details relating to members who have cast their votes through remote e-voting, such as their names, DP ID Client ID/folios, number of shares held but not the manner in which they have voted.
7. Accordingly, CDSL, the remote e-voting agency provided us with the names, DP ID Client ID/folios and shareholding of members who have cast their votes through remote e-voting
8. On completion of e-voting during the AGM, the report on e-voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked by me in the presence of two witnesses 1. Ms. Dhara Gohel and 2.Ms. Purvi Parekh who are not in the employment of the Company and were counted.
9. I have scrutinized and reviewed the remote e-voting and e-voting facility provided to shareholders during the AGM and votes cast therein based on the data downloaded from the e-voting website of CDSL <https://web.cdslindia.com/myeasi/home/login>.
10. There were 35 shareholders (including chairman and Director who hold shares in company) who attended the meeting through Video Conferencing (VC)/Other Audio Visual Means (OAVM) facility at the Annual General Meeting
11. The register has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, Folio No. or Client ID of the shareholders. No. of shares held by them and nominal value of such shares. There were no shares with differential



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voting rights in the Company; hence there is no requirement of maintaining of the list of shares with differential voting rights.

12. Thereafter, I as a Scrutinizer duly compiled details of the Remote E-Voting carried out by the Members and the electronic voting done at the AGM, the details of which are as follows:

Consolidated report on result of e-voting and voting by poll is as under:



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ITEM NO. 1: AS AN ORDINARY RESOLUTION

To receive, consider and adopt the audited financial statement of the Company for the Financial Year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon.

i. Voted in favour of the resolution:

Mode of Voting	No. of Folios	No. of Shares	% of total No. of Valid Vote Casted
Through E-Voting At AGM	0	0	0%
Through remote E-voting	92	8091832	100%
Total	92	8091832	100%

ii. Voted against the resolution:

Mode of Voting	No. of Folios	No. of Shares	% of total No. of Valid Vote Casted
Through E-Voting At AGM	0	0	0%
Through remote E-voting	2	30	0%
Total	2	30	0%

iii Votes Invalid:

Mode of Voting	No. of Folios	No. of Shares
Through E-Voting At AGM	0	0
Through remote E-voting	0	0
Total	0	0



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ITEM NO. 2: AS AN ORDINARY RESOLUTION

To appoint a Director in place of Mrs. JAYSHREE DINESHBHAI PANDYA (DIN: 06647308), who retires by rotation, and being eligible, offers herself for re-appointment.

i. Voted in favour of the resolution:

Mode of Voting	No. of Folios	No. of Shares	% of total No. of Valid Vote Casted
Through E-Voting At AGM	0	0	0%
Through remote E-voting	89	8079492	99.85%
Total	89	8079492	99.85%

ii. Voted against the resolution:

Mode of Voting	No. of Folios	No. of Shares	% of total No. of Valid Vote Casted
Through E-Voting At AGM	0	0	0%
Through remote E-voting	5	12370	0.15%
Total	5	12370	0.15%

iii Votes Invalid:

Mode of Voting	No. of Folios	No. of Shares
Through E-Voting At AGM	0	0
Through remote E-voting	0	0
Total	0	0



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ITEM NO. 3: AS A SPECIAL RESOLUTION

Appointment of Statutory Auditor M/s. H T A And Associates (FRN: 120457W), Chartered Accountants, RAJKOT.

i. Voted in favour of the resolution:

Mode of Voting	No. of Folios	No. of Shares	% of total No. of Valid Vote Casted
Through E-Voting At AGM	0	0	0%
Through remote E-voting	91	8091750	100%
Total	91	8091750	100%

ii. Voted against the resolution:

Mode of Voting	No. of Folios	No. of Shares	% of total No. of Valid Vote Casted
Through E-Voting At AGM	0	0	0
Through remote E-voting	3	112	0%
Total	3	112	0%

iii Votes Invalid:

Mode of Voting	No. of Folios	No. of Shares
Through E-Voting At AGM	0	0
Through remote E-voting	0	0
Total	0	0



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ITEM NO. 4: AS A SPECIAL RESOLUTION

To approve related Party Transactions with M/s. Dada Organics Limited (Formerly known as Dada Organics Private Limited).

i. Voted in favour of the resolution:

Mode of Voting	No. of Folios	No. of Shares	% of total No. of Valid Vote Casted
Through E-Voting At AGM	0	0	0
Through remote E-voting	87	391314	99.97%
Total	87	391314	99.97%

ii. Voted against the resolution:

Mode of Voting	No. of Folios	No. of Shares	% of total No. of Valid Vote Casted
Through E-Voting At AGM	0	0	0
Through remote E-voting	3	130	0.03%
Total	3	130	0.03%

iii Votes Invalid:

Mode of Voting	No. of Folios	No. of Shares
Through E-Voting At AGM	0	0
Through remote E-voting	4	7700418
Total	4	7700418



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ITEM NO. 5: AS A SPECIAL RESOLUTION

