



Ref: ERL/SECRETARIAL/2020-21/1672

4<sup>th</sup> March, 2021

**The General Manager**  
Department of Corporate  
Services  
BSE Limited  
25<sup>th</sup> Floor, Phiroze Jeejeebhoy  
Towers, Dalal Street,  
Mumbai-400001

**The Secretary**  
National Stock Exchange of  
India Limited  
Exchange Plaza,  
Bandra Kurla Complex  
Bandra (E),  
Mumbai-400051

**The Secretary**  
The Calcutta Stock  
Exchange Limited  
7, Lyons Range,  
Kolkata-700001

Dear Sir/ Madam,

**Subject: Summary of Proceedings of the Meeting of Equity Shareholders of Emami Realty Limited held today, i.e., Thursday, 4<sup>th</sup> March, 2021 at 2.00 PM through VC/OAVM, pursuant to the Order dated 7<sup>th</sup> January, 2021 passed by the NCLT, Kolkata Bench, for approving the proposed Scheme of Arrangement between the Company and Oriental Sales Agencies (India) Private Limited and their respective shareholders and creditors**

Pursuant to Regulation 30 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the following-

1. Summary of Proceedings of the meeting of Equity Shareholders of Emami Realty Limited held today, i.e., 4<sup>th</sup> March, 2021 at 2.00 PM through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), pursuant to the Order dated 7<sup>th</sup> January, 2021 passed by the Hon'ble National Company Law Tribunal, Kolkata Bench ("NCLT") - **Annexure A**
2. Voting results of the business transacted through (i) e-voting; and (ii) voting during the meeting along with the Consolidated Scrutinizer's Report - **Annexure B**
3. In terms of the SEBI Circular - Voting Results of the Public Shareholders only by e-voting, along with Scrutinizer's Report - **Annexure C**

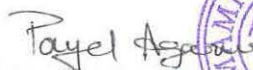
The proposed resolution approving the Scheme was passed with requisite majority by the Equity Shareholders of the Company (including Public Shareholders), as required by Order of NCLT and the SEBI Circular.

The above is for your information and dissemination to the public.

Thanking you.

Yours faithfully,

For **Emami Realty Limited**



**Payel Agarwal**  
Company Secretary  
ACS: 22418



Encl: As above



**SUMMARY OF PROCEEDINGS OF THE MEETING OF EQUITY SHAREHOLDERS OF EMAMI REALTY LIMITED CONVENED AND HELD ON THURSDAY, 4<sup>TH</sup> MARCH, 2021 AT 2.00 P.M. THROUGH VIDEO CONFERENCING ("VC") OR OTHER AUDIO VISUAL MEANS ("OAVM"), PURSUANT TO THE ORDER DATED 7<sup>TH</sup> JANUARY, 2021 PASSED BY THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, KOLKATA BENCH ("NCLT")**

Pursuant to the Order dated 7<sup>th</sup> January, 2021 passed by the Hon'ble National Company Law Tribunal, Kolkata Bench ("NCLT"), the meeting of the Equity Shareholders of Emami Realty Limited was held today, i.e., Thursday, 4<sup>th</sup> March, 2021 at 2.00 P.M. at the registered office of the Company at Acropolis, 13<sup>th</sup> Floor, 1858/1 Rajdanga Main Road, Kasba, Kolkata - 700107, for the purpose of considering and if thought fit, approving with or without modification, the Scheme of Arrangement between the Company and Oriental Sales Agencies (India) Private Limited ("Demerged Company") and their respective shareholders and creditors ("Scheme") under Sections 230 to 232 of the Companies Act, 2013 read with Rules made thereunder, presented in Company Application (CAA) No. 1236/KB/2020 filed before the Hon'ble National Company Law Tribunal, Kolkata Bench.

The said Meeting was held through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") in terms of the said Order of NCLT and in conformity with the provisions of Companies Act, 2013 and the Circulars issued by the Ministry of Corporate Affairs, to avoid the physical presence of the members due to Covid - 19 pandemic. The meeting commenced at 2.00 PM (IST) and concluded at 2.38 PM (IST) including 15 minutes of e-voting facility provided to the equity shareholders during the Meeting.

