

SCANDENT IMAGING LIMITED

CIN: L93000MH1994PLC080842

Regd. Address: Plot No. A-357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West), Maharashtra – 400604.

Tel No.022 25825205; Email: csscandent@gmail.com; Web: www.scandent.in

July 30, 2022

To

BSE Limited

Department of Corporate Services

P.J. Towers, Dalal Street

Fort, Mumbai- 400 001.

Ref: BSE code: 516110

Dear Sir/Ma'am,

Sub: Outcome of 28th Annual General Meeting held on Thursday, July 28, 2022 at 11:00 a.m. (IST), through Video Conferencing/Other Audio-Visual Means ("VC/OAVM") facility.

Respected Sir/Madam,

| Sr. No | Description | Particulars |
|---------------|---|--|
| 1 | Date of the AGM | July 28, 2022 |
| 2 | Book Closure Date | Friday, July 22, 2022 To Thursday, July 28, 2022 (Both Days inclusive) |
| 3 | Total no. of shareholders as on the record date | 31,511 |

No. of shareholders present in the meeting either in person or through proxy: NA

Promoters and Promoter Group : NA

Public : NA

No. of Shareholders attended the meeting through Video Conferencing: 34

Promoters and Promoter Group : 0

Public : 34

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Agenda Wise

The mode of voting for all resolutions was:

1. E-voting conducted between Monday, July 25, 2022 at 9:00 a.m. (IST) to Wednesday, July 27, 2022 at 5:00 p.m. (IST) and
2. Members were provided with the facility for remote e-Voting through electronic voting system during the VC/OAVM proceedings at the AGM and those Members participating at the AGM, who have not already cast their vote by remote e-Voting before the Meeting, have been eligible to exercise their right to vote during such proceedings of the AGM. Members who have cast their vote on resolution(s) by remote e-Voting prior to the AGM were also be eligible to participate at the AGM through VC/OAVM but weren't be entitle to cast their vote on such resolution(s) again.

Given below is the resolution wise combined result of e-voting ~~and Poll~~.

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ORDINARY BUSINESSES

1. Adoption of Financial Statements:

To receive, consider and adopt Audited Financial Statements of the Company for the financial year ended March 31, 2022 together with Report of the Board of Directors and Auditors thereon for the financial year ended March 31, 2022.

In case of Poll/Postal ballot/E-voting:

| | |
|---|--|
| Resolution (1) | |
| Resolution required: (Ordinary / Special) | Ordinary |
| Whether promoter/promoter group are interested in agenda/resolution? | No |
| Description of resolution considered | Adoption of Audited Financial Statements of the Company for the Financial Year ended March 31, 2022 and the Board of Directors and auditors thereon |

| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
|-----------------------------|-------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 13607617 | 11918316 | 87.5856 | 11918316 | 0 | 100.0000 | 0.0000 |
| | Poll | | | | | | | |
| | Postal Ballot (if | | | | | | | |

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| | | | | | | | | |
|-------------------------------------|--------------------------------------|-----------------|-----------------|----------------|-----------------|-------------|-----------------|---------------|
| | applicable) | | | | | | | |
| | Total | 13607617 | 11918316 | 87.5856 | 11918316 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | 48000 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 48000 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | 18444383 | 1832580 | 9.9357 | 1823899 | 8681 | 99.5263 | 0.4737 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 18444383 | 1832580 | 9.9357 | 1823899 | 8681 | 99.5263 | 0.4737 |
| Total | Total | 32100000 | 13750896 | 42.8377 | 13742215 | 8681 | 99.9369 | 0.0631 |

2. To declare dividend on Equity Shares for the financial year ended 31 March, 2022:

Declaration of Dividend on Equity Shares for the Financial Year ended 31 March, 2022 @ 1 % i.e. 0.10/- (Rupees Ten paisa only) per share on Equity shares having face value of 10/- each fully paid up for the financial year 2021-22.

