

# ASHNISHA INDUSTRIES LIMITED

March 1<sup>st</sup>, 2024

To,  
**Department of Corporate Services**  
**BSE Limited**  
Ground Floor, P. J. Tower,  
Dalal Street,  
Fort, Mumbai- 400 001

**Security ID: ASHNI**  
**Security Code: 541702**

Dear Sir/Madam,

**Sub: Scrutinizer Report.**

Please find enclosed herewith Scrutinizer Report on voting results of the businesses transacted at the Extra Ordinary General Meeting of the company held on Friday March 1<sup>st</sup>, 2024 from 3:30 p.m. to 03:39 p.m. through Video Conference (VC)/ Other Audio Visual Means (OAVM).

Please take the same on your records.

Thanking You,

**Yours faithfully,**  
**For, Ashnisha Industries Limited**

**Shalin A. Shah**  
**Director**  
**DIN: 00297447**



Encl: As above



## **Scrutinizer's Report**

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

To,  
**The Chairman,**  
**Ashnisha Industries Limited**  
7<sup>th</sup> Floor, Ashoka Chambers,  
Mithakhali Six Roads,  
Ahmedabad – 380 006

Dear Sir,

**Sub: Scrutinizer's Report on e-voting conducted at the Extra Ordinary General Meeting held on 1<sup>st</sup> Day of March, 2024 in pursuant to the provisions of Section 108 of Companies Act, 2013 ("the Act") read with Rules 20 of the Companies (Management and Administration) Rules, 2014 as amended by of the Companies Management and Administration) Amendment Rules 2015 to the extent applicable.**

I, Chintan K. Patel, Practicing Company Secretary appointed as Scrutinizer by the Board of Directors, have been appointed as the Scrutinizer by the Board of the Directors of Ashnisha Industries Limited ("the Company") for the ("the company") pursuant to the provisions of section 108 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs for conducting e-voting vide General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 08, 2021, General Circular No. 03/2022 dated May 05, 2022, General Circular No. 11/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars"), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard-2 ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws and regulations, if any, by way of the business set out hereunder through remote e-voting to conduct and to scrutinize voting through electronic voting in respect of the below mentioned resolutions to be passed, through E-voting by the Equity Shareholders at the Extra Ordinary General Meeting of the Equity Shareholders of Ashnisha Industries Limited, held on 1<sup>st</sup> Day of March, 2024 at 3:30 p.m. held at the Registered





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Office at 7<sup>th</sup> Floor, Ashoka Chambers, Mithakhali Six Roads, Ahmedabad 380006 through Video Conferencing (VC)/other Audio-Visual Means (OAVM) referred to in the Notice dated 22<sup>nd</sup> January, 2024 namely:

- 1. Increase in Authorised Capital of the Company and consequential amendment in Memorandum of Association of the company.**
- 2. Appointment of Managing Director of the Company.**
- 3. Regularization of Appointment Mr. Kiritbhai Ishwarbhai Patel (DIN: 03618884) as the Non-executive Independent Director of the Company.**
- 4. Regularization of Appointment Mr. Swapnil Sharad Shimpi (DIN: 10469352) as the Non-executive Independent Director of the Company.**

The Company's Management is responsible to ensure the compliance with the requirements of the Act read with the Rules, MCA and SEBI Circular/s relating to voting by electronic means, (Remote E-Voting), on all the Resolutions contained in the Notice dated 22<sup>nd</sup> January, 2024.

Our responsibility as a Scrutiniser for the Voting by electronic Means, (Remote E-Voting), process is restricted to make a Scrutiniser's Report of the Votes cast "in favour" or "against" and "invalid, abstain or by interested parties" all

The Resolutions, based on the Report/s generated from the E-voting system or platform provided by Central Depository Services Limited ("CDSL"), the authorised agency to provide the Remote E-Voting engaged by the company.

We submit our report as under:

- 1. The Company had on 5<sup>th</sup> February, 2024 completed the dispatch of the notice as per Section 108 of the Companies Act, 2013 to the Members of the Company whose names appeared on the Register of Member/List of Beneficiaries as on 2<sup>nd</sup> February, 2024, being the cut-off date.**
- 2. Considering the relaxations granted by the Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI"), the Notices were sent only by email to all its members who have registered their email addresses with the Company / Company's Registrar and Share Transfer Agent (RTA) or Depository / Depository Participants and the communication of assent/dissent of the members took place through e-voting system provided by CDSL, the agency engaged by the company to provide the Members with the facility of E-Voting.**





