

HIMANK DESAI & CO.

CHARTERED ACCOUNTANTS

2, Gokul Kunj, Opp. Bank of India, Dandpada, Khar (West), Mumbai : 400052.
Tel: (022) 26044382 / 26493998 / 26464977 • Email : himankdesai54@gmail.com

Consolidated Report of Scrutinizer for Remote E-voting & E-voting during EGM

[Pursuant to Section 108/109 of the Companies Act, 2013 read with the Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairperson,
W. H. BRADY COMPANY LIMITED
Brady House, 4th Floor,
12/14 Veer Nariman Road,
Fort, Mumbai- 400001.

Subject: Extra-Ordinary General Meeting of the Members of W. H. Brady & Company Limited held on Thursday, November 25, 2021 at 12:15 P.M. IST through Video Conferencing (VC) or Other Audio-Visual Means (OAVM).

Dear Sir,

I, Himank Krishnakumar Desai, Proprietor of M/s. Himank Desai & Co., Chartered Accountants, have been duly appointed by the Board of Directors of **W. H. Brady & Company Limited** for the purpose of scrutinizing the remote e-voting process and e-voting during the Extra - Ordinary General Meeting ("EGM") under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and General Circular No. 10/2021 dated June 23, 2021 and also SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, in a fair and transparent manner in respect of the Resolutions passed at the EGM of W. H. Brady & Company Limited at their Meeting held on Thursday, November 25, 2021 at 12:15 p.m. IST by two-way Video Conferencing (VC) or Other Audio-Visual Means (OAVM).

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to remote e-voting and e-voting system during the EGM. Our responsibility as a Scrutinizer is restricted to make a Scrutinizer's Report of the Votes Cast in "FAVOUR" or "AGAINST" the resolutions as stated below on the report generated from the remote e-voting and e-voting system at the EGM provided by Central Depository Services (India) Limited (CDSL), the authorised agency engaged by the Company to provide remote e-voting and e-voting system at the EGM.

We hereby submit our report as follows:

1. The resolutions were transacted through the process of remote e-voting and through e-voting system at the EGM. For the purpose of remote e-voting and e-voting system at the EGM, the Company has engaged CDSL for its services;

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2. Members attended the Meeting through VC/OAVM facility provided in accordance with the MCA General Circular No. 10/2021 dated June 23, 2021 and other circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time and were counted for the purpose of reckoning quorum under Section 103 of the Companies Act, 2013;
3. The cut-off date for the purpose of identifying Members who were entitled to vote on the resolutions placed for approval, was November 18, 2021;
4. The period for remote e-voting commenced on November 22, 2021 at 9.00 a.m. (IST) and ended on November 24, 2021 at 5.00 p.m. (IST). The remote e-voting module was disabled by CSDL for voting thereafter;
5. For the Members who did not cast their vote through remote e-voting facility, the Company has provided the facility of e-voting system during the EGM;
6. Further, the votes cast through remote e-voting and e-voting system during the EGM were unblocked by us on November 25, 2021 at 12.45 p.m. in the presence of two witnesses Mr. Aman Siddhiqui and Mr. Zunaid Kasmani, neither of whom was in the employment of the Company and e-voting summary statement was downloaded from the e-voting website;
7. The votes were also scrutinized for the purpose of eliminating duplicate voting on the votes, if any;
8. Our report on the results of e-voting is based on the data downloaded from the website of CDSL;
9. The data relating to e-voting process were reconciled with the records maintained by the Company/Registrar & Transfer Agents of the Company.

We hereby submit our Consolidated Scrutinizer's Report on the results of remote e-voting and e-voting system at the EGM.



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Item No. 1: Appointment of Mr. Vaibhav P. Morarka (DIN: 01630306) as a Director of the Company - AS AN ORDINARY RESOLUTION

A.

Nos. of Members who voted	Votes in Favour		Nos. of Members who voted	Votes against		Invalid Votes Nos. of votes cast
	Nos. of votes cast	% of total nos. of votes cast		Nos. of votes cast	% of total nos. of votes cast	
34	2071268	98.7496	1	26227	1.2504	-

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)] *100	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6) = [(4)/(2)] *100	% of votes against on votes polled (7) = [(5)/(2)] *100
Promoter	E-voting	1880869	1880869	100.0000	1880869	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public Institutions	E-voting	3763	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public Non-Institutions	E-voting	665368	216626	32.5573	190399	26227	87.8930	12.1070
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
TOTAL		2550000	2097495	82.2547	2071268	26227	98.7496	1.2504



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Item No. 2: Re-appointment of Mr. Pavan G. Morarka (DIN: 00174796) as a Chairman and Managing Director - AS A SPECIAL RESOLUTION

A.

Votes in Favour			Votes against			Invalid Votes
Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
34	2071268	98.7496	1	26227	1.2504	-

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)] *100	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6) = [(4)/(2)] *100	% of votes against on votes polled (7) = [(5)/(2)] *100
Promoter	E-voting	1880869	1880869	100.0000	1880869	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public Institutions	E-voting	3763	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public Non-Institutions	E-voting	665368	216626	32.5573	190399	26227	87.8930	12.1070
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
TOTAL		2550000	2097495	82.2547	2071268	26227	98.7496	1.2504



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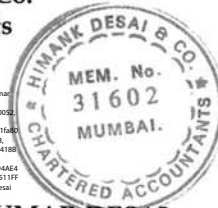
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All the resolutions voted through remote e-voting and e-voting at the EGM were passed with **REQUISITE MAJORITY**. The e-voting reports containing a list of Members who voted "FOR" and "AGAINST" each resolution and all other relevant records will be handed over to the Company Secretary of the Board for safe keeping.

For Himank Desai & Co.
Chartered Accountants
FRN : 103670W

Himank
Krishnakumar
Desai

Digitally signed by Himank Krishnakumar
Desai
DN: c=IN, o=Personal, postalCode=400052,
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8B24562, cn=Himank Krishnakumar Desai
Date: 2021.11.25 18:25:22 +05'30'



HIMANK KRISHNAKUMAR DESAI
PROPRIETOR
MRN.031602

PLACE: MUMBAI
DATE : 25.11.2021
UDIN : 21031602AAAALX4596

Countersigned by:
For W. H. BRADY & COMPANY LIMITED

PAVAN G. MORARKA
CHAIRMAN & MANAGING DIRECTOR
(DIN: 00174796)