In case of ~~Poll/Postal ballot~~/E-voting:

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| | |
|---|--|
| Resolution (2) | |
| Resolution required: (Ordinary / Special) | Ordinary |
| Whether promoter/promoter group are interested in the agenda/resolution? | No |
| Description of resolution considered | Declaration of dividend on Equity Shares for the financial year ended 31 March, 2022. |

| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
|------------------------------------|--------------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 13607617 | 11918316 | 87.5856 | 11918316 | 0 | 100.0000 | 0.0000 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 13607617 | 11918316 | 87.5856 | 11918316 | 0 | 100.0000 | 0.0000 |
| Public-Institutions | E-Voting | 48000 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |

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| | | | | | | | | |
|---------------------------------|--------------------------------------|-----------------|-----------------|----------------|-----------------|------------|----------------|---------------|
| | applicable) | | | | | | | |
| | Total | 48000 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | 18444383 | 1832580 | 9.9357 | 1832390 | 190 | 99.9896 | 0.0104 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 18444383 | 1832580 | 9.9357 | 1832390 | 190 | 99.9896 | 0.0104 |
| Total | Total | 32100000 | 13750896 | 42.8377 | 13750706 | 190 | 99.9986 | 0.0014 |

3. Appointment of a Director:

To appoint a Director in place of Mr. Pandoo Prabhakar Naig (DIN 00158221), who retires by rotation and being eligible offers himself for re-appointment.

In case of Poll/Postal ballot/E-voting:

| | |
|---|---|
| Resolution (3) | |
| Resolution required: (Ordinary / Special) | Ordinary |
| Whether promoter/promoter group are interested in the agenda/resolution? | Yes |
| Description of resolution considered | Appointment of a Director in place of Mr. Pandoo Prabhakar Naig (DIN 00158221), who retires by rotation and being eligible offers himself for re-appointment |

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| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled outstanding shares | No. of votes – favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
|-------------------------------|----------------------------------|--------------------|---------------------|--------------------------------------|-----------------------|------------------------|--------------------------------------|------------------------------------|
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter Promoter Group | E-Voting | 13607617 | 11918316 | 87.5856 | 11918316 | 0 | 100.0000 | 0.0000 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 13607617 | 11918316 | 87.5856 | 11918316 | 0 | 100.0000 | 0.0000 |
| Public- nstitutions | E-Voting | 48000 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 48000 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public- nstitutions | E-Voting | 18444383 | 1832580 | 9.9357 | 1827442 | 5138 | 99.7196 | 0.2804 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |

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| | | | | | | | | |
|--------------|--------------|-----------------|-----------------|----------------|-----------------|-------------|----------------|---------------|
| | Total | 18444383 | 1832580 | 9.9357 | 1827442 | 5138 | 99.7196 | 0.2804 |
| Total | Total | 32100000 | 13750896 | 42.8377 | 13745758 | 5138 | 99.9626 | 0.0374 |

SPECIAL BUSINESSES

4. Increase in Authorised Share Capital and Consequent Amendment in Memorandum of Association of the Company..

In case of Poll/Postal ballot/E-voting:

| | |
|---|--|
| Resolution (4) | |
| Resolution required: (Ordinary / Special) | Ordinary |
| Whether promoter/promoter group are interested in agenda/resolution? | No |
| Description of resolution considered | Increase in Authorised Share Capital and Consequent Amendment in Memorandum of Association of the Company |

| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled outstanding shares | No. of votes favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
|----------|----------------|--------------------|---------------------|--------------------------------------|---------------------|------------------------|--------------------------------------|------------------------------------|
| | | (1) | (2) | (3)=[(2)/(1)] *100 | (4) | (5) | (6)=[(4)/(2)] *100 | (7)=[(5)/(2)] *100 |

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| | | | | | | | | |
|--|--|-----------------|-----------------|----------------|-----------------|------------|-----------------|---------------|
| Promoter Promoter Group | E-Voting | 13607617 | 11918316 | 87.5856 | 11918316 | 0 | 100.0000 | 0.0000 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 13607617 | 11918316 | 87.5856 | 11918316 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | 48000 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 48000 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public- Institutions | E-Voting | 18444383 | 1832190 | 9.9336 | 1831913 | 277 | 99.9849 | 0.0151 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 18444383 | 1832190 | 9.9336 | 1831913 | 277 | 99.9849 | 0.0151 |
| Total | Total | 32100000 | 13750506 | 42.8365 | 13750229 | 277 | 99.9980 | 0.0020 |

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5. Change in the Name of the Company and consequent amendment in Memorandum and Articles of Association of the Company.