Mr. Kuldip Mullick, Advocate, who was appointed as the Chairman for the aforementioned meeting by the NCLT vide its Order dated 7<sup>th</sup> January, 2021, presided over the meeting. The requisite quorum being present, the Chairman called the meeting to order.

The Chairman welcomed the Equity Shareholders and informed them that the meeting has been convened pursuant to the Order dated 7<sup>th</sup> January, 2021 passed by the Hon'ble National Company Law Tribunal, Kolkata Bench ("NCLT") to approve the Scheme of Arrangement between the Company and Oriental Sales Agencies (India) Private Limited ("Demerged Company") and their respective shareholders and creditors ("Scheme").

The Notice of the said meeting, Explanatory Statement under Sections 230(3), 232(1), 232(2) and 102 of the Companies Act, 2013 and the Scheme along with other accompanying documents were dispatched to the Equity Shareholders as per the directions contained in the Order.

The Chairman further informed the Equity Shareholders that in terms of the applicable provisions of the Companies Act, 2013 read with the relevant rules thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided them, the facility to cast their vote through e-voting system administered by Central Depository Services (India) Limited ("CDSL"). The remote e-voting had commenced from 9:00 a.m. on Tuesday, 2<sup>nd</sup> February, 2021 and closed at 5:00 p.m. on Wednesday, 3<sup>rd</sup> March 2021. He further mentioned that the Company has provided the facility of e-voting at the Meeting through e-voting system provided by CDSL during the Meeting and till 15 minutes post conclusion of the Meeting, for those Equity Shareholders who did not exercise their vote through remote e-voting.





Thereafter, Dr. Nitesh Kumar Gupta, Managing Director & CEO of the Company apprised the members on the salient features of the Scheme. Dr. Nitesh Kumar deliberated that the Scheme *inter alia* would result in pooling of business and strategic resources, economies of scale, reduction of costs and focused management control and is in the best interest of all the stakeholders concerned.

Mrs. Payel Agarwal, Company Secretary informed that Mr. Md. Mohd Shahnawaz, Practicing Company Secretary, being present at the meeting, was appointed as the Scrutinizer to conduct the remote e-voting process and e-voting at the Meeting in a fair and transparent manner.

The Chairman, then invited queries/ clarifications from the Equity Shareholders on the proposed resolution. The shareholders who have registered themselves as speakers, addressed the meeting through video conferencing and sought clarifications on the Scheme. Mr. Rajendra Agarwal, CFO of the Company responded to the queries of the shareholders.

Thereafter, the Chairman requested the Equity Shareholders to cast their vote on the proposed resolution through CDSL e-voting system, which shall remain open for 15 minutes post conclusion of the meeting.

Mrs. Payel Agarwal, Company Secretary informed the Shareholders that the results of the voting will be subsequently disseminated within the stipulated time.

The meeting was concluded with vote of thanks to the Chair. The e-voting facility was kept open for next 15 minutes to enable the shareholders to cast their votes.

Basis the consolidated Scrutinizer's Report dated 4<sup>th</sup> March, 2021, and, as set out therein, the Resolution has been passed with the requisite majority.



## Resolution (1)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
Description of resolution considered		Approval of the Scheme of Arrangement between between Emami Realty Limited and Oriental Sales Agencies (India) Private Limited and their respective shareholders and creditors under Sections 230 to 232 of the Companies Act, 2013						
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	14109150	14105817	99.9764	14105817	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	14109150	14105817	99.9764	14105817	0	100.0000	0.0000
Public-Institutions	E-Voting	41586	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	41586	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	13788153	408165	2.9603	407850	315	99.9228	0.0772
	Poll		171	0.0012	171	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>	13788153	408336	2.9615	408021	315	99.9229	0.0771
<b>Total</b>		27938889	14514153	51.9496	14513838	315	99.9978	0.0022
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	





**Consolidated Report of Scrutinizer on Remote e-voting and e-voting at the Meeting of Equity Shareholders convened pursuant to the Order of the National Company Law Tribunal (NCLT), Kolkata Bench,**

