



# Sumit Bajaj & Associates

*(Practicing Company Secretaries)*

Office Address: 888, FF, Sector 5, Vaishali, Ghaziabad-201010

Email Id: [cssumitbajaj@gmail.com](mailto:cssumitbajaj@gmail.com), Tel: +91-9910613098

## CONSOLIDATED SCRUTINIZER'S REPORT

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

**Subject: Consolidated Scrutinizer Report on Remote e-voting and voting through electronic means ("e-voting") at the 4<sup>th</sup> Annual General Meeting ("AGM") of the members of Mayasheel Retail India Limited ("the Company") held on Thursday, 15<sup>th</sup> December, 2022 at 11:00 A.M. through Video Conferencing/ Other Audio-Visual Means ("VC/OAVM")**

Dear Sir,

1. I, Sumit Bajaj, Practicing Company Secretary had been appointed as a Scrutinizer by the Board of Directors of Mayasheel Retail India Limited ("the Company") for the purpose of scrutinizing the voting through:
  - (i) remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015; and
  - (ii) electronic voting ("e-voting") at the meeting on the resolutions contained in the Notice of the AGM of the members of the Company, held on Thursday, the 15<sup>th</sup> December, 2022 at 11:00 A.M. through Video Conferencing / Other Audio-Visual Means ("VC/OAVM").
2. 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.
3. The Company made arrangements with National Securities Depository Limited (NSDL) for providing a system of voting by the shareholders electronically through remote e-voting and e-voting at the Meeting.
4. The shareholders of the Company holding shares as on the "cut off" date i.e. 08<sup>th</sup> December, 2022 were entitled to vote on the resolutions as contained in the Notice of the AGM.



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- The remote e-voting remained open from **Monday, 12<sup>th</sup> December, 2022 (9:00 a.m. IST)** to **Wednesday, 14<sup>th</sup> December, 2022 (5:00 p.m. IST)**
- 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, Mr. Kundan Mishra R/o 175/7, fourth floor, Mayur Vihar, Delhi-110091 and Ms. Heena Verma D/o Sh. Rohit Verma R/o A-16, Shakkarpur, Laxmi Nagar, Delhi-110092 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>.
- As requested by the management, I submit herewith Consolidated Scrutinizers' Report on the results of remote e-voting and e-voting as under: -

Item No. of Notice	Means of Voting	Total Votes	Invalid Votes	Valid Votes	Total Votes cast in favor 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
<b>Item No. 1:</b> To receive, consider and adopt the Audited Annual Financial Statements of the Company for the Financial Year ended March 31, 2022 together with the Report of the Auditors and Directors thereon.	Remote E-voting	23917647	0	23917647	23917647	100	0	0
	E-voting at the meeting	0	0	0	0	0	0	0
	<b>Total</b>	<b>23917647</b>	<b>0</b>	<b>23917647</b>	<b>23917647</b>	<b>100</b>	<b>0</b>	<b>0</b>
<b>Item No. 2:</b> To appoint a Director in place of Mrs. Neha Garg (DIN: 08266778), who retires by rotation and being eligible, offers herself for re-appointment	Remote E-voting	23917647	0	23917647	23917647	100	0	0
	E-Voting at the Meeting	0	0	0	0	0	0	0
	<b>Total</b>	<b>23917647</b>	<b>0</b>	<b>23917647</b>	<b>23917647</b>	<b>100</b>	<b>0</b>	<b>0</b>



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Item No. 3: To appoint a Director in place of Mr. Parthy Purani (DIN: 07024663), who retires by rotation and being eligible, offers himself for re-appointment	Remote E-Voting	23917647	0	23917647	23917647	100	0	0
	E-voting at the meeting	0	0	0	0	0	0	0
	<b>Total</b>	<b>23917647</b>	<b>0</b>	<b>23917647</b>	<b>23917647</b>	<b>100</b>	<b>0</b>	<b>0</b>
Item No. 4: To appoint M/s. AKNR & Co., Chartered Accountants, having Firm's Registration No. 023076C, as the Statutory Auditors of the Company from the conclusion of this Annual General Meeting up to the conclusion of the 09th Annual General Meeting to be held in the year 2027 i.e. for a period of 5 years, and to authorize the Board of Directors to fix their remuneration.	Remote E-Voting	23917647	0	23917647	23917647	100	0	0
	E-voting at the meeting	0	0	0	0	0	0	0
	<b>Total</b>	<b>23917647</b>	<b>0</b>	<b>23917647</b>	<b>23917647</b>	<b>100</b>	<b>0</b>	<b>0</b>
Item No. 5: Regularization of appointment of Mr. Sandeep Verma (DIN: 02285792), Additional Director (Non-Executive and Independent) as an Independent Director of the Company.	Remote E-Voting	23917647	0	23917647	23917647	100	0	0
	E-voting at the meeting	0	0	0	0	0	0	0
	<b>Total</b>	<b>23917647</b>	<b>0</b>	<b>23917647</b>	<b>23917647</b>	<b>100</b>	<b>0</b>	<b>0</b>



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8. The electronic data and all other relevant records relating to e-voting is under my safe custody and will be handed over to the Company Secretary/ Director for preserving safely after the Chairman or his Authorized Representative considers, approves and signs the minutes of AGM.
9. This report has been issued at the request of the Company for (i) placing on the website of the Company.

Thanking you

**(CS Sumit Bajaj)**  
**Practicing Company Secretary**  
**M. No.: A45042 C.P. No.: 23948**  
**UDIN: A045042D002722805**

**Counter Signed by**  
**FOR MAYASHEEL RETAIL INDIA LIMITED**  
**ATUL GARG**  
**Managing Director**  
**DIN: [07024683](#)**

**Place: New Delhi**  
**Date: 15.12.2022**