In case of Poll/Postal ballot/E-voting:

| | |
|---|---|
| Resolution (5) | |
| Resolution required: (Ordinary / Special) | Special |
| Whether promoter/promoter group are interested in agenda/resolution? | No |
| Description of resolution considered | Change in the Name of the Company and consequent amendment in Memorandum and Articles of Association of the Company. |

| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
|--------------------------------|--------------------------------------|--------------------|---------------------|--------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | | (1) | (2) | (3)=[(2)/(1)] *100 | (4) | (5) | (6)=[(4)/(2)] *100 | (7)=[(5)/(2)] *100 |
| Promoter Promoter Group | E-Voting | 13607617 | 11918316 | 87.5856 | 11918316 | 0 | 100.0000 | 0.0000 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |

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| | | | | | | | | |
|----------------------------|--------------------------------------|-----------------|-----------------|----------------|-----------------|----------------|-----------------|----------------|
| | Total | 13607617 | 11918316 | 87.5856 | 11918316 | 0 | 100.0000 | 0.0000 |
| Public-Institutions | E-Voting | 48000 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 48000 | 0 | 0.0000 | 0 | 0 | 0.0000 |
| Public-Institutions | E-Voting | 18444383 | 1832190 | 9.9336 | 1828070 | 4120 | 99.7751 | 0.2249 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 18444383 | 1832190 | 9.9336 | 1828070 | 4120 | 99.7751 |
| Total | Total | 32100000 | 13750506 | 42.8365 | 13746386 | 4120 | 99.9700 | 0.0300 |

6. Regularization of Additional Director, Ms. Lucy Massey (DIN: 09424796) as Director of the company.

In case of Poll/Postal ballot/E-voting:

| | |
|---|-----------------|
| Resolution (6) | |
| Resolution required: (Ordinary / Special) | Ordinary |
| Whether promoter/promoter group are interested in agenda/resolution? | No |

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| | |
|--------------------------------------|---|
| Description of resolution considered | Regularization of Additional Director, Ms. Lucy Massey (DIN: 09424796) as Director of the company |
|--------------------------------------|---|

| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
|-------------------------------|----------------------------------|--------------------|---------------------|--------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | | (1) | (2) | (3)=[(2)/(1)] *100 | (4) | (5) | (6)=[(4)/(2)] *100 | (7)=[(5)/(2)] *100 |
| Promoter Promoter Group | E-Voting | 13607617 | 11918316 | 87.5856 | 11918316 | 0 | 100.0000 | 0.0000 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 13607617 | 11918316 | 87.5856 | 11918316 | 0 | 100.0000 |
| Public- Institutions | E-Voting | 48000 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 48000 | 0 | 0.0000 | 0 | 0 | 0.0000 |
| Public- | E-Voting | 18444383 | 1832580 | 9.9357 | 1831850 | 730 | 99.9602 | 0.0398 |

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| | | | | | | | | |
|--------------|----------------------------------|-----------------|-----------------|----------------|-----------------|------------|----------------|---------------|
| Institutions | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 18444383 | 1832580 | 9.9357 | 1831850 | 730 | 99.9602 | 0.0398 |
| Total | Total | 32100000 | 13750896 | 42.8377 | 13750166 | 730 | 99.9947 | 0.0053 |

7. To approve the Related Party Transactions.

In case of Poll/Postal ballot/E-voting:

| | |
|---|---|
| Resolution (7) | |
| Resolution required: (Ordinary / Special) | Ordinary |
| Whether promoter/promoter group are interested in agenda/resolution? | No |
| Description of resolution considered | Approval of the Related Party Transactions |

| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
|----------|----------------|--------------------|---------------------|--------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | | (1) | (2) | (3)=[(2)/(1)] *100 | (4) | (5) | (6)=[(4)/(2)] *100 | (7)=[(5)/(2)] *100 |

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| | | | | | | | | |
|--|--|-----------------|-----------------|----------------|-----------------|-------------|-----------------|---------------|
| Promoter Promoter Group | E-Voting | 13607617 | 11918316 | 87.5856 | 11918316 | 0 | 100.0000 | 0.0000 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 13607617 | 11918316 | 87.5856 | 11918316 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | 48000 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 48000 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public- Institutions | E-Voting | 18444383 | 1832580 | 9.9357 | 1828151 | 4429 | 99.7583 | 0.2417 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 18444383 | 1832580 | 9.9357 | 1828151 | 4429 | 99.7583 | 0.2417 |
| Total | Total | 32100000 | 13750896 | 42.8377 | 13746467 | 4429 | 99.9678 | 0.0322 |

8. To approve the Related Party Transactions.

In case of Poll/Postal ballot/E-voting:

| | |
|--|-----------------|
| Resolution (8) | |
| Resolution required: (Ordinary / Special) | Ordinary |