To,

**Mr. Kuldip Mullick**

**Chairman appointed by the NCLT, Kolkata Bench**

for the Meeting of Equity Shareholders of Emami Realty Limited (hereinafter the "Company"), held on Thursday, March 4, 2021 at 2:00 P.M., pursuant to Order of NCLT, Kolkata Bench, dated January 7, 2021 through video conferencing ("VC") /other audio-visual means ("OVAM") (Hereinafter referred as "the NCLT convened meeting of Equity Shareholders" or "the Meeting")

Dear Sir,

- A. I, Mohd. Shahnawaz, proprietor of M Shahnawaz & Associates, Practicing Company Secretaries, have been appointed by the NCLT, Kolkata Bench, by its Order dated January 7, 2021, as "the Scrutinizer" to conduct the following:
- Remote e-voting process done by the shareholders of the Company
  - E-Voting Process at the Meeting held on Thursday, March 4, 2021 at 2:00 P.M. held through VC/ OVAM.

in terms of provisions of the Companies Act, 2013 (herein after the "Act") read with the Rules issued thereunder, NCLT Order dated January 7, 2021 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- B. Pursuant to the Order of Hon'ble NCLT, Kolkata Bench, and applicable provisions of the Act, and in compliance with MCA Circular No. No.14/2020 dated 8th April, 2020, No.17/2020 dated 13th April, 2020, No.22/2020 dated 15th June, 2020 and No.33/2020 dated 28th September, 2020 and No.39/2020 dated 31st December 2020 (herein after the "MCA Circulars"), Company has confirmed that the Electronic copy of the Notice dated January 30, 2021, for NCLT, Kolkata Bench, convened meeting of Equity Shareholders of the Company, along with the process of e-voting at the meeting and the remote e-voting were sent to the shareholders whose e-mail addresses are registered with the Company / Depository Participant(s) for communication purposes on February 1, 2021.
- C. The compliance with the Order and the provisions of the Act, the Rules made thereunder, including MCA Circulars, SEBI Listing Regulation, relating to voting through electronic means (by remote e-voting and e-voting at the meeting) by the shareholders, is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through electronic means is conducted in a fair and transparent manner and render scrutinized report of the total votes cast in favour or against the resolution as proposed in the Notice of the meeting dated January 30, 2021.
- D. The Company has appointed Central Depository Services Limited (CDSL), as the Agency, for providing the Electronic voting facility to the shareholders of the Company during remote e-voting period and at the Meeting.



E. I submit my report on the voting through electronic means (by remote e-voting and e-voting at the meeting) by the shareholders on the resolution contained in the Notice dated January 30, 2021 of the Meeting, as under:

- a. As per the information provided to me, the Company had completed despatch of Electronic copy of the Notice dated January 30, 2021, of the Meeting along with the process of electronic voting at the meeting and the remote e-voting to the shareholders whose e-mail addresses were registered with the Company / Depository Participant(s) for communication purposes on February 1, 2021.
- b. The Shareholders of the Company holding equity shares, as on the Cut-Off Date, i.e. Friday, January 22, 2021, were entitled to vote on the proposed resolution as set out in the Notice of the meeting, through remote e-voting and e-voting at the meeting.
- c. The Company has published advertisements in relation to the meeting on February 1, 2021 in "Business Standard" (English) and in "Aajkal" (Bengali) in compliance with the directions of the Order.
- d. The e-voting period commenced at 9.00 A.M. on Tuesday, February 2, 2021 and ended at 5:00 P.M. on Wednesday, March 3, 2021, and the e-voting facility was blocked thereafter.
- e. After the time fixed for closing of the remote e-voting, i.e. 5.00 p.m. Wednesday, March 3, 2021, and before the start of meeting, an electronic report of the remote e-voting was generated by me by accessing the data available to me from the website <https://www.evotingindia.com> of CDSL, the Authorised Agency to provide e-voting facility. The e-voting were unblocked by me in the presence of two witnesses, who were not in the employment of the Company. The details relating to shareholders who have cast votes through remote e-voting, but not the manner in which they have cast their votes, were accessed.
- f. At the meeting, the shareholders present through VC/OAVM, who have not voted earlier during remote e-voting period, were allowed to cast their votes through e-voting system provided by CDSL.
- g. After the conclusion of the business of the meeting, the facility of e-voting at the meeting was kept open for fifteen (15) minutes.
- h. After the closure of the voting at the meeting, the e-voting data was scrutinized by me for verification of votes cast in favour and against the resolution and the shareholding of each of the members were matched/confirmed with the Register of Members maintained by the Registrar and Transfer Agent of the Company.
- i. Details of the votes cast on the resolution through remote e-voting and electronic voting at the meeting are as under:



