

MAYANK ARORA & Co.

COMPANY SECRETARIES

FORM NO. MGT-13

SCRUTINIZER'S CONSOLIDATED REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of Extra-Ordinary General Meeting of **SHALIMAR PRODUCTIONS LIMITED** held on Wednesday, 25th December, 2024 at 10:00 A.M at "Vyanjan Banquet Hall" 46, First Floor, Oshiwara Link Plaza, Next to Oshiwara Police Station, Near Maheshwari Bhawan, Above "Vyanjan" Sweets, Link Road, Extn, Andheri (West), Mumbai-400102

Dear Sir,

1. I, Mayank Arora, Partner of M/s. Mayank Arora & Co., Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of Shalimar Productions Limited ("**the Company**") for the purpose of Scrutinizing the process of voting through electronic means ("**e-voting**") and physical ballot process in a fair and transparent manner on the resolutions contained in the notice dated 2nd December, 2024 ("**Notice**") at the Extra-Ordinary General Meeting held on Wednesday, 25th December, 2024 at 10:00 A.M. (IST) at "Vyanjan Banquet Hall" 46, First Floor, Oshiwara Link Plaza, Next to Oshiwara Police Station, Near Maheshwari Bhawan, Above "Vyanjan" Sweets, Link Road, Extn, Andheri (West), Mumbai-400102
2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules") and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015. As the Scrutinizer, we have to scrutinize:
 - (i) process of e-voting remotely, before the EGM, using an electronic voting system on the dates referred to in the Notice calling the EGM ("remote e-voting"); and
 - (ii) process of physical ballot process on the resolution ("ballot")

Management's Responsibility

3. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting through physical ballot process on the resolution contained in the Notice of the Extra-ordinary General Meeting.

Scrutinizer's Responsibility

4. Our responsibility as a Scrutinizer for remote e-voting and voting through physical ballots is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting system of National Securities Depository Limited (NSDL) and of voting through physical ballots casted by the Members present at the Extra-Ordinary General Meeting of the Company.

We submit our report as under:

1. The Company informed us that they had appointed National Securities Depository Limited (NSDL) as the service provider, for extending the facility for the remote e-voting to the Members of the Company from December 22, 2024 at 09:00 A.M. and ends on December 24, 2024 at 05:00 P.M.
2. The Company facilitated the Members present in the Extra-Ordinary General Meeting who could not participate in the remote e-voting to cast their votes through poll process. After the time fixed for the poll by the Chairman, ballot box kept for polling was locked in my presence with due identification marks placed by me.
3. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
4. The votes were unblocked on December 25, 2024 (after the conclusion of the meeting) in the presence of 2 witnesses, namely Ms. Ishita Dhariya and Mr. Omkar Sawant. Both of them are not in the employment of the Company.

Ishita Dhariya

Ishita Dhariya

Omkar Sawant

Omkar Sawant

5. The Results of the voting are as under:

SPECIAL BUSINESS:

RESOLUTION NO 1: (As an Ordinary Resolution)

To increase authorised share capital of the Company:

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 353408830
Remote E-voting	121	19880534	5.63
Polling Paper	128	164402375	46.52
Total	249	184282909	52.14

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 353408830
Remote E-voting	9	169125921	47.86
Polling Paper	0	0	0
Total	9	169125921	47.86

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Polling Paper	0	0
Total	0	0

RESOLUTION NO 2: (As a Special Resolution)

To approve appointment of Ms. Anju Pareek as an Independent Director of the Company:

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 353407855
Remote E-voting	119	19879379	5.63
Polling Paper	128	164402375	46.52
Total	247	184281754	52.14

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 353407855
Remote E-voting	10	169126101	47.86
Polling Paper	0	0	0
Total	10	169126101	47.86

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Polling Paper	0	0
Total	0	0

RESOLUTION NO 3: (As a Special Resolution)

To approve appointment of Mr. Shubham Gupta as an Independent Director of the Company:

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 353407855
Remote E-voting	119	19879379	5.63
Polling Paper	128	164402375	46.52
Total	247	184281754	52.14

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 353407855
Remote E-voting	10	169126101	47.86
Polling Paper	0	0	0
Total	10	169126101	47.86

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Polling Paper	0	0
Total	0	0

RESOLUTION NO 4: (As a Special Resolution)

To approve appointment of Mrs. Shiwaginee Jaiswal as an Independent Director of the Company:

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 353407855
Remote E-voting	119	19879379	5.63
Polling Paper	128	164402375	46.52
Total	247	184281754	52.14

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 353407855
Remote E-voting	10	169126101	47.86
Polling Paper	0	0	0
Total	10	169126101	47.86

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Polling Paper	0	0
Total	0	0

RESOLUTION NO 5: (As an Ordinary Resolution)

To approve remuneration of Mr. Vikramjit Singh Gill, Directors of the Company:

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 353407855
Remote E-voting	116	19873079	5.62
Polling Paper	128	164402375	46.52
Total	244	184275454	52.14

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 353407855
Remote E-voting	13	169132401	47.86
Polling Paper	0	0	0
Total	13	169132401	47.86

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Polling Paper	0	0
Total	0	0

RESOLUTION NO 6: (As an Ordinary Resolution)

To approve Remuneration of Mr. Tilokchand Manaklal Kothari, Director of the Company:

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 353407855
Remote E-voting	115	19872879	5.62
Polling Paper	128	164402375	46.52
Total	243	184275254	52.14

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 353407855
Remote E-voting	14	169132601	47.86
Polling Paper	0	0	0
Total	14	169132601	47.86

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Polling Paper	0	0
Total	0	0

6. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Mr. Tilokchand Kothari, Chairman and Managing Director of the Company, for preserving safely after the Chairman considers, approves and signs the minutes of the EGM

Thanking You,
Yours Faithfully,

**For Mayank Arora & Co.,
Company Secretaries**



**Mayank Arora
Partner
COP: 13609
Place: Mumbai
Date: 26/12/2024
UDIN: F010378F003500546**

For Shalimar Productions Limited

TILOKCHAN Digitally signed by
D TILOKCHAND
MANAKLAL MANAKLAL
KOTHARI KOTHARI
Date: 2024.12.27
16:54:25 +05'30'

**Tilokchand Kothari
Chairman and Managing Director
DIN: 00413627**

Notes:

1. Votes casted with two different folios are considered as one
2. Members who already casted votes through e-voting are not considered in physical voting