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| | |
|--|--|
| Whether promoter/promoter group are interested in agenda/resolution? | No |
| Description of resolution considered | Approval of the Related Party Transactions |

| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
|-------------------------|-------------------------------|--------------------|---------------------|--------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | | (1) | (2) | (3)=[(2)/(1)] *100 | (4) | (5) | (6)=[(4)/(2)] *100 | (7)=[(5)/(2)] *100 |
| Promoter Promoter Group | E-Voting | 13607617 | 11918316 | 87.5856 | 11918316 | 0 | 100.0000 | 0.0000 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 13607617 | 11918316 | 87.5856 | 11918316 | 0 | 100.0000 |
| Public-Institutions | E-Voting | 48000 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 48000 | 0 | 0.0000 | 0 | 0 | 0.0000 |
| Public- | E-Voting | 18444383 | 1832580 | 9.9357 | 1828151 | 4429 | 99.7583 | 0.2417 |

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| | | | | | | | | |
|---------------------|--|-----------------|-----------------|----------------|-----------------|-------------|----------------|---------------|
| Institutions | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 18444383 | 1832580 | 9.9357 | 1828151 | 4429 | 99.7583 | 0.2417 |
| Total | Total | 32100000 | 13750896 | 42.8377 | 13746467 | 4429 | 99.9678 | 0.0322 |

9. To approve the Related Party Transactions.

In case of Poll/Postal ballot/E-voting:

| | |
|---|---|
| Resolution (9) | |
| Resolution required: (Ordinary / Special) | Ordinary |
| Whether promoter/promoter group are interested in agenda/resolution? | No |
| Description of resolution considered | Approval of the Related Party Transactions |

| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
|-----------------|-----------------------|---------------------------|----------------------------|---|---------------------------------|-------------------------------|---|---|
|-----------------|-----------------------|---------------------------|----------------------------|---|---------------------------------|-------------------------------|---|---|

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| | | (1) | (2) | (3)=[(2)/(1)] *100 | (4) | (5) | (6)=[(4)/(2)] *100 | (7)=[(5)/(2)] *100 |
|--|--|-----------------|-----------------|-----------------------|-----------------|-------------|-----------------------|-----------------------|
| Promoter Promoter Group | E-Voting | 13607617 | 11918316 | 87.5856 | 11918316 | 0 | 100.0000 | 0.0000 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 13607617 | 11918316 | 87.5856 | 11918316 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | 48000 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 48000 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public- Institutions | E-Voting | 18444383 | 1832580 | 9.9357 | 1828151 | 4429 | 99.7583 | 0.2417 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 18444383 | 1832580 | 9.9357 | 1828151 | 4429 | 99.7583 | 0.2417 |
| Total | Total | 32100000 | 13750896 | 42.8377 | 13746467 | 4429 | 99.9678 | 0.0322 |

Mr. Mukesh Siroya has provided the Scrutinizer's Report (attached herewith) as on July 29, 2022. As per the consolidated results of e-voting and poll on Item No. 1 to 9 of the notice of AGM all the resolutions are passed by requisite majority.

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Kindly take the same on record.

Thanking You,

Yours Faithfully,

For Scandent Imaging Limited

**PANDOO
PRABHAKAR NAIG**

Digitally signed by PANDOO PRABHAKAR NAIG
DN: c=IN, o=DEALMONEY SECURITIES PRIVATE LIMITED,
ou=DIRECTOR,
pseudonym=3a83b2211f88c5c6af18b315ddb9bdaa,
2.5.4.20=EF997C024B9748E6019DA603104BEEDD29128F16C459D
2B4E9B9AC753A8BED18, postalCode=400604, st=MAHARASHTRA,
serialNumber=871a2ae3d2010441c4db4ea7b92fde899f4bfae9974
4d3b82a89ffc4bb37592, cn=PANDOO PRABHAKAR NAIG
Date: 2022.07.30 13:16:41 +05'30'

**Pandoo Naig
Managing Director
DIN: 00158221**

Encl.: Scrutinizer's Report

M Siroya and Company
Company Secretaries

A-103, Samved Building (Madhukunj), Near Ekta Bhoomi Gardens, Rajendra Nagar, Borivali (E), Mumbai - 400 066
Tel.:+91 22 28706523/24; 28546523(D); Cel: +91 9324310151; E-mail: siroyam@gmail.com; www.msiroya.com

CONSOLIDATED 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 the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

To,
The Chairman of 28th Annual General Meeting ("AGM") of the Equity Shareholders
Scandent Imaging Limited
A-357, Road No.26, Wagle Industrial Estate,
MIDC, Thane(West), Thane -400604.