**Resolution:**

Approval of the Scheme of Arrangement between Oriental Sales Agencies (India) Private Limited (“Demerged Company”) and Emami Realty Limited (“Resulting Company”) and their respective shareholders and creditors under Sections 230-232 of the Companies Act, 2013

Details of valid votes, invalid votes and absents are as under:

Particulars	Through Remote E-voting		E-Voting at the Meeting	
	No. of Voters	No. of votes	No. of Voters	No. of votes
Total votes	128	1,45,13,982	2	171
Less: Invalid votes	-	-	-	-
Less: Absents	-	-	-	-
<b>Total Valid Votes</b>	<b>128</b>	<b>1,45,13,982</b>	<b>2</b>	<b>171</b>

Consolidated Report on voting through remote e-voting and e-voting at the NCLT Convened Meeting of Equity Shareholders with details of valid votes cast “FOR” and “AGAINST” the resolution are as under:

Mode	Total Valid Votes on the Resolution		FOR THE RESOLUTION			AGAINST THE RESOLUTION		
	Voters	Votes	Voters	Votes	As a % of total valid votes	Voters	Votes	As a % of total valid votes
Remote E-voting	128	1,45,13,982	116	1,45,13,667	99.997%	12	315	0.002%
E-voting at the Meeting	2	171	2	171	0.001%	-	-	-
<b>Total</b>	<b>130</b>	<b>1,45,14,153</b>	<b>118</b>	<b>1,45,13,838</b>	<b>99.998%</b>	<b>12</b>	<b>315</b>	<b>0.002%</b>

Pursuant to Hon’ble NCLT Order dated January 7, 2021, this consolidated report on the results of remote e-voting together with the results of the e-voting at the meeting is submitted.

“It is to be noted that:

1. There was no invalid and abstain votes.
2. Based on the foregoing, the Resolution as proposed in the Notice dated January 30, 2021 of the NCLT convened Meeting shall be deemed to have been approved on the date of the NCLT convened meeting of Equity Shareholders of the Company, i.e., March 4, 2021, with a requisite majority of Equity Shareholders exercising voting rights in shares voted in favor through remote-e-voting and e-voting at the meeting.



The combined list of Equity Shareholders who voted "FOR/AGAINST/INVALID" for the above resolution through e-voting at the meeting and remote e-voting process is handed over to the Chairman appointed for the meeting.

Thanking you,

**For M Shahnawaz & Associates**

Company Secretaries

Firm Regn. No.: S2015WB331500



**CS Md. Shahnawaz**

(Proprietor)

ACS No. 21427

C.P. No: 15076

**UDIN: A021427B004000952**

**Kolkata, March 4, 2021**



Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of the Scheme of Arrangement between between Emami Realty Limited and Oriental Sales Agencies (India) Private Limited and their respective shareholders and creditors under Sections 230 to 232 of the Companies Act, 2013				
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	14109150	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		14109150	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	41586	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		41586	0	0.0000	0	0	0.0000
Public-Non Institutions	E-Voting	13788153	408165	2.9603	407850	315	99.9228	0.0772
	Poll		171	0.0012	171	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		13788153	408336	2.9615	408021	315	99.9229
Total		27938889	408336	1.4615	408021	315	99.9229	0.0771
Whether resolution is Pass or Not.							Yes	





