

**CONSOLIDATED SCRUTINIZER'S REPORT**

*[Pursuant to the provisions of section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended]*

To,  
The Chairman,

The 53<sup>rd</sup> Annual General Meeting (AGM) of the members of **EMA INDIA LIMITED** ("the Company"), bearing CIN: L27201UP1971PLC003408, held on **Thursday, September 26<sup>th</sup>, 2024 at 01:00 P.M.** through **Video Conferencing (VC) or Other Audio-Visual Means (OAVM)** for which the Registered office of the Company situated at C-37, Panki Industrial Area, P.O. Udyog Nagar, Kanpur- 208022 is deemed to be the venue of the meeting.

Dear Sir,

I, **Awashesh Dixit, Company Secretary in Practice**, have been appointed as a "Scrutinizer" by the Board of Directors of the **Ema India Limited ("the Company")** for the purpose of scrutinizing the process of remote e-voting and e-voting at the Annual General Meeting (Insta Poll through electronic means provided to the Shareholders present at the Annual General Meeting through VC/OAVM, who have not cast their vote through remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments thereon on the resolutions contained in the notice dated **08<sup>th</sup> August, 2024**, calling the **53<sup>rd</sup> Annual General Meeting**. The Annual General Meeting was convened on **Thursday, September 26<sup>th</sup>, 2024 at 01:00 P.M. (IST)** through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM").

**Management's Responsibility:**

1. The management of the Company is responsible to ensure compliance with the requirements of (i) **Companies Act, 2013** and the Rules framed thereunder; (ii) **MCA Circulars**; and (iii) **SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("LODR")** relating to e-voting on the resolutions contained in the Notice to the 53<sup>rd</sup> AGM. The Management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting system.



**Scrutinizer's Responsibility:**

2. My responsibility as a scrutinizer for e-voting process (i.e. remote e-voting and e-voting i.e. Insta Poll at the Annual General Meeting) is restricted for making a **Consolidated Scrutinizer's Report** of the votes casted 'in favor" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by **Central Depository Services (India) Limited ("CDSL")**, the authorized agency engaged by the Company to provide e-voting facilities for remote e-voting and also based on the e-voting (Insta Poll) conducted at the Annual General Meeting.

**Authorised Agency:**

3. The Company has engaged the services of **Central Depository Services (India) Limited (CDSL)**, as the Authorized Agency to provide secured system for remote e-voting process and e-voting (Insta Poll) at the Annual General Meeting held through "VC"/ "OAVM".

**Cut-off date:**

4. The Shareholders of the Company holding shares as on the "cut-off" date (i.e. the record date) of **Thursday, September 19, 2024** were entitled to vote on the resolutions forming part of the Notice of the AGM.

**Remote e-voting:**

5. The remote e-voting period began on **Monday, September 23, 2024 at 09:00 A.M.(IST)** and ended on **Wednesday, September 25, 2024 at 05:00 P.M.(IST)**. The remote e-voting module has been disabled by CDSL for voting thereafter.
6. The votes cast electronically were unblocked on **September 26, 2024 around 01:46 PM** after the conclusion of the e-voting (Insta Poll) in the AGM, in the presence of two witnesses Mr. Shivam Gupta, R/o Tilak Nagar Narani Road Atarra Near Bade Lohar ,Atarra - 210201 and Mr. Vijay Pratap Maurya, R/o 72-A, Gayatri Nagar, Sanigawan Road, Kanpur - 208021 who are not in the employment of the Company and/or CDSL.



They have signed below in confirmation of the E-Votes being unblocked in their presence.

*Shivam Gupta*

(Shivam Gupta)

*Vijay Pratap Maurya*

(Vijay Pratap Maurya)

- The e-voting (Insta Poll) facility was provided to all the shareholders who attended the AGM to vote on the Resolutions as contained in the Notice of the 53<sup>rd</sup> AGM but not to those shareholders who have opted the facility to vote through remote e-voting prior to the meeting.
- Thereafter, the details containing, inter alia, the information about equity shareholders voting 'in favour' and 'against' the resolutions, were generated from the e-voting website of Central Depository Services (India) Limited ("CDSL") and based on such reports the results of Remote e-voting and e-voting (Insta Poll) at AGM on each resolution is given hereunder:

**ORDINARY BUSINESS:**

**A) Resolution No.1: Ordinary Resolution**

**To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31st, 2024 and the Reports of Board of Directors and the Auditors thereon.**

Voted in 'FAVOUR' of the resolution:

Number of Members voted through Remote E-voting	Number of votes cast in 'Favour' of the resolution by Remote e-voting	Number of members voted through Insta Poll	Number of votes cast in "Favour" of the resolution by Insta Poll	Total Number of Votes cast in "Favour" of the resolution by Remote E-Voting And Insta Poll	% of total number of valid votes cast
11	498,155	00	00	498,155	99.98%