Dear Sir,

Sub: Consolidated Scrutinizer's report on remote e-voting conducted pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and e-voting conducted at the 28th Annual General Meeting of Scandent Imaging Limited ("AGM") held on Thursday, July 28, 2022, at 11.00 a.m. IST through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

Dear Sir,

1. I, Mukesh Siroya, Proprietor, M Siroya and Company, Practicing Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of **Scandent Imaging Limited** (the "Company") for the purpose of:
 - a. Scrutinizing the remote e-voting process under the provisions of Section 108 of The Companies Act, 2013 ("the 2013 Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ("Rules") and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations") on the resolutions contained in the notice dated July 6, 2022 convening the AGM and Addendum to the AGM Notice dated July 23, 2022 (collectively referred to as the "AGM Notice"); and
 - b. Scrutinizing the e-voting facility provided to the shareholders during the AGM through VC/OAVM and who had not cast their vote earlier.



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2. The Management of the Company is responsible to ensure the compliance with the requirement of the 2013 Act and Rules relating to remote e-voting and e-voting during the AGM. My responsibility as a Scrutinizer is to scrutinize remote e-voting and e-voting during the AGM in a fair and transparent manner and to ascertain requisite majority and is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" and/or "against" the resolutions stated in the AGM Notice, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited ("CDSL"), appointed by the Company to provide remote e-voting and e-voting during the AGM.
3. I submit herewith a Consolidated report on the results of remote e-voting and e-voting during the AGM as under:
- (i). The remote e-voting period remained open from 09:00 a.m. IST Monday, July 25, 2022 to 05:00 p.m. IST Wednesday, July 27, 2022.
- (ii). The Annual Report and the AGM Notice inter-alia indicating the process and manner of e-voting was sent by electronic mode to those Members whose e-mail addresses were registered with the Company or Depositories Participants or Registrar and Transfer Agent - Purva Sharegistry (India) Pvt Ltd pursuant to the circulars issued by Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI").
- (iii). The voting rights were reckoned as on Thursday, July 21, 2022, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and e-voting during the AGM.
- (iv). The Company had also provided e-voting facility to the members present at the AGM through VC/OAVM and who had not cast their e-votes earlier through the remote e-voting.
- (v). After the conclusion of the AGM, the votes cast through remote e-voting and e-voting during the AGM were unblocked on July 28, 2022 at 11.55 A.M. in the presence of two witnesses, namely Ms. Titiksha Raval and Ms. Shagufta Sadikot, who were not in employment of the Company.

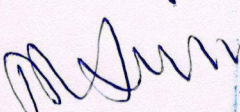
**M Siroya and Company
Company Secretaries**

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- (vi). Thereafter, we have scrutinized the votes cast through remote e-voting conducted before the AGM and e-voting conducted during the AGM and reconciled the same with the records maintained by the Company/ CDSL/ Registrar and Transfer Agents of the Company.
- (vii). The consolidated result of remote e-voting and e-voting during AGM is enclosed as an Annexure to this Report.

Yours faithfully,

For M Siroya and Company
Company Secretaries




**Mukesh Siroya
Proprietor**

**Membership No. FCS 5682;
CP No. 4157
UDIN: F005682D000705898
Place: Mumbai
Date: July 29, 2022**

Enclosed: Annexure

**Countersigned
For Scandent Imaging Limited**

PANDOO Digitally signed by
PANDOO
PRABHAKAR PRABHAKAR NAIG
NAIG Date: 2022.07.29
15:12:25 +05'30'

**Chairman / Director / Person authorised by
the Chairman**

**Place: Mumbai
Date: July 29, 2022**

M Siroya and Company
Company Secretaries

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Annexure to the Report

Results of Remote E-Voting and E-Voting during the AGM of Scandent Imaging Limited

Ordinary Business:

Item No: 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022 together with Report of the Board of Directors and Auditors thereon for the financial year ended March 31, 2022

i) Details of Votes in favour and against the resolution:

| | Remote e-voting | | E-voting at the AGM | | Total | | Percent -age (%) |
|---|-----------------------------|---|-----------------------------|---|----------------------------|---|------------------------|
| | No. of member s voted | No. of shares for which votes cast | No. of member s voted | No. of shares for which votes cast | No of member s voted | No. of shares for which votes cast | |
| Votes in favour of the resolution | 67 | 11939942 | 6 | 1802273 | 73 | 13742215 | 99.94 |
| Votes against the resolution | 7 | 8681 | 0 | 0 | 7 | 8681 | 0.06 |
| Total | 74 | 11948623 | 6 | 1802273 | 80 | 13750896 | 100.00 |

ii) Details of Invalid and Abstained Votes:

| Method of Voting | Invalid Votes | | Abstained from Voting | |
|------------------------|-------------------|---------------------------------------|-----------------------|--------------|
| | No. of members | No. of shares for which votes cast | No. of members | No. of votes |
| Remote e-voting | 0 | 0 | 0 | 0 |
| E-voting at the AGM | 0 | 0 | 0 | 0 |
| Total | 0 | 0 | 0 | 0 |

