

Kunal Dutt & Associates.
Practicing Company Secretaries
Mob No: 8446459870

SCRUTINIZER'S REPORT

{Pursuant to Section 108 of the Companies Act, 2013 and Rules of the Companies
(Management and administration) Rules, 2014}

To
The Chairman
DRA Consultants Limited
Plot No. 58, Ingole Nagar,
Wardha Road,
Nagpur MH 440005 IN.

Dear Sir,

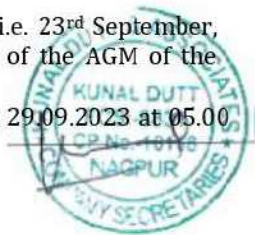
SUB: Report of the Scrutinizer on the remote E-voting and Physical Voting by Ballot at the 14th Annual General Meeting of DRA Consultants Limited held on 30th September, 2023

I, Kunal Dutt, proprietor -M/s Kunal Dutt & Associates, Company Secretaries in Practice have been appointed as Scrutinizer by the Board of Directors of **DRA Consultants Limited** (the Company) for the purpose of scrutinizing the remote e-voting and voting through Ballot process at the 14th Annual General Meeting (AGM) in terms of Sections 108 of the Companies Act, 2013 (the Act) read with the Companies (Management and Administration) Rules, 2014 (the Rules), as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 as amended on the resolution set out in the Notice of AGM of the Members of the Company, held on Saturday the 30th September, 2023 at 10:00 A.M at Plot No. 58, Ingole Nagar, Wardha Road, Nagpur MH 440005 India.

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 physical voting at the AGM on the resolution contained in the Notice to the AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting and for physical voting through ballot process at the AGM is restricted to making of a Scrutinizer's report of the votes cast "in favour" or "against" the resolution stated in the Notice, based on the reports generated from the remote e voting system provided by Bigshare Services Private Limited and voting through Ballot process .

Now, pursuant to the completion of the AGM of the Shareholders of the Company held on Saturday the 30th September, 2023 at 10.00 A.M at Plot No. 58, Ingole Nagar, Wardha Road, Nagpur MH 440005 India, I submit my report as under;

- a) The Company has informed me that, pursuant to Section 101, 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended thereof, the notices convening the meeting including Statement under Section 102 of the Companies Act, 2013, have been mailed to all the members of the Company, who have registered their email id with their respective DP/RTA/Company, through permitted mode and subsequently the said Notice was also placed on the website of the Company.
- b) The Shareholders of the Company holding shares as on the "cut-off" date i.e. 23rd September, 2023, were entitled to vote on the Resolutions as set out in the Notice of the AGM of the Company.
- c) The e-voting period commenced on 27.09.2023 at 09.00 a.m. and ended on 29.09.2023 at 05.00 p.m.



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- d) The details relating to members who have cast their votes through remote e-voting, such as their names, Folio Nos IDP ID & Client ID, Number of Shares held (but not the manner in which they have cast their votes) have been downloaded from the portal of Bigshare Services Private Limited as a Scrutinizer. The details have been unfrozen by Bigshare Services Private Limited on the 30th day of September, 2023
- e) At the Venue of the AGM the Polling Ballot Papers were distributed to the Members present at the meeting, who have not cast their votes through remote e-voting, to exercise their right to vote on the resolution set out in the Notice of the AGM.
- f) One empty Polling Box was locked and sealed in the presence of the members at the meeting venue. Members have cast their vote through Polling/Ballot Papers by depositing the duly filled-in and signed Polling/Ballot Papers in the Polling Box. After conclusion of the Polling at the AGM of the Company held on 30th September, 2023, I Kunal Dutt representing M/s Kunal Dutt & Associates, opened the locked Polling Box in the presence of two witnesses, who are not in the employment of the Company. The Polling Papers were scrutinized.
- g) The results of the voting through electronic means and on poll in respect of the said Resolutions are as under:

ITEM NO.1: RESOLUTION NO: 1:

Nature of Resolution: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial year ended 31st March, 2023, together with Reports of the Board of Directors and the Auditors thereon.

