

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: 34th Annual General Meeting held on Tuesday, August 8, 2023 at
3.30 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 and Regulation 44 of
SEBI (Listing Obligations & Disclosure Requirements) Regulations,
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 34th Annual General Meeting of the Equity Shareholders of the Company held on Tuesday, August 8, 2023 at 3.30 P.M. through Video Conferencing (VC)/Other Audio Visual Means (OAVM) and concluded at 04.05 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 34th 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 May 11, 2023 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 11, 2023 in respect of the below mentioned resolutions to be passed at the said Annual General Meeting of the Company to be held on Tuesday, August 8, 2023 at 3.30 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, No. 2/2022 dated May 5, 2022 and No. 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars') and SEBI Circulars dated May 12, 2020 and dated January 15, 2021.

In accordance with the Notice of 34th 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 12, 2023, the remote e-voting commenced on August 05, 2023, 09:00 AM and ended on August 07, 2023, 05:00 P.M.

The Equity Shareholders holding shares as on August 01, 2023, "cutoff date" were entitled to vote on the resolutions stated in the Notice of 34th Annual General Meeting of the Company.

The votes on remote e-voting were unblocked at 04.51 p.m. on August 08, 2023, the e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of NSDL (<https://www.evoting.nsdl.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 May 11, 2023 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, 2023 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	39	6263344	92.06
e- Voting in AGM	3	540493	7.94
Total	42	6803837	100.00 (Rounded Off)

(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	25	0.00
e- Voting in AGM	-	-	-
Total	1	25	0.00

(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.

(2) Resolution

To appoint a Director in place of Mr. Charchit Jain (DIN 09344495), 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	39	6263344	92.06
e- Voting in AGM	3	540493	7.94
Total	42	6803837	100.00 (Rounded Off)

(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	25	0.00
e- Voting in AGM	-	-	-
Total	1	25	0.00

(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	39	6263344	92.06
e- Voting in AGM	3	540493	7.94
Total	42	6803837	100.00 (Rounded Off)

(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	25	0.00
e- Voting in AGM	-	-	-

Total	1	25	0.00
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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

Approval for entering into Related Party Transactions 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	37	1143	0.21
e-Voting in AGM	3	540493	99.79
Total	40	541636	100.00 (Rounded Off)

(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	25	0.00
e- Voting in AGM	-	-	-
Total	1	25	0.00

(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 Ratify the remuneration of the Cost Auditors for the FY 2023-24. (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	39	6263344	92.06
e- Voting in AGM	3	540493	7.94
Total	42	6803837	100.00 (Rounded Off)

(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	25	0.00
e- Voting in AGM	-	-	-
Total	1	25	0.00

(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.



ALOK KHAIRWAR
& ASSOCIATES

ALOK KHAIRWAR AND ASSOCIATES

F214 B wing, Express Zone Mall,
Western Express Highway,
Near Oberoi Mall, Malad East,
Mumbai - 400 097.

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 34th 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**

**CS Alok Khairwar
(Proprietor)
FCS: 10031
CP No: 12880
P. R. No: 1761/2022
UDIN: F010031E000766094
Place: Mumbai
Dated: August 08, 2023**