Based on the above result, I report that the Ordinary Resolution as set out at Item No. 1 of the AGM Notice has been passed with requisite majority.



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Item No: 2: Ordinary Resolution

To declare dividend on Equity Shares for the financial year ended March 31, 2022.

i) Details of Votes in favour and against the resolution:

| | Remote e-voting | | E-voting at the AGM | | Total | | Percent -age (%) |
|---|-----------------------------|---|-----------------------------|---|----------------------------|---|------------------------|
| | No. of member s voted | No. of shares for which votes cast | No. of member s voted | No. of shares for which votes cast | No of member s voted | No. of shares for which votes cast | |
| Votes in favour of the resolution | 70 | 11948433 | 6 | 1802273 | 76 | 13750706 | 100.00 |
| Votes against the resolution | 4 | 190 | 0 | 0 | 4 | 190 | 0.00 |
| Total | 74 | 11948623 | 6 | 1802273 | 80 | 13750896 | 100.00 |

ii) Details of Invalid and Abstained Votes:

| Method of Voting | Invalid Votes | | Abstained from Voting | |
|------------------------|-------------------|---------------------------------------|-----------------------|--------------|
| | No. of members | No. of shares for which votes cast | No. of members | No. of votes |
| Remote e-voting | 0 | 0 | 0 | 0 |
| E-voting at the AGM | 0 | 0 | 0 | 0 |
| Total | 0 | 0 | 0 | 0 |

Based on the above result, I report that the Ordinary Resolution as set out at Item No. 2 of the AGM Notice has been passed with requisite majority.



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Item No: 3: Ordinary Resolution

To appoint a Director in place of Mr. Pandoo Prabhakar Naig (DIN 00158221), who retires by rotation and being eligible offers himself for re-appointment.

i) Details of Votes in favour and against the resolution:

| | Remote e-voting | | E-voting at the AGM | | Total | | Percent -age (%) |
|---|-----------------------------|---|-----------------------------|---|----------------------------|---|------------------------|
| | No. of member s voted | No. of shares for which votes cast | No. of member s voted | No. of shares for which votes cast | No of member s voted | No. of shares for which votes cast | |
| Votes in favour of the resolution | 67 | 11943485 | 6 | 1802273 | 73 | 13745758 | 99.96 |
| Votes against the resolution | 7 | 5138 | 0 | 0 | 7 | 5138 | 0.04 |
| Total | 74 | 11948623 | 6 | 1802273 | 80 | 13750896 | 100.00 |

ii) Details of Invalid and Abstained Votes:

| Method of Voting | Invalid Votes | | Abstained from Voting | |
|------------------------|-------------------|---------------------------------------|-----------------------|--------------|
| | No. of members | No. of shares for which votes cast | No. of members | No. of votes |
| Remote e-voting | 0 | 0 | 0 | 0 |
| E-voting at the AGM | 0 | 0 | 0 | 0 |
| Total | 0 | 0 | 0 | 0 |

Based on the above result, I report that the Ordinary Resolution as set out at Item No. 3 of the AGM Notice has been passed with requisite majority.



**M Siroya and Company
Company Secretaries**

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Special Business:

Item No: 4: Ordinary Resolution

Increase in Authorised Share Capital and Consequent Amendment in Memorandum of Association of the Company.

