

Consolidated Report of Scrutinizer on E – Voting

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of
the Companies (Management and Administration) Rules, 2014]**

To,
Chairman
Resonance Specialties Limited
Plot No. 54D, Kandivli Industrial Estate,
Kandivli West, Mumbai - 400067

**Ref: 33rd Annual General Meeting held on Thursday, August 11, 2022 at
12.30 P.M.**

**Sub: Consolidated Scrutinizer's Report on e-voting conducted through
Video Conferencing (VC)/Other Audio Visual Means (OAVM) pursuant
to 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 by Companies (Management
and Administration) Amendment Rules, 2015.**

Dear Sir/Madam,

We Alok Khairwar & Associates, Company Secretaries, have been appointed as the Scrutinizer by the Board of Director of Resonance Specialties Limited pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 33rd Annual General Meeting of the Equity Shareholders of the Company held on Thursday, August 11, 2022 at 12.30 P.M. through Video Conferencing (VC)/Other Audio Visual Means (OAVM) and concluded at 1.18 P.M.

We were also appointed as scrutinizer to scrutinize the remote e-voting process during the said AGM

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) by the shareholders on the resolutions proposed in the Notice of 33rd Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through electronic means (by remote e-voting) in the meeting are conducted in a faith and transparent manner and render Scrutinizer's Report of

the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by CDSL.

The Notice dated June 23, 2022 Convening Annual General Meeting (AGM) of the Company along with Statement setting out material fact under Section 102 of the Companies Act, 2013 were sent to the Shareholder on July 16, 2022 in respect of the below mentioned resolutions to be passed at the said Annual General Meeting of the Company to be held on August 11, 2022, at 12.30 P.M. through Video Conferencing (VC)/Other Audio Visual Means (OAVM) through electronic mode to those Members whose email addresses are registered with the Company /Depositories, in compliance with the General Circulars No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 20/2020 dated May 5, 2020, No. 02/2021 dated January 13, 2021, No. 21/2021 dated December 14, 2021 and No. 2/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars').

In accordance with the Notice of 33rd Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(V) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on July 07, 2022, the remote e-voting commenced on August 08, 2022, 09:00 AM and ended on August 10, 2022, 05:00 P.M.

The Equity Shareholders holding shares as on August 05, 2022, "cutoff date" were entitled to vote on the resolutions stated in the Notice of 33rd Annual General Meeting of the Company.

This Annual General Meeting of the Equity Shareholders of Resonance Specialties Limited was convened through Video Conferencing (VC)/Other Audio Visual Means (OAVM) pursuant to the General Circular number 14/2020, 17/2020 and 20/2020 issued by the Ministry of Corporate Affairs (MCA) and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued by the Securities and Exchange Board of India (SEBI) without the physical presence of the shareholders at common venue. .

The votes on remote e-voting were unblocked at 03.17 p.m. on August 11, 2022, the e-voting results/list of equity shareholders who have voted for and against

were downloaded from the e-voting website of CDSL (<https://evotingindia.com>) and the same are being handed over to the Chairman/Company Secretary.

The results of the scrutiny of voting by remote e-voting and through e-voting facility provided during AGM in respect of resolutions contained in Notice dated June 23, 2022 are as under;

(1) Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended on March 31, 2022 together with the reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)

(i) Voted in **favour** of the resolution:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	55	6284054	99.99
e- Voting in AGM	5	23	0.00
Total	60	6284077	99.99

(ii) Voted **against** the resolution:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	1	400	0.01
e- Voting in AGM	-	-	-
Total	1	400	0.01

(iii) Invalid Votes:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
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Remote e-voting	-	-	-
e- Voting in AGM	-	-	-
Total	-	-	-

Result: We report that the numbers of votes cast in favour of the aforesaid Resolution are more than the number of votes cast against accordingly the resolution be considered as passed with requisite majority.

Invalid Votes: There were no invalid votes.

(2) Resolution

To appoint a Director in place of Mr. Prashant Godha (DIN 00012759), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution).

(i) Voted in **favour** of the resolution:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	53	6284009	99.99
e- Voting in AGM	5	23	0.00
Total	58	6284032	99.99

(ii) Voted **against** the resolution:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	3	445	0.01
e- Voting in AGM	-	-	-
Total	3	445	0.01

(ii) **Invalid Votes:**

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	-	-	-
e- Voting in AGM	-	-	-
Total	-	-	-

Result: We report that the numbers of votes cast in favour of the aforesaid Resolution are more than the number of votes cast against accordingly the resolution be considered as passed with requisite majority.

Invalid Votes: There were no invalid votes.

