



Sumit Bajaj & Associates

(Practicing Company Secretaries)

Office Address: Office No. 804, Arunachal Building, 19, Barakhamba Road, New Delhi-110001

Email Id: cssumitbajaj@gmail.com, Tel: +91-9910613098

Registration No. S2019DE677200, Peer Review No. 2885/2023

Scrutinizer Report

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

To,
The Chairman,
MAYASHEEL RETAIL INDIA LIMITED
5709, Gali No 6, Subhash Mohalla,
Gandhi Nagar, East Delhi
New Delhi-110031

Subject: Consolidated Scrutinizer's Report on remote e-voting\E-voting conducted for the 05th Annual General Meeting of Mayasheel Retail India Limited held on 30th Day of December, 2023 at 12:00 P.M (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OVAM).

Dear Sir,

I, **Sumit Bajaj**, Practicing Company Secretary, have been appointed as Scrutinizer by the Board of Directors of Mayasheel Retail India Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting\ e-voting process in respect of the below mentioned resolutions proposed at the **05th Annual General Meeting of Mayasheel Retail India Limited held on 30th Day of December, 2023 At 12:00 P.M (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OVAM).**

I was also appointed as Scrutinizer to scrutinize the e-voting process during the said AGM.

The notice dated December 04, 2023 convening the AGM along with 05th Annual Reports of 2022-23, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose e-mail addresses are registered with the Company/ Registrar and Transfer Agent/ Depositories/ Depository Participants in compliance with the MCA Circular No. Nos. 14/2020 dated April 8, 2020 and 17 /2020 dated April 13, 2020, followed by General Circular Nos. 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being 10/2023 dated December 28, 2023 (collectively referred to as 'MCA Circulars').

Management's Responsibility: The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules relating to remote e-voting and voting through electronic means ("e-voting") on the resolutions contained in the Notice to the AGM of the members of the Company. My responsibility as a Scrutinizer for e-voting process (i.e. remote e-voting and e-voting at the AGM) is restricted to preparing a Consolidated Scrutinizer's Report of the votes cast "in favor" or "against" the resolutions stated in the Notice of AGM, based on the reports generated from the remote e-voting system as well as e-voting system provided by National Securities Depository Limited NSDL.



For Mayasheel Retail India Limited

Managing Director



Sumit Bajaj & Associates

(Practicing Company Secretaries)

Office Address: Office No. 804, Arunachal Building, 19, Barakhamba Road, New Delhi-110001

Email Id: csumitbajaj@gmail.com, Tel: +91-9910613098

Registration No. S2019DE677200, Peer Review No. 2885/2023

Scrutinizer's Responsibility: My responsibility as a scrutinizer is restricted to making a Scrutinizer's report of the votes cast by the members in respect of the resolutions contained in the AGM Notice. My report is based on report generated by voting through electronic means provided by National Securities Depository Limited (NSDL) the authorized agency engaged by the Company to provide voting by electronic means and scrutinizing the physical voting done through polling paper at the venue of the AGM.

I submit my report as under:

1. In terms of Section 108 and Section 110 of Companies Act, 2013 read with rules and SEBI Listing Regulations, 2015, the Company had made arrangement with National Securities Depository Limited ("NSDL") for providing facility of voting through electronic means ("Remote e-voting") to its members.
2. The shareholders of the Company holding shares as on the "cut-off" date Saturday, December 23, 2023 were entitled to vote on the resolutions as contained in the Notice of the AGM.
3. The voting period for remote e-voting commenced on Wednesday, 27th December, 2023 at 09:00 A.M. and ends on Friday, 29th December, 2023 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.
4. The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier.
5. After the conclusion of e-voting at the AGM, first downloaded the votes cast at the AGM. There after the votes cast under remote e-voting process were unblocked by me in the presence of two witnesses,

1. Manita Rawi R/o - Delhi Manita

2. Sharad Gupta R/o - Delhi

who were not in the employment of the Company and the e-voting results were downloaded from the e-voting website of National Securities Depository Limited (NSDL) i.e. <http://www.evoting.nsdl.com>.

6. I would like to mention that the voting rights of Members were in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. Saturday, 23rd December, 2023 and as per the Register of Members of the Company.
7. The particulars of Voting and other requisite details have been entered in a separate register maintained for the purpose.



For Mavesh Retail India Limited

Managing Director



Sumit Bajaj & Associates

(Practicing Company Secretaries)

Office Address: Office No. 804, Arunachal Building, 19, Barakhamba Road, New Delhi-110001

Email Id: csumitbajaj@gmail.com, Tel: +91-9910613098

Registration No. S2019DE677200, Peer Review No. 2885/2023

8. The summary of remote e-Voting prior and during the AGM for the following resolutions are as under:

Ordinary Resolution 1: To receive, consider and adopt the Audited Annual Financial Statements of the Company for the Financial Year ended March 31, 2023 together with the Report of the Auditors and Directors thereon.