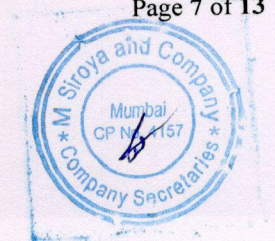
i) Details of Votes in favour and against the resolution:

| | Remote e-voting | | E-voting at the AGM | | Total | | Percent -age (%) |
|---|-----------------------------|---|-----------------------------|---|----------------------------|---|------------------------|
| | No. of member s voted | No. of shares for which votes cast | No. of member s voted | No. of shares for which votes cast | No of member s voted | No. of shares for which votes cast | |
| Votes in favour of the resolution | 68 | 11947956 | 6 | 1802273 | 74 | 13750229 | 100.00 |
| Votes against the resolution | 5 | 277 | 0 | 0 | 5 | 277 | 0.00 |
| Total | 73 | 11948233 | 6 | 1802273 | 79 | 13750506 | 100.00 |

ii) Details of Invalid and Abstained Votes:

| Method of Voting | Invalid Votes | | Abstained from Voting | |
|------------------------|-------------------|---------------------------------------|-----------------------|--------------|
| | No. of members | No. of shares for which votes cast | No. of members | No. of votes |
| Remote e-voting | 0 | 0 | 0 | 0 |
| E-voting at the AGM | 0 | 0 | 0 | 0 |
| Total | 0 | 0 | 0 | 0 |

Based on the above result, I report that the Ordinary Resolution as set out at Item No. 4 of the AGM Notice has been passed with requisite majority.



**M Siroya and Company
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Item No: 5: Special Resolution

Change in the Name of the Company and consequent amendment in Memorandum and Articles of Association of the Company.

i) Details of Votes in favour and against the resolution:

| | Remote e-voting | | E-voting at the AGM | | Total | | Percent -age (%) |
|---|-----------------------------|---|-----------------------------|---|-----------------------------|---|------------------------|
| | No. of member s voted | No. of shares for which votes cast | No. of member s voted | No. of shares for which votes cast | No. of member s voted | No. of shares for which votes cast | |
| Votes in favour of the resolution | 66 | 11944113 | 6 | 1802273 | 72 | 13746386 | 99.97 |
| Votes against the resolution | 7 | 4120 | 0 | 0 | 7 | 4120 | 0.03 |
| Total | 73 | 11948233 | 6 | 1802273 | 79 | 13750506 | 100.00 |

ii) Details of Invalid and Abstained Votes:

| Method of Voting | Invalid Votes | | Abstained from Voting | |
|------------------------|-------------------|---------------------------------------|-----------------------|--------------|
| | No. of members | No. of shares for which votes cast | No. of members | No. of votes |
| Remote e-voting | 0 | 0 | 0 | 0 |
| E-voting at the AGM | 0 | 0 | 0 | 0 |
| Total | 0 | 0 | 0 | 0 |

Based on the above result, I report that the Special Resolution as set out at Item No. 5 of the AGM Notice has been passed with requisite majority.

**M Siroya and Company
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Item No: 6: Ordinary Resolution

Regularization of Additional Director, Ms. Lucy Massey (DIN: 09424796) as Director of the company.

i) Details of Votes in favour and against the resolution:

| | Remote e-voting | | E-voting at the AGM | | Total | | Percent -age (%) |
|---|-----------------------------|---|-----------------------------|---|----------------------------|---|------------------------|
| | No. of member s voted | No. of shares for which votes cast | No. of member s voted | No. of shares for which votes cast | No of member s voted | No. of shares for which votes cast | |
| Votes in favour of the resolution | 68 | 11947893 | 6 | 1802273 | 74 | 13750166 | 99.99 |
| Votes against the resolution | 6 | 730 | 0 | 0 | 6 | 730 | 0.01 |
| Total | 74 | 11948623 | 6 | 1802273 | 80 | 13750896 | 100.00 |

ii) Details of Invalid and Abstained Votes:

| Method of Voting | Invalid Votes | | Abstained from Voting | |
|------------------------|-------------------|---------------------------------------|-----------------------|--------------|
| | No. of members | No. of shares for which votes cast | No. of members | No. of votes |
| Remote e-voting | 0 | 0 | 0 | 0 |
| E-voting at the AGM | 0 | 0 | 0 | 0 |
| Total | 0 | 0 | 0 | 0 |

Based on the above result, I report that the Ordinary Resolution as set out at Item No. 6 of the AGM Notice has been passed with requisite majority.