(I) VOTED FOR THE RESOLUTION

Voting Particulars	Number of members voted	Number of valid Votes cast (Shares)	% of total number of valid votes cast
E-VOTING	2	17500	0.21
POLL	11	8269998	99.79
TOTAL	13	8287498	100

(II) VOTED AGAINST RESOLUTION

Voting Particulars	Number of members voted	Number of valid Votes cast (Shares)	% of total number of valid votes cast
E-VOTING	0	0	0
POLL	0	0	0
TOTAL	0	0	0

(III) INVALID VOTES

Voting Particulars	Number of members voted	Number of valid Votes cast (Shares)	% of total number of valid votes cast
E-VOTING	0	0	0
POLL	0	0	0

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TOTAL	0	0	0
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The Resolution 1 as set out in the notice of the AGM of the Company is passed.

ITEM NO.2: RESOLUTION NO: 2:

Nature of Resolution: Ordinary Resolution

To appoint Ms. Siddhi Dinesh Rathi (DIN 07041816) as a director, who retires by rotation and being eligible offer herself for re-appointment.

(I) VOTED FOR THE RESOLUTION

Voting Particulars	Number of members voted	Number of valid Votes cast (Shares)	% of total number of valid votes cast
E-VOTING	2	17500	6.30
POLL	9	260001	93.70
TOTAL	11	277501	100

(II) VOTED AGAINST RESOLUTION

Voting Particulars	Number of members voted	Number of valid Votes cast (Shares)	% of total number of valid votes cast
E-VOTING	0	0	0
POLL	0	0	0
TOTAL	0	0	0

(III) INVALID VOTES

Voting Particulars	Number of members voted	Number of valid Votes cast (Shares)	% of total number of valid votes cast
E-VOTING	0	0	0
POLL	0	0	0
TOTAL	0	0	0

The promoter group who were related parties and interested in the resolution did not participate in the ballot voting or through remote e voting.

The Resolution 2 as set out in the notice of the AGM of the Company is passed.

ITEM NO.3: RESOLUTION NO: 3:

Nature of Resolution: Special Resolution

Re-appointment of Mr. Manavendra Jayapal (DIN 02499823) as an Independent Director of the Company.

(I) VOTED FOR THE RESOLUTION

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Voting Particulars	Number of members voted	Number of valid Votes cast (Shares)	% of total number of valid votes cast
E-VOTING	2	17500	0.21
POLL	11	8269998	99.79
TOTAL	13	8287498	100

(II) VOTED AGAINST RESOLUTION

Voting Particulars	Number of members voted	Number of valid Votes cast (Shares)	% of total number of valid votes cast
E-VOTING	0	0	0
POLL	0	0	0
TOTAL	0	0	0

(III) INVALID VOTES

Voting Particulars	Number of members voted	Number of valid Votes cast (Shares)	% of total number of valid votes cast
E-VOTING	0	0	0
POLL	0	0	0
TOTAL	0	0	0

The Resolution 3 as set out in the notice of the AGM of the Company has been passed with requisite majority.

ITEM NO.4: RESOLUTION NO: 4:

Nature of Resolution: Special Resolution

Revision in the remuneration of Mr. Aditya Dinesh Rathi, Executive Director (DIN 08012021) of the company.

(I) VOTED FOR THE RESOLUTION

Voting Particulars	Number of members voted	Number of valid Votes cast (Shares)	% of total number of valid votes cast
E-VOTING	2	17500	6.30
POLL	9	260001	93.70
TOTAL	11	277501	100

(II) VOTED AGAINST RESOLUTION

Voting Particulars	Number of members voted	Number of valid Votes cast (Shares)	% of total number of valid votes cast



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E-VOTING	0	0	0
POLL	0	0	0
TOTAL	0	0	0

(III) INVALID VOTES

Voting Particulars	Number of members voted	Number of valid Votes cast (Shares)	% of total number of valid votes cast
E-VOTING	0	0	0
POLL	0	0	0
TOTAL	0	0	0

The promoter group who were related parties and interested in the resolution did not participate in the ballot voting or through remote e voting.

The Resolution 4 as set out in the notice of the AGM of the Company has been passed with requisite majority.

The register and all other papers and relevant records relating remote e-voting shall remain in my safe custody until the chairman considers, approves, signs the minutes of the aforesaid Annual General meeting.

FOR KUNAL DUTT & ASSOCIATES




Kunal Dutt

M.NO:F 8831

C.P NO. 10188

Date :01.10.2023

Place: Nagpur

UDIN: F008831E001149575

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