**Consolidated Scrutinizer Report, as per SEBI Circular, on Remote e-voting and e-voting by Public Shareholders at the Meeting of Equity Shareholders convened pursuant to the order of the National Company Law Tribunal (NCLT), Kolkata Bench**

To,

**Mr. Kuldip Mullick**

**Chairman appointed by the NCLT, Kolkata Bench**

for the Meeting of Equity Shareholders of Emami Realty Limited (hereinafter the "Company"), held on Thursday, March 4, 2021 at 2:00 P.M., pursuant to Order of NCLT, Kolkata Bench, dated January 7, 2021 through video conferencing ("VC") /other audio-visual means ("OVAM") (Hereinafter referred as "the NCLT convened meeting of Equity Shareholders" or "the Meeting")

Dear Sir,

- A. I, Mohd. Shahnawaz, proprietor of M Shahnawaz & Associates, Practicing Company Secretaries, have been appointed by the NCLT, Kolkata Bench, by its Order dated January 7, 2021, as "the Scrutinizer" to conduct the following:
- Remote e-voting process done by the shareholders of the Company
  - E-Voting Process at the Meeting held on Thursday, March 4, 2021 at 2:00 P.M. held through VC/ OVAM.

in terms of provisions of the Companies Act, 2013 (herein after the "Act") read with the Rules issued thereunder, NCLT Order dated January 7, 2021 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- B. Pursuant to the Order of Hon'ble NCLT, Kolkata Bench, Master Circular No. SEBI/HO/CFD/DIL1/CIR/P/2020/249 dated December 22, 2020 issued Securities and Exchange Board of India ("SEBI Circular") and applicable provisions of the Act, and in compliance with MCA Circular No. No.14/2020 dated 8th April, 2020, No.17/2020 dated 13th April, 2020, No.22/2020 dated 15th June, 2020 and No.33/2020 dated 28th September, 2020 and No.39/2020 dated 31st December 2020 (herein after the "MCA Circulars"), Company has confirmed that the Electronic copy of the Notice dated January 30, 2021, for NCLT, Kolkata Bench, convened meeting of Equity Shareholders of the Company, along with the process of electronic voting at the meeting and the remote e-voting were sent to the shareholders (including public shareholders) whose e-mail addresses are registered with the Company / Depository Participant(s) for communication purposes on February 1, 2021.
- C. The compliance with the Order, SEBI Master Circular dated December 22, 2020, and the provisions of the Act, the Rules made thereunder, including MCA Circulars, SEBI Listing Regulation, relating to voting through electronic means (by remote e-voting and e-voting at the meeting) by the shareholders, is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through electronic means is conducted in a fair and transparent manner and render scrutinized report of the total votes cast in favour or against the resolution as proposed in the Notice of the meeting dated January 30, 2021.



- D. The Company has appointed Central Depository Services Limited (CDSL), as the Agency, for providing the Electronic voting facility to the shareholders of the Company during remote e-voting period and at the Meeting.
- E. Pursuant to the Order of Hon'ble NCLT and the SEBI Master Circular dated December 22, 2020, I submit my report on the voting through electronic means (by remote e-voting and e-voting at the meeting) by the public shareholders on the resolution contained in the Notice dated January 30, 2021 of the Meeting, as under:
- a. As per the information provided to me, the Company had completed despatch of Electronic copy of the Notice dated January 30, 2021, of the Meeting along with the process of electronic voting at the meeting and the remote e-voting to the shareholders whose e-mail addresses were registered with the Company / Depository Participant(s) for communication purposes on February 1, 2021.
  - b. The Shareholders of the Company holding equity shares, as on the Cut-Off Date, i.e. Friday, January 22, 2021, were entitled to vote on the proposed resolution as set out in the Notice of the meeting, through remote e-voting and e-voting at the meeting.
  - c. The Company has published advertisements in relation to the meeting on February 1, 2021 in "Business Standard" (English) and in "Aajkal" (Bengali) in compliance with the directions of the Order.
  - d. The e-voting period commenced at 9.00 A.M. on Tuesday, February 2, 2021 and ended at 5:00 P.M. on Wednesday, March 3, 2021, and the e-voting facility was blocked thereafter.
  - e. After the time fixed for closing of the remote e-voting, i.e. 5.00 p.m. Wednesday, March 3, 2021, and before the start of meeting, an electronic report of the remote e-voting was generated by me by accessing the data available to me from the website <https://www.evotingindia.com> of CDSL, the Authorised Agency to provide e-voting facility. The e-voting were unblocked by me in the presence of two witnesses, who were not in the employment of the Company. The details relating to shareholders who have cast votes through remote e-voting, but not the manner in which they have cast their votes, were accessed.
  - f. At the meeting, the shareholders present through VC/OAVM, who have not voted earlier during remote e-voting period, were allowed to cast their votes through e-voting system provided by CDSL.
  - g. After the conclusion of the business of the meeting, the facility of e-voting at the meeting was kept open for fifteen (15) minutes.
  - h. After the closure of the voting at the meeting, the e-voting data was scrutinized by me for verification of votes cast in favour and against the resolution and the shareholding of each of the members were matched/confirmed with the Register of Members maintained by the Registrar and Transfer Agent of the Company.