**M Siroya and Company
Company Secretaries**

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Item No.: 7: Ordinary Resolution

To approve the Related Party Transactions.

i) Details of Votes in favour and against the resolution:

| | Remote e-voting | | E-voting at the AGM | | Total | | Percent -age (%) |
|---|-----------------------------|---|-----------------------------|---|----------------------------|---|------------------------|
| | No. of member s voted | No. of shares for which votes cast | No. of member s voted | No. of shares for which votes cast | No of member s voted | No. of shares for which votes cast | |
| Votes in favour of the resolution | 66 | 11944194 | 6 | 1802273 | 72 | 13746467 | 99.97 |
| Votes against the resolution | 8 | 4429 | 0 | 0 | 8 | 4429 | 0.03 |
| Total | 74 | 11948623 | 6 | 1802273 | 80 | 13750896 | 100.00 |

ii) Details of Invalid and Abstained Votes:

| Method of Voting | Invalid Votes | | Abstained from Voting | |
|------------------------|-------------------|---------------------------------------|-----------------------|--------------|
| | No. of members | No. of shares for which votes cast | No. of members | No. of votes |
| Remote e-voting | 0 | 0 | 0 | 0 |
| E-voting at the AGM | 0 | 0 | 0 | 0 |
| Total | 0 | 0 | 0 | 0 |

Based on the above result, I report that the Ordinary Resolution as set out at Item No. 7 of the AGM Notice has been passed with requisite majority.



M Siroya and Company
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Item No.: 8: Ordinary Resolution*

To approve the Related Party Transactions.

i) Details of Votes in favour and against the resolution:

| | Remote e-voting | | E-voting at the AGM | | Total | | Percent -age (%) |
|---|-----------------------------|---|-----------------------------|---|----------------------------|---|------------------------|
| | No. of member s voted | No. of shares for which votes cast | No. of member s voted | No. of shares for which votes cast | No of member s voted | No. of shares for which votes cast | |
| Votes in favour of the resolution | 66 | 11944194 | 6 | 1802273 | 72 | 13746467 | 99.97 |
| Votes against the resolution | 8 | 4429 | 0 | 0 | 8 | 4429 | 0.03 |
| Total | 74 | 11948623 | 6 | 1802273 | 80 | 13750896 | 100.00 |

ii) Details of Invalid and Abstained Votes:

| Method of Voting | Invalid Votes | | Abstained from Voting | |
|------------------------|-------------------|---------------------------------------|-----------------------|--------------|
| | No. of members | No. of shares for which votes cast | No. of members | No. of votes |
| Remote e-voting | 0 | 0 | 0 | 0 |
| E-voting at the AGM | 0 | 0 | 0 | 0 |
| Total | 0 | 0 | 0 | 0 |

Based on the above result, I report that the Ordinary Resolution as set out at Item No. 8 of the AGM Notice has been passed with requisite majority.



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Item No.: 9: Ordinary Resolution*

To approve the Related Party Transactions.

i) Details of Votes in favour and against the resolution:

| | Remote e-voting | | E-voting at the AGM | | Total | | Percent -age (%) |
|---|-----------------------------|---|-----------------------------|---|-----------------------------|---|------------------------|
| | No. of member s voted | No. of shares for which votes cast | No. of member s voted | No. of shares for which votes cast | No. of member s voted | No. of shares for which votes cast | |
| Votes in favour of the resolution | 66 | 11944194 | 6 | 1802273 | 72 | 13746467 | 99.97 |
| Votes against the resolution | 8 | 4429 | 0 | 0 | 8 | 4429 | 0.03 |
| Total | 74 | 11948623 | 6 | 1802273 | 80 | 13750896 | 100.00 |

ii) Details of Invalid and Abstained Votes:

| Method of Voting | Invalid Votes | | Abstained from Voting | |
|------------------------|-------------------|---------------------------------------|-----------------------|--------------|
| | No. of members | No. of shares for which votes cast | No. of members | No. of votes |
| Remote e-voting | 0 | 0 | 0 | 0 |
| E-voting at the AGM | 0 | 0 | 0 | 0 |
| Total | 0 | 0 | 0 | 0 |

Based on the above result, I report that the Ordinary Resolution as set out at Item No. 9 of the AGM Notice has been passed with requisite majority.

* The Item No. 8 and 9 were added to the notice of the AGM by way of circulation of an Addendum on July 23, 2022.



**M Siroya and Company
Company Secretaries**

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The electronic data and all other relevant records relating to remote e-voting and e-voting during the AGM are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the AGM.

Thanking you,

Yours faithfully,

For M Siroya and Company
Company Secretaries




Mukesh Siroya
Proprietor

Membership No. FCS 5682;

CP No. 4157

UDIN: F005682D000705898

Place: Mumbai

Date: July 29, 2022

Countersigned
For Scandent Imaging Limited

PANDOO Digitally signed by
PANDOO
PRABHAKA PRABHAKAR NAIG
R NAIG Date: 2022.07.29
15:13:21 +05'30'

Chairman/Director / Person authorised by
the Chairman

Place: Mumbai

Date: July 29, 2022