

A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013
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SCRUTINIZER'S REPORT

To
The Board of Directors
Rossell India Limited
Jindal Towers, Block 'B', 4th Floor
21/1A/3, Darga Road
Kolkata - 700 017

Dear Sir,

- (1) We have been appointed as Scrutinizer by the Company in connection with Postal Ballot conducted in terms of MCA Circular No. 14/2020 dated 8th April, 2020, MCA Circular No. 17/2020 dated 13th April, 2020, MCA Circular No. 22/2020 dated 15th June, 2020, MCA Circular No. 33/2020 dated 28th September, 2020, MCA Circular No. 39/2020 dated 31st December, 2020, MCA Circular No. 10/2021 dated 23rd June, 2021, MCA Circular No. 20/2021 dated 8th December, 2021 MCA Circular No. 3/2022 dated 5th May, 2022 and MCA Circular No. 11/2022 dated 28th December, 2022 (collectively referred as "MCA Circulars") for the purpose of scrutinizing the electronic voting process through remote e-voting ("e-voting") in a fair and transparent manner in terms of the resolution of the Board of Directors of the Company dated 8th February, 2023.
- (2) The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and Rules relating to e-voting on the resolution contained in the Notice of Postal Ballot dated 8th February, 2023. Our responsibility as a scrutinizer for the voting process through e-voting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution, based on the reports generated from the e-voting system of National Securities Depository Limited ("NSDL"), the agency engaged by the Company to provide e-voting facility.
- (3) We submit our report as under:
 - (a) The Company has completed dispatch of the Notice of Postal Ballot through electronic mode on 23rd March, 2023 to its Members, whose name(s) appeared on the Register of Members / list of beneficiaries as on the close of business hours on 17th March, 2023.
 - (b) Members were provided the opportunity to cast their vote(s) through electronic voting system in terms of the platform as provided by NSDL e-voting system (www.evoting.nsdl.com).
 - (c) The e-voting period remained open from 09:00 A.M. IST on Saturday, 25th March, 2023 up to 5:00 P.M. IST on Sunday, 23rd April, 2023.



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- (d) The shareholders holding shares as on the "cut off" date, i.e. Friday, 17th March, 2023 were entitled to vote on the proposed resolution as mentioned in the Notice of Postal Ballot dated 8th February, 2023.
- (e) The result of the e-voting was downloaded after 5:00 p.m. on Sunday, 23rd April, 2023 from NSDL website providing the platform for e-voting system (www.evoting.nsdl.com) and were unblocked in the presence of two witnesses, namely, Mr. Narayan Chandra Saha, residing at 108, Sarat Chatterjee Road, Howrah - 711102 and Mrs. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata - 700060, and has been included in our report.
- (f) The summary of the votes casted through e-voting (EVEN: 123690) is as follows :-

SPECIAL BUSINESS:

Resolution 1 : Special Resolution

Re-appointment of Ms. Nayantara Palchoudhuri (DIN: 00581449) as an Independent Director

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

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote E-voting	107	28370708	99.9986%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote E-voting	12	392	0.0014%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
1	771625



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4. The proposed resolution has therefore been passed with requisite majority by the Shareholders of the Company.
5. You may accordingly declare the result of Postal Ballot through e-voting.
6. The electronic data and e-voting registers shall remain in our safe custody until the Chairman considers, approves and signs the minutes of Postal Ballot through e-voting.

Thanking You,

Yours truly

For A. K. LABH & Co.

Company Secretaries



(CS A. K. LABH)

Practising Company Secretary

FCS : 4848 / CP No. : 3238

UIN : S1999WB026800

PRCN : 1038/2020

UDIN : F004848E000181134

Place : Kolkata

Dated : 24.04.2023



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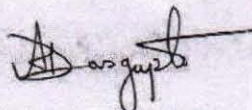
e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

Witness:

1. 

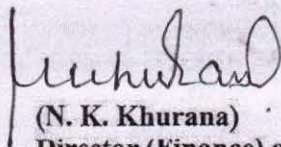
(Narayan Chandra Saha)
108, Sarat Chatterjee Road
Howrah - 711102

2. 

(Anushree Dasgupta)
28/N, Dwijen Mukherjee Road, Behala
Kolkata - 700060



Received the Report of the Scrutinizer
For Rossell India Limited



(N. K. Khurana)
Director (Finance) and
Company Secretary
FCS - 2173



ROSSELL INDIA LIMITED

Start date of e-Voting on Postal Ballot

25th March, 2023

End date of e-Voting on Postal Ballot

: 23rd April, 2023

No. of shareholders present in the meeting either in person or through proxy

: N.A.

No. of shareholders attended the meeting through Video Conferencing

: N.A.

RESOLUTION NO. "1"	To re-appoint Ms. Nayantara Palchoudhuri (DIN:00581440) as an Independent Director of the Company
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Resolution required

: SPECIAL RESOLUTION

Whether promoter / promoter group are interested in the agenda / resolution

: NO

Category	Mode of Voting -	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter /Promoters Group	E-voting		28198233	100.00	28198233	0	100.00	0
	Poll	28198233	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	28198233	28198233	100.00	28198233	0	100.00	0
Public -Institution	E-voting		-	-	-	-	-	-
	Poll	1525376	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	1525376	-	-	-	-	-	-
Public-Non Institution	E-voting		172867	2.1682	172475	392	99.7732	0.2268
	Poll	7972866	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	7972866	172867	2.1682	172475	392	99.7732	0.2268
TOTAL		37696475	28371100	75.2619	28370708	392	99.9986	0.0014

