

Combined Scrutinizer's Report on Remote E-voting & E-Voting at the Extra-ordinary General Meeting of IMC Chamber of Commerce and Industry (Formerly: Indian Merchants' Chamber) ("the Chamber") held through video conferencing / other audio visual means on Tuesday, 4th January, 2022 at 4:30 p.m. at the Registered Office of the Chamber (deemed place of Meeting)

To,
Mr. Juzar Khorakiwala, Chairman
IMC Chamber of Commerce and Industry
(Formerly: Indian Merchants' Chamber)
JNM IMC Building, P.B. 11211
Churchgate, Mumbai 400020

Sub: Passing of Resolution(s) through remote e-voting pursuant to section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and e-voting done at the Extra-ordinary General Meeting according to the e-voting system provided by the Chamber in terms of Circulars issued by the Ministry of Corporate Affairs

Dear Sir,

The Managing Committee of IMC Chamber of Commerce and Industry (Formerly: Indian Merchants' Chamber) (hereinafter referred to as "**the Chamber**") appointed me on 2nd November, 2021 as the Scrutinizer for the Remote E-voting process pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and also to scrutinize the e-voting done by the Members of the Chamber at the Extra-ordinary General Meeting (EGM) who participated through video conferencing / other audio visual means (VC / OAVM) as permitted by the Ministry of Corporate Affairs (MCA) vide General Circular No.20/2021 dated 8th December, 2021 (MCA Circular).

The MCA Circular provides for relaxation to companies to hold its EGM through VC / OAVM including the manner of voting at the meeting, which was warranted on account of the continuing threat posed by the COVID-19 pandemic.

Report on Scrutiny:

- The Chamber had appointed Central Depository Services Limited ("**CDSL**") as the Service Provider for the purpose of extending the facility of Remote E-Voting and E-Voting system to the Members of the Chamber who participated in the EGM through VC / OAVM.
- CDSL had provided a system for recording the votes of the Members electronically on the item of the business sought to be transacted at the EGM of the Chamber, which was held on Tuesday, 4th January, 2022.
- CDSL had set up electronic voting facility (remote e-voting and e-voting at the EGM) on their website, <https://www.evotingindia.com>. The Chamber had uploaded the item of

the business to be transacted at the EGM on the website of the Chamber and also on the Service Provider to facilitate their Members to cast their vote through Remote E-Voting.

- The **Cut-off date** for the purposes of identifying the Members who were entitled to vote on the resolutions placed for approval of the Members was **31st January, 2021**.
- The Remote E-Voting facility was open from **Monday, 27th December, 2021 at 9.00 A.M. to Monday, 3rd January, 2022 at 5:00 P.M.**
- At the end of the voting period on 3rd January, 2022 at 5.00 P.M., the voting platform of the Service Provider was blocked forthwith.
- At the EGM of the Chamber, the facility to vote through electronic mode was provided to facilitate those members attending the meeting through VC / OAVM but could not cast their votes by availing the Remote E-voting facility.
- The Chairman, at the end of the discussion on the resolution(s) allowed to vote electronically through e-voting system provided on the CDSL platform to all those Members who attended the EGM through VC / OAVM but could not cast their votes through remote e-voting facility.
- The votes cast electronically through the e-voting system provided by the Service Provider and the votes cast through Remote E-Voting facility were simultaneously unblocked by me as a Scrutinizer in the presence of Mr. Shivakumar P. S. and Mr. Hemang Dhakan who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20 of the Companies (Management & Administration) Rules, 2014.
- After counting the voting by electronic means the votes cast through remote E-voting process was tabulated for the purpose of considering the total votes cast by the Members through both the mode (remote e-voting and e-voting at the EGM).
- Thereafter, I as a Scrutinizer duly compiled details of the Remote E-Voting carried out by the Members and the E-Voting at the EGM done through E-Voting system by the members attended through VC / OAVM, the details of which are as follows:

Details	Remote E-voting	E-voting