

**Report of Scrutinizer**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 21(2) of the  
Companies (Management and Administration) Rules, 2014]

To,  
The Chairman  
Impex Ferro Tech Ltd.  
35, Chittaranjan Avenue,  
Kolkata-700012

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on Remote E-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and E-voting at the 28<sup>th</sup> Annual General Meeting (AGM) of Impex Ferro Tech Ltd. held through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').**

I, Kailash Chandra Dhanuka, Practicing Company Secretary (FCS-2204/ CP-1247) and proprietor of M/s. K. C. Dhanuka & Co., Company Secretaries, Kolkata had been appointed, as the Scrutinizer by the Board of Directors of **Impex Ferro Tech Ltd.** ("Company"), for the purpose of scrutinizing the Remote E-voting process (Remote E-voting) and Voting through Electronic Voting System (E-voting) during the Annual General Meeting (AGM), pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015, in respect of the below mentioned resolutions passed at the 28<sup>th</sup> Annual General Meeting ("AGM") of the Company, held on Thursday, 28<sup>th</sup> September, 2023, at 3.00 P.M. through VC/ OAVM at SKP House, 132A, S.P. Mukherjee Road, Kolkata-700026.

The notice dated 14<sup>th</sup> August, 2023, as confirmed by the Company was sent to the shareholders whose email addresses are registered with the Company/ Depositories in accordance with the guidelines prescribed by Ministry of Corporate Affairs (MCA) vide its General Circular Nos. 10/2022 dated 28th December 2022 read with Circular Nos. 20/2020 dated 5th May 2020; 02/2021 dated 13th January, 2021; 19/2021 dated 8th December, 2021; 21/2021 dated 14th December, 2021 and 2/2022 dated 5<sup>th</sup> May 2022 (collectively referred to as "MCA circulars") and SEBI Circulars dated 12th May, 2020; 15th January, 2021, 13<sup>th</sup> May, 2022 and 5<sup>th</sup> January 2023 in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode.

The Company had also provided e-voting facility to the shareholders present at the AGM through VC/ OAVM and who had not cast their vote earlier.

The Company had engaged Central Depository Services Limited ("CDSL") as the authorized agency to provide secured system for conducting remote e-voting by the Shareholders of the Company and e-voting at the said AGM.



The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to Remote E-voting process (Remote E-voting) and Voting through Electronic Voting System (E-voting) during the AGM, on the resolutions proposed in the Notice of the 28<sup>th</sup> Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the Remote E-voting process (Remote E-voting) and Voting through Electronic Voting System (E-voting) during the AGM, are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by the Central Depository Services Limited (CDSL).

Further to the above, I submit my report as under:-

- i) The remote e-voting period remained open from Monday, 25<sup>th</sup> September, 2023 (at 9.00 am) to Wednesday, 27<sup>th</sup> September, 2023 (at 5.00 pm).
- ii) The Members of the Company as on the "cut-off" date (record date for the purpose of remote e-voting, i.e. Thursday, 21<sup>st</sup> September, 2023) were entitled to vote on the resolutions (item no. 1 to 7 as set out in the Notice dated 14<sup>th</sup> August, 2023 of 28<sup>th</sup> AGM of the Company).
- iii) The names of the shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
- iv) After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of CDSL (<https://www.evotingindia.com>). Thereafter, the details containing inter alia, list of Equity Shareholders, who voted "for/ against" each of the resolutions that were put to vote, were generated from the e-voting website of CDSL.
- v) Based on the reports generated from the CDSL e-voting website, the consolidated report on the voting on each resolution, pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015, is as under:

#### A. ORDINARY BUSINESS

##### 1. As an Ordinary Resolution

To receive, consider and adopt the Audited Balance Sheet , Statement of Profit and Loss of the Company, for the financial year ended 31<sup>st</sup> March, 2023 and the report of the Auditors' and Directors' thereon.

- i. Voted in favour of the resolution:

<b><i>Mode of Voting</i></b>	<b><i>No. of Folios casting Votes</i></b>	<b><i>Total No. of Votes cast (Shares)</i></b>	<b><i>% of Total No. of valid Votes cast</i></b>
Remote E-voting	93	60874343	100.00%
E-voting at the AGM	0	0	0.00%
<b>Total</b>	<b>93</b>	<b>60874343</b>	<b>100.00%*</b>



# K. C. DHANUKA & CO.

COMPANY SECRETARIES

CENTRE POINT, ROOM No. 419,  
21, HEMANTA BASU SARANI,  
4th FLOOR, KOLKATA - 700 001  
Cell : 09830053619  
E-mail : dhanuka419@yahoo.co.in

ii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	10	2095	0.00%
E-voting at the AGM	0	0	0.00%
<b>Total</b>	<b>10</b>	<b>2095</b>	<b>0.00%</b>

iii. Invalid votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
Remote E-voting	1	300
E-voting at the AGM	0	0
<b>Total</b>	<b>1</b>	<b>300</b>

\* - Rounded Off

2. As an Ordinary Resolution

To appoint a Director in place of Mr. Subham Bhagat (DIN: 09070773), who retires by rotation and being eligible, offers himself for re-appointment.

i. Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	90	60870740	99.99%
E-voting at the AGM	0	0	0.00%
<b>Total</b>	<b>90</b>	<b>60870740</b>	<b>99.99%</b>

ii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	13	5698	0.01%
E-voting at the AGM	0	0	0.00%
<b>Total</b>	<b>13</b>	<b>5698</b>	<b>0.01%</b>

iii. Invalid votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
Remote E-voting	1	300
E-voting at the AGM	0	0
<b>Total</b>	<b>1</b>	<b>300</b>



**3. As an Ordinary Resolution**

To re-appoint Statutory Auditors and to fix their remuneration.