Voted 'AGAINST' the resolution:

Number of Members voted through Remote E-voting	Number of votes cast 'against' the resolution by Remote e-voting	Number of members voted through Insta Poll	Number of votes cast "Against" the resolution by Insta Poll	Total Number of Votes cast "against" the resolution by Remote E-Voting And Insta Poll	% of total number of valid votes cast
1	100	00	00	100	0.02%

Voted INVALID: NIL

**B) Resolution No. 2: Ordinary Resolution**

**To appoint a director in place of Ms. Ranjana Bhargava (DIN 00234421) who retires by rotation and being eligible offers herself for re-appointment.**

Voted in 'FAVOUR' of the resolution:

Number of Members voted through Remote E-voting	Number of votes cast in 'Favour' of the resolution by Remote e-voting	Number of members voted through Insta Poll	Number of votes cast in "Favour" of the resolution by Insta Poll	Total Number of Votes cast in "Favour" of the resolution by Remote E-Voting And Insta Poll	% of total number of valid votes cast
11	498,155	00	00	498,155	99.98%



Voted 'AGAINST' the resolution:

Number of Members voted through Remote E-voting	Number of votes cast 'against' the resolution by Remote e-voting	Number of members voted through Insta Poll	Number of votes cast "Against" the resolution by Insta Poll	Total Number of Votes cast "against" the resolution by Remote E-Voting And Insta Poll	% of total number of valid votes cast
1	100	00	00	100	0.02%

Voted INVALID: NIL

**SPECIAL BUSINESS:-**

**C) Resolution No. 3: Ordinary Resolution**

To Regularize the appointment of Mr. Himanshu Kapoor (DIN: 07926807) as an Independent Director of the Company.

Voted in 'FAVOUR' of the resolution:

Number of Members voted through Remote E-voting	Number of votes cast in 'Favour' of the resolution by Remote e-voting	Number of members voted through Insta Poll	Number of votes cast in "Favour" of the resolution by Insta Poll	Total Number of Votes cast in "Favour" of the resolution by Remote E-Voting And Insta Poll	% of total number of valid votes cast
11	498,155	00	00	498,155	99.98%



Voted 'AGAINST' the resolution:

Number of Members voted through Remote E-voting	Number of votes cast 'against' the resolution by Remote e-voting	Number of members voted through Insta Poll	Number of votes cast "Against" the resolution by Insta Poll	Total Number of Votes cast "against" the resolution by Remote E-Voting And Insta Poll	% of total number of valid votes cast
1	100	00	00	100	0.02%

Voted INVALID: NIL

**D) Resolution No. 4: Special Resolution**

**To appoint Mrs. Honey Bhatia (DIN: 10734987), as Non-Executive and Independent Director of the Company**

Voted in 'FAVOUR' of the resolution:

Number of Members voted through Remote E-voting	Number of votes cast in 'Favour' of the resolution by Remote e-voting	Number of members voted through Insta Poll	Number of votes cast in "Favour" of the resolution by Insta Poll	Total Number of Votes cast in "Favour" of the resolution by Remote E-Voting And Insta Poll	% of total number of valid votes cast
11	498,155	00	00	498,155	99.98%



Voted 'AGAINST' the resolution:

Number of Members voted through Remote E-voting	Number of votes cast 'against' the resolution by Remote e-voting	Number of members voted through Insta Poll	Number of votes cast "Against" the resolution by Insta Poll	Total Number of Votes cast "against" the resolution by Remote e-Voting And Insta Poll	% of total number of valid votes cast
1	100	00	00	100	0.02%

Voted INVALID: NIL

**E) Resolution No. 5: Special Resolution**

**To increase the borrowing limits of the Company.**

Voted in 'FAVOUR' of the resolution:

Number of Members voted through Remote E-voting	Number of votes cast in 'Favour' of the resolution by Remote e-voting	Number of members voted through Insta Poll	Number of votes cast in "Favour" of the resolution by Insta Poll	Total Number of Votes cast in "Favour" of the resolution by Remote E-Voting And Insta Poll	% of total number of valid votes cast
11	498,155	00	00	498,155	99.98%



Voted '**AGAINST**' the resolution:

Number of Members voted through Remote E-voting	Number of votes cast 'against' the resolution by Remote e-voting	Number of members voted through Insta Poll	Number of votes cast "Against" the resolution by Insta Poll	Total Number of Votes cast "against" the resolution by Remote E-Voting And Insta Poll	% of total number of valid votes cast
1	100	00	00	100	0.02%

Voted **INVALID: NIL**

**Awashesh Dixit**  
Practicing Company Secretary

**AWASHESH DIXIT**  
**COMPANY SECRETARY**

**C.P. No. 15398**

**FCS No. 10860**

**C.P. No. 15398**

Peer Reviewed Unit No.: 2873/2023

UDIN: F010860F001325131

Date: 26.09.2024

Place: Kanpur