To approve related Party Transactions with M/s. Dadaji Lifescience Private Limited.

i. Voted in favour of the resolution:

Mode of Voting	No. of Folios	No. of Shares	% of total No. of Valid Vote Casted
Through E-Voting At AGM	0	0	0
Through remote E-voting	87	391314	99.97%
Total	87	391314	100%

ii. Voted against the resolution:

Mode of Voting	No. of Folios	No. of Shares	% of total No. of Valid Vote Casted
Through E-Voting At AGM	0	0	0
Through remote E-voting	3	130	0.03%
Total	3	130	0.03%

iii Votes Invalid:

Mode of Voting	No. of Folios	No. of Shares
Through E-Voting At AGM	0	0
Through remote E-voting	4	7700418
Total	4	7700418



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ITEM NO. 6: AS A SPECIAL RESOLUTION

Borrowing of monies in excess of the prescribed limit in terms of the provisions of Section 180(1) (c) of the Companies Act, 2013.

i. Voted in favour of the resolution:

Mode of Voting	No. of Folios	No. of Shares	% of total No. of Valid Vote Casted
Through E-Voting At AGM	0	0	0
Through remote E-voting	88	8091157	99.99%
Total	88	8091157	99.99%

ii. Voted against the resolution:

Mode of Voting	No. of Folios	No. of Shares	% of total No. of Valid Vote Casted
Through E-Voting At AGM	0	0	0
Through remote E-voting	6	705	0.01%
Total	6	705	0.01%

iii Votes Invalid:

Mode of Voting	No. of Folios	No. of Shares
Through E-Voting At AGM	0	0
Through remote E-voting	0	0
Total	0	0



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TEM NO. 7: AS A SPECIAL RESOLUTION

To increase the Authorised Share Capital of the Company.

i. Voted in favour of the resolution:

Mode of Voting	No. of Folios	No. of Shares	% of total No. of Valid Vote Casted
Through E-Voting At AGM	0	0	0
Through remote E-voting	92	8091752	100%
Total	92	8091752	100%

ii. Voted against the resolution:

Mode of Voting	No. of Folios	No. of Shares	% of total No. of Valid Vote Casted
Through E-Voting At AGM	0	0	0%
Through remote E-voting	2	110	0%
Total	2	110	0%

iii Votes Invalid:

Mode of Voting	No. of Folios	No. of Shares
Through E-Voting At AGM	0	0
Through remote E-voting	0	0
Total	0	0



**H. T. LODHIYA & ASSOCIATES
PRACTISING COMPANY SECRETARY**

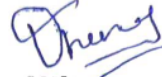
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13. Based on the above voting all resolutions carried on with requisite majority accordingly I request the Chairman of 10th Annual General Meeting to announce the results of the voting.

14. Register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves and signs the Minutes.

**For, H. T. LODHIYA & ASSOCIATES
Company Secretary**



**Witness 1
Dhara Gohel**



**Witness 2
Purvi Parekh**



**(C.S. Hetal Lodhiya)
Proprietor**

M.No.F11885 CP.No. 24296

P.R. Certificate: No. S2022GJ880300

UDIN: F011885E001152244

Date: 02nd October 2023

Place: Rajkot



Countersigned By

For, Add-Shop E-Retail Limited



**Dineshbhai Bhanushankar Pandya
Managing Director / Chairman of the AGM
DIN: 06647303**



Date : 02nd October 2023

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Based on the voting, I report that all the resolutions set out in the notice Item No. 1 to Item No. 7 has been passed with requisite majority as follows:

Sr No.	Summary of Resolutions Passed	Ordinary / Special	Mode of Voting	Remarks
1	To receive, Consider and adopt the Audited Financial Statements for the year ended March 31, 2023 and reports of the Directors and the auditors thereon.	Ordinary	E-Voting	Resolution Passed
2	To appoint a Director in place of Mrs. JAYSHREE DINESHBHAI PANDYA (DIN: 06647308), who retires by rotation, and being eligible, offers herself for re-appointment.	Ordinary	E-Voting	Resolution Passed
3	Appointment of Statutory Auditor M/S H T A And Associates (FRN: 120457W), Chartered Accountants, RAJKOT	Special	E-Voting	Resolution Passed
4	To approve related Party Transactions with M/s. Dada Organics Limited (Formerly known as Dada Organics Private Limited).	Special	E-Voting	Resolution Passed
5	To approve related Party Transactions with M/s. Dadaji Lifescience Private Limited.	Special	E-Voting	Resolution Passed
6	Borrowing of monies in excess of the prescribed limit in terms of the provisions of Section 180(1) (c) of the Companies Act, 2013	Special	E-Voting	Resolution Passed
7	To increase the Authorised Share Capital of the Company	Special	E-Voting	Resolution Passed

For, **H. T. LODHIYA & ASSOCIATES**
Company Secretary


(C.S. Hetal Lodhiya)
Proprietor

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