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3. The Company had appointed Central Depository Services Limited (hereinafter referred to as "CDSL/Service Provider) as the service provider for the purpose of extending the facility of e-voting to the Shareholders of the Company. Purva Sharegistry (India) Private Limited is the Registrar and Share Transfer Agent (hereinafter referred to as "RTA") of the Company.
4. The Company published an advertisement in "Free Press Gujarat" (English newspaper) and "Lok Mitra"(Gujarati newspaper) on 6<sup>th</sup> February, 2024 informing about the dispatch of Notice through email for seeking consent of members of the Company by way of Special & Ordinary Resolution for the Special Business mentioned in the Notice.
5. The remote E-Voting period commenced on, Tuesday, 27<sup>th</sup> February, 2024 at 9:00 A.M. and ends on Thursday, 29<sup>th</sup> February, 2024 at 5:00 P.M. The Remote E-Voting was disabled thereafter.
6. Subsequently, the votes cast through electronic means were unblocked on 1<sup>st</sup> March, 2024 by using the Scrutinizer's login on e-voting platform of CDSL in the presence of two witnesses who are not in the employment of the Company as prescribed in Sub-rule 4(xii) of the said Rule 20, as amended.
7. The votes were then reconciled with the records maintained by the Company and Company's RTA and were then scrutinized.

I submit my Report as under on the result of the voting through electronic means in respect of the said resolutions:-

- a) **Resolution No. 1 – Increase in Authorised Capital of the Company and consequential amendment in Memorandum of Association of the company.**

### Ordinary Resolution

	(i) Voted in Favor of resolution:		
	Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	100	10171671	99.99
E-voting at EGM	0	0	0.00
<b>Total</b>	<b>100</b>	<b>10171671</b>	<b>99.99</b>





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	(ii) Voted <b>against</b> of resolution:		
	Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	900	0.01
E-voting at EGM	1	5	0
<b>Total</b>	<b>2</b>	<b>905</b>	<b>0.01</b>

(i) <b>Invalid Votes:</b>	
Number of members present and Voting (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
Nil	Nil

### b) Resolution No. 2 – Appointment of Managing Director of the Company.

#### Special Resolution

	(i) Voted <b>in Favor</b> of resolution:		
	Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	100	10171671	99.99
E-voting at EGM	0	0	0.00
<b>Total</b>	<b>100</b>	<b>10171671</b>	<b>99.99</b>

	(ii) Voted <b>against</b> of resolution:		
	Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	900	0.01
E-voting at EGM	1	5	0





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<b>Total</b>	<b>2</b>	<b>905</b>	<b>0.01</b>
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<b>(ii) Invalid Votes:</b>	
Number of members present and Voting (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
Nil	Nil

- c) **Resolution No. 3 – Regularization of Appointment Mr. Kiritbhai Ishwarbhai Patel (DIN: 03618884) as the Non-executive Independent Director of the Company.**

### Special Resolution

<b>(i) Voted in Favor of resolution:</b>			
	Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	98	10170056	99.98
E-voting at EGM	0	0	0.00
<b>Total</b>	<b>98</b>	<b>10170056</b>	<b>99.98</b>

<b>(ii) Voted against of resolution:</b>			
	Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	3	2515	0.02
E-voting at EGM	1	5	0
<b>Total</b>	<b>4</b>	<b>2520</b>	<b>0.02</b>

<b>(iii) Invalid Votes:</b>	
Number of members present and Voting (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
Nil	Nil





- d) **Resolution No. 4 – Regularization of Appointment Mr. Swapnil Sharad Shimpi (DIN: 10469352) as the Non-executive Independent Director of the Company.**

**Special Resolution**

(i) Voted <b>in Favor</b> of resolution:			
	Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	98	10169821	99.97
E-voting at EGM	0	0	0.00
<b>Total</b>	<b>98</b>	<b>10169821</b>	<b>99.97</b>

(ii) Voted <b>against</b> of resolution:			
	Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	3	2750	0.03
E-voting at EGM	1	5	0
<b>Total</b>	<b>4</b>	<b>2755</b>	<b>0.03</b>

(iv) <b>Invalid Votes:</b>	
Number of members present and Voting (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
Nil	Nil

Based on the aforesaid result, the Ordinary & Special Resolutions has been passed under remote e-voting with requisite majority and hence deemed to be passed.

All other relevant records relating to remote e -voting and electronic voting at the EGM is under my safe custody and will be handed over to the Company Secretary/chairman of the company for safe keeping.





# Chintan K. Patel Company Secretaries

Place : Ahmedabad  
Date : March 1, 2024



Chintan K. Patel  
Practicing Company Secretary  
Mem. No. A31987  
COP No. 11959  
PR no. 2175/2022  
UDIN: A031987E003523684

Countersigned by

Mr. Shalin Shah  
Authorised Director, DIN: 00297447  
Ashnisha Industries Limited