- i. Details of the votes cast on the resolution by the public shareholders through remote e-voting and electronic voting at the meeting are as under:

**Resolution:**

Approval of the Scheme of Arrangement between Oriental Sales Agencies (India) Private Limited (“Demerged Company”) and Emami Realty Limited (“Resulting Company”) and their respective shareholders and creditors under Sections 230-232 of the Companies Act, 2013

Details of valid votes, invalid votes and absents are as under:

Particulars	Through Remote E-voting		E-Voting at the Meeting	
	No. of Voters	No. of votes	No. of Voters	No. of votes
Total votes	76	4,08,165	2	171
Less: Invalid votes	-	-	-	-
Less: Absents	-	-	-	-
<b>Total Valid Votes</b>	<b>76</b>	<b>4,08,165</b>	<b>2</b>	<b>171</b>

Consolidated Report on voting through remote e-voting and e-voting at the NCLT Convened Meeting by the Public Shareholders with details of valid votes cast “FOR” and “AGAINST” the resolution are as under:

Mode	Total Valid Votes on the Resolution		FOR THE RESOLUTION			AGAINST THE RESOLUTION		
	Voters	Votes	Voters	Votes	As a % of total valid votes	Voters	Votes	As a % of total valid votes
Remote E-voting	76	4,08,165	64	4,07,850	99.881%	12	315	0.077%
E-voting at the Meeting	2	171	2	171	0.042%	-	-	-
<b>Total</b>	<b>78</b>	<b>4,08,336</b>	<b>66</b>	<b>4,08,021</b>	<b>99.923%</b>	<b>12</b>	<b>315</b>	<b>0.077%</b>

Pursuant to Hon’ble NCLT Order dated January 7, 2021 and SEBI Master Circular dated December 22, 2020, this consolidated report on the results of remote e-voting together with the results of the e-voting by the Public Shareholders at the meeting is submitted.

“It is to be noted that:

1. There was no invalid and abstain votes.



2. Based on the foregoing, the Resolution as proposed in the Notice dated January 30, 2021 of the NCLT convened Meeting shall be deemed to have been approved by the Public Shareholders in terms of SEBI Master Circular dated December 22, 2020, on the date of the NCLT convened meeting of Equity Shareholders of the Company, i.e., March 4, 2021, with a majority of Public Shareholders exercising voting rights in shares voted in favor through remote-e-voting and e-voting at the meeting.

The combined list of Equity Shareholders who voted "FOR/AGAINST/INVALID" for the above resolution through e-voting at the meeting and remote e-voting process is handed over to the Chairman appointed for the meeting.

Thanking you,

**For M Shahnawaz & Associates**

Company Secretaries

Firm Regn. No.: S2015WB331500


**CS Md. Shahnawaz**

(Proprietor)

ACS No. 21427

C.P. No: 15076

UDIN: A021427B004001095

Kolkata, March 4, 2021