



Ref. No.ML/BSE/054/22-23

Date: 24.03.2023

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 1st Extra Ordinary General Meeting of the company was held on Friday, 24th day of March, 2024 at 12:45 p.m. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") and the special resolution as proposed was passed with requisite majority through remote e-voting in term of the Scrutinizers' Report as attached herewith.

Thanking You,

Yours faithfully,
For Marsons Ltd
MARSONS LIMITED
man

Binay Kumar Agarwal
Director **DIRECTOR**
(DIN: 00566931)

Encl: as above

Marsons Limited

📍 Marsons House, Budge Budge Trunk Road, Chakmir, Maheshtala, Kolkata - 700142, CIN: L31102WB1976PLC030676

✉ info@marsonsonline.com

🌐 www.marsonsonline.com

☎ 033-2212 7189

📞 033-2212 7189

SULTANA @MARSONSONLINE.COM

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of The Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,

The Chairman
Marsons Limited

Sub : Passing of resolution through remote e-voting pursuant to the provisions of Section 110 and 108 of the Companies Act, 2013 read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, at the Extra-Ordinary General Meeting of the Members of Marsons Limited held on Friday, March 24, 2023 at 12.45 P.M. (IST) by means of Video conferencing (VC)/ Other Audio Visual Means (OVAM).

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 to act as the Scrutinizer to scrutinize the remote e-voting and voting through electronic system during the Extra-Ordinary General Meeting (EGM) and ascertaining the requisite majority on remote e-voting and voting through electronic voting system during the Extra-Ordinary General Meeting (EGM) carried out as per the provisions of Section 108 of the Companies Act, 2013 ("The Act") read with Rule 20 of the Companies (Management and Administration) Rule 2014 read with amendments made thereto and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 ("SEBI Listing Regulations") and applicable Circulars on the business contained in the Notice of the EGM of the Company held on Friday, March 24, 2023 at 12.45 P.M. (IST) through Video conferencing (VC)/ Other Audio Visual Means (OVAM).

Responsibility of the Management

The Management of the Company is responsible for ensuring compliances with the requirements of the Act and the Rules and Notifications and SEBI Listing Regulations relating to voting through electronics means on the business set out in Notice of the EGM.

Responsibility as a Scrutinizer

My responsibility as a Scrutinizer for the remote e-voting and electronic voting through VC/ Other Audio Visual Means (OVAM) during the EGM is restricted in making a Scrutinizer's Report of the votes cast as "Assent" or "Dissent" / "For" or "Against" for the Special Resolution stated in the Notice of the EGM, based on the report generated from the electronic voting system provided by the Central Depository Services (India) Limited "CDSL", the authorized agency engaged by the Company, to provide voting through electronic means i.e., by e-voting.

The Notice along with Explanatory Statement under Section 102 of the Act was sent to the shareholders of the Company through electronic mode to those members whose email addresses were registered with the Company/Depositories as on the cut-off date i.e., 17th March, 2023.

The shareholders of the Company holding shares as on the "cut-off" date i.e., 17th March, 2023 were entitled to vote on the Resolution as contained in the notice and as mentioned below:



4A, Council House Street, MMS Chamber, 1st Floor, Room No.D1, Kolkata - 700 001.

Approval for Sale of Assets of the Company

The Company has availed of the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting e-voting by shareholders of the Company.

I, submit my report as under:

- i. The Company completed the dispatch of Notice (for the process of remote e-voting) on 1st March 2023 only through electronic mode to member(s) whose e-mail ID(s) was registered with the Company and whose name(s) appeared on the register of members/List of Beneficial Owners as on the cut-off date i.e. 17th March, 2023. For this purpose, we have relied upon the email exchanged by CDSL with the Company for confirming that the email - communication has been sent to all the members as mentioned above.
- ii. An advertisement regarding notice of E-Voting dated 1st March 2023 was published in Business Standard on 2nd March 2023 and Arthik Lipi (Kolkata Edition) on 2nd March 2023.
- iii. The shareholders have cast their votes through e-voting facility on the designated website URL: <https://www.evotingindia.com>
- iv. The remote e-voting commenced on Tuesday, 21st March, 2023 (9:00 A.M. IST) and ended on Thursday, 23rd March, 2023 (5:00 P.M. IST).
- v. The Chairman at the EGM held on Friday, 24th March, 2023 through VC/ OAVM announced that members, who had not exercised their votes through remote e-voting may, exercise their votes through electronic voting system being provided during the meeting.
- vi. After the closure of the remote e-voting, the voting platform was kept open during the EGM, the report on remote e-voting was diligently scrutinized.
- vii. The results of remote e-voting were unblocked by me by accessing the data downloaded by me from the website www.evotingindia.com of CDSL. The votes were unblocked by me at 01.30 p.m. on 24th March, 2023.
- viii. My consolidated report on results of voting through remote e-voting and voting through electronics means during the EGM is as under:

SPECIAL BUSINESS:

Item No. 1 – (Special Resolution)

Approval for Sale of Assets of the Company:

| | Remote e-voting | | Electronic voting (e-voting at the EGM) | | Consolidated voting results | | |
|-----------------------------------|-----------------------------|---------------------------------------|---|---------------------------------------|-----------------------------------|---|---|
| | Number of Members who voted | Number of shares for which votes cast | Number of Members who voted (in person or by proxy) | Number of shares for which votes cast | Total number of Members who voted | Total number of shares for which votes cast | Percentage of votes to total number of valid votes cast |
| Voted in favour of the Resolution | 23 | 93835704 | 8 | 95410 | 31 | 93931114 | 99.84239 |
| Voted against the Resolution | 10 | 1270 | 2 | 147005 | 12 | 148275 | 0.15761 |
| Invalid votes | | | | | | | |



I, observed that

- a. 33 members had cast their votes through remote e-voting.
- b. 10 members had cast their votes during the EGM.

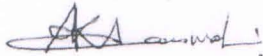
All the relevant electronics records of remote e-voting and e-voting during the EGM is under my safe custody until the Chairman of the Company considers, approves and sign the Minutes of the EGM and the same shall be handed over thereafter to the Company Secretary of the Company for safe keeping.

Based on the aforesaid result, I report that the Special Resolution as contained in the Notice dated 01st March, 2023 has been passed with the requisite majority. You may accordingly declare the result of remote e-voting and e-voting during the EGM.

Thanking you.

Yours faithfully,

For JAISWAL A & CO.
Company Secretaries



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



UDIN- A029827D003318013
Peer Review Cert. No.: 2636/2022

Place: Kolkata
Date: 24th March, 2023