## i. Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	89	60873333	99.99%
E-voting at the AGM	0	0	0.00%
<b>Total</b>	<b>89</b>	<b>60873333</b>	<b>99.99%</b>

## ii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	14	3105	0.01%
E-voting at the AGM	0	0	0.00%
<b>Total</b>	<b>14</b>	<b>3105</b>	<b>0.01%</b>

## iii. Invalid votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
Remote E-voting	1	300
E-voting at the AGM	0	0
<b>Total</b>	<b>1</b>	<b>300</b>

**B. SPECIAL BUSINESS****4. As an Ordinary Resolution**

Approval of Related Party Transaction with Ankit Metal &amp; Power Limited.

## i. Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	81	300350	99.31%
E-voting at the AGM	0	0	0.00%
<b>Total</b>	<b>81</b>	<b>300350</b>	<b>99.31%</b>

## ii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	11	2102	0.69%
E-voting at the AGM	0	0	0.00%
<b>Total</b>	<b>11</b>	<b>2102</b>	<b>0.69%</b>



## iii. Invalid votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
Remote E-voting	8	59913346
E-voting at the AGM	0	0
<b>Total</b>	<b>8</b>	<b>59913346</b>

## 5. As a Special Resolution

Appointment of Mr. Ritesh Chandak (DIN: 10238203) as an Additional Director of the Company, who holds office up to the date of this Annual General Meeting, be and is hereby appointed as Director of the Company, liable to retire by rotation

Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	90	60873334	100.00%
E-voting at the AGM	0	0	0.00%
<b>Total</b>	<b>90</b>	<b>60873334</b>	<b>100.00%*</b>

## i. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	12	2104	0.00%
E-voting at the AGM	0	0	0.00%
<b>Total</b>	<b>12</b>	<b>2104</b>	<b>0.00%*</b>

## ii. Invalid votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
Remote E-voting	1	300
E-voting at the AGM	0	0
<b>Total</b>	<b>1</b>	<b>300</b>

\* - Rounded Off

## 6. As a Special Resolution

Re-appointment of Mr. Shubham Bhagat (DIN: 09070773) as Chairman cum Managing Director of the Company for the further period of three (3) years w.e.f. 10<sup>th</sup> March, 2024, who shall be subject to liable to be retire by rotation

Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	88	60869733	99.99%
E-voting at the AGM	0	0	0.00%
<b>Total</b>	<b>88</b>	<b>60869733</b>	<b>99.99%</b>

## iii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	14	5705	0.01%
E-voting at the AGM	0	0	0.00%
<b>Total</b>	<b>14</b>	<b>5705</b>	<b>0.01%</b>



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Cell : 09830053619  
E-mail : dhanuka419@yahoo.co.in

iv. **Invalid votes:**

<b>Mode of Voting</b>	<b>No. of Folios casting Votes</b>	<b>Total No. of Votes cast (Shares)</b>
Remote E-voting	1	300
E-voting at the AGM	0	0
<b>Total</b>	<b>1</b>	<b>300</b>

7. **As an Ordinary Resolution**

Ratification of remuneration payable to M/s. A. J. S & Associates (Registration No. 000106), Cost Accountants, as the Cost Auditor of the Company for the financial year 2023-24.

i. **Voted in favour** of the resolution:

<b>Mode of Voting</b>	<b>No. of Folios casting Votes</b>	<b>Total No. of Votes cast (Shares)</b>	<b>% of Total No. of valid Votes cast</b>
Remote E-voting	90	60873340	100.00%
E-voting at the AGM	0	0	0.00%
<b>Total</b>	<b>90</b>	<b>60873340</b>	<b>100.00%*</b>

ii. **Voted against** the resolution:

<b>Mode of Voting</b>	<b>No. of Folios casting Votes</b>	<b>Total No. of Votes cast (Shares)</b>	<b>% of Total No. of valid Votes cast</b>
Remote E-voting	12	2098	0.00%
E-voting at the AGM	0	0	0.00%
<b>Total</b>	<b>12</b>	<b>2098</b>	<b>0.00%*</b>

iii. **Invalid votes:**

<b>Mode of Voting</b>	<b>No. of Folios casting Votes</b>	<b>Total No. of Votes cast (Shares)</b>
Remote E-voting	1	300
E-voting at the AGM	0	0
<b>Total</b>	<b>1</b>	<b>300</b>

\* - Rounded Off

The Registers, all other papers and relevant records relating to e-voting and ballot papers shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company.

Thanking you,

Place : Kolkata

Date : 28<sup>th</sup> September, 2023

Yours faithfully,

K. C. DHANUKA & CO.  
Company Secretaries

*K. C. Dhanuka*



K. C. DHANUKA *28/09/2023*  
Proprietor  
FCS-2204, CP-1247  
Peer Review Certificate No. 2776/2022  
UDIN: F002204E001114183