Means of Voting	Total Votes cast	Invalid Votes	Valid Votes	Total valid Votes cast in favour of the Resolution		Total Votes cast against the Resolution	
				Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast
Remote E-voting	23887199	0	23887199	23887199	100%	0	0
E-voting at AGM	0	0	0	0	0	0	0
Total	23887199	0	23887199	23887199	100%	0	0

Since total votes voted in favour of the resolution is 100% and total votes voted against the resolution is NIL, the Resolution has been passed as Ordinary Resolution.

Ordinary Resolution 2: To appoint a Director in place of Mr. Sushil Kumar Karwa (DIN: 07024677), who retires by rotation and being eligible, offers himself for re-appointment.

Means of Voting	Total Votes cast	Invalid Votes	Valid Votes	Total valid Votes cast in favour of the Resolution		Total Votes cast against the Resolution	
				Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast
Remote E-voting	23885199	0	23885199	23885199	100%	0	0
E-voting at AGM	0	0	0	0	0	0	0
Total	23885199	0	23885199	23885199	100%	0	0

Since total votes voted in favour of the resolution is 100% and total votes voted against the resolution is NIL the Resolution has been passed as Ordinary Resolution.

Special Resolution 3: Re-appointment of Mr. Atul Garg (DIN: 07024683) as Managing Director of the Company and to fix the remuneration.



For Mayasheel Retail India Limited

Managing Director



Sumit Bajaj & Associates

(Practicing Company Secretaries)

Office Address: Office No. 804, Arunachal Building, 19, Barakhamba Road, New Delhi-110001

Email Id: csumitbajaj@gmail.com, Tel: +91-9910613098

Registration No. S2019DE677200, Peer Review No. 2885/2023

Means of Voting	Total Votes cast	Invalid Votes	Valid Votes	Total valid Votes cast in favour of the Resolution		Total Votes cast against the Resolution	
				Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast
Remote E-voting	3720200	0	3720200	3720200	100%	0	0
E-voting at AGM	0	0	0	0	0	0	0
Total	3720200	0	3720200	3720200	100%	0	0

Since total votes voted in favour of the resolution is 100% and total votes voted against the resolution is NIL the Resolution has been passed as Special Resolution.

Special Resolution 4: Regularization of Ms. Mala Thapar (DIN: 07956857), Additional Director (Non-Executive and Independent) of the Company as an Independent Director of the Company.

Means of Voting	Total Votes cast	Invalid Votes	Valid Votes	Total valid Votes cast in favour of the Resolution		Total Votes cast against the Resolution	
				Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast
Remote E-voting	23887199	0	23887199	23887199	100%	0	0
E-voting at AGM	0	0	0	0	0	0	0
Total	23887199	0	23887199	23887199	100%	0	0

Since total votes voted in favour of the resolution is 100% and total votes voted against the resolution is NIL the Resolution has been passed as Special Resolution.

Special Resolution 5: Regularization of Mr. Deepak Chauhan (DIN:09033024) Additional Director (Non-Executive and Independent) of the Company as an Independent Director of the Company.

Means of Voting	Total Votes cast	Invalid Votes	Valid Votes	Total valid Votes cast in favour of the Resolution		Total Votes cast against the Resolution	
				Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast
Remote E-voting	23887199	0	23887199	23887199	100%	0	0
E-voting at AGM	0	0	0	0	0	0	0
Total	23887199	0	23887199	23887199	100%	0	0



For Mayasheel Retail India Limited

Managing Director



Sumit Bajaj & Associates

(Practicing Company Secretaries)

Office Address: Office No. 804, Arunachal Building, 19, Barakhamba Road, New Delhi-110001

Email Id: csumitbajaj@gmail.com, Tel: +91-9910613098

Registration No. S2019DE677200, Peer Review No. 2885/2023

Since total votes voted in favour of the resolution is 100% and total votes voted against the resolution is NIL the Resolution has been passed as Ordinary Resolution.

9. The remote e-voting register and other records shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to the Compliance Officer for safe keeping.
10. This report has been issued at the request of the Company for (i) placing on the website of the Company.

Thanking You

For Sumit Bajaj & Associates
(Practicing Company Secretary)

CS Sumit Bajaj
(Proprietor)

C.P No.: 23948

M.No.: 45042

UDIN: A045042E003075179

Date: 30-12-2023

Place: New Delhi