(3) Resolution

To declare dividend on equity shares. (Ordinary Resolution)

(i) Voted in **favour** of the resolution:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	55	6284054	99.99
e- Voting in AGM	5	23	0.00
Total	60	6284077	99.99

(ii) Voted **against** the resolution:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	1	400	0.01
e- Voting in AGM	-	-	-

Total	1	-	.01
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(iii) Invalid Votes:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	-	-	-
e- Voting in AGM	-	-	-
Total	-	-	-

Result: We report that the numbers of votes cast in favour of the aforesaid Resolution are more than the number of votes cast against accordingly the resolution be considered as passed with requisite majority.

Invalid Votes: There were no invalid votes.

(4) Resolution

To Ratify the remuneration of the Cost Auditors for the FY 2022-23. (Ordinary Resolution)

(i) Voted in **favour** of the resolution:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	54	6284037	99.99
e-Voting in AGM	5	23	0.00
Total	59	6284060	99.99

(ii) Voted **against** the resolution:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	2	417	0.01
e- Voting in AGM	-	-	-
Total	2	417	-

(iii) Invalid Votes:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	-	-	-
e- Voting in AGM	-	-	-
Total	-	-	-

Result: We report that the numbers of votes cast in favour of the aforesaid Resolution are more than the number of votes cast against accordingly the resolution be considered as passed with requisite majority.

Invalid Votes: There were no invalid votes.

(5) Resolution

To consider the appointment of Mr. Charchit Jain as a Director. (Ordinary Resolution)

(i) Voted in **favour** of the resolution:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	54	6284026	99.99

e- Voting in AGM	5	23	0.00
Total	59	6284049	99.99

(ii) Voted **against** the resolution:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	2	428	0.01
e- Voting in AGM	-	-	-
Total	2	428	0.01

(iii) Invalid Votes:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	-	-	-
e- Voting in AGM	-	-	-
Total	-	-	-

Result: We report that the numbers of votes cast in favour of the aforesaid Resolution are more than the number of votes cast against accordingly the resolution be considered as passed with requisite majority.

Invalid Votes: There were no invalid votes.

(6) Resolution

To appoint Mr. Charchit Jain as the Whole-time Director of the Company.
(Ordinary Resolution)

(i) Voted in **favour** of the resolution:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	53	6284009	99.99
e- Voting in AGM	5	23	0.00
Total	58	6284032	99.99

(ii) Voted **against** the resolution:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	3	445	0.01
e- Voting in AGM	-	-	-
Total	3	445	0.01

(iii) Invalid Votes:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	-	-	-
e- Voting in AGM	-	-	-
Total	-	-	-

Result: We report that the numbers of votes cast in favour of the aforesaid Resolution are more than the number of votes cast against accordingly the resolution be considered as passed with requisite majority.

Invalid Votes: There were no invalid votes.

(7) Resolution

Approval for entering into Related Party Transaction by the Company. (Ordinary Resolution)

(i) Voted in favour of the resolution:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	50	21734	98.02
e- Voting in AGM	5	23	0.10
Total	55	21757	98.12

(ii) Voted against the resolution:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	2	417	1.88
e- Voting in AGM	-	-	-
Total	2	417	1.88

(iii) Invalid Votes:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	-	-	-
e- Voting in AGM	-	-	-
Total	-	-	-

Result: We report that the numbers of votes cast in favour of the aforesaid Resolution are more than the number of votes cast against accordingly the resolution be considered as passed with requisite majority.

Invalid Votes: There were no invalid votes.

(8) Resolution

To make Investment, give Loans Guarantee and Security in excess of limits of limits specified under section 186 of the companies Act, 2013. (Special Resolution)

(i) Voted in favour of the resolution:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	53	6284009	99.99
e- Voting in AGM	5	23	0.00
Total	58	6284032	99.99

(ii) Voted against the resolution:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	3	445	0.01
e- Voting in AGM	-	-	-
Total	3	445	0.01

(iii) Invalid Votes:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	-	-	-
e- Voting in AGM	-	-	-
Total	-	-	-

Result: We report that the number of votes cast in favour of the resolution was not less than three times the number of the votes, if any, cast against the resolution by members so entitled and voting, we report that the Special Resolution with regard to Resolution No 8 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Invalid Votes: There were no invalid votes.

All the relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid 33rd Annual General Meeting and the same shall be handed over to the Chairman/Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

**FOR ALOK KHAIRWAR & ASSOCIATES
COMPANY SECRETARIES**

ALOK
OMPRAKASH
KHAIRWAR

Digitally signed by ALOK
OMPRAKASH KHAIRWAR
Date: 2022.08.12
16:42:18 +05'30'

**CS Alok Khairwar
(Proprietor)**

FCS: 10031

CP No: 12880

P. R. No: 1761/2022

UDIN: F010031D000785025

Place: Mumbai

Dated: August 12, 2022

Received & accepted

For RESONANCE SPECIALTIES LTD.

M. S. S. S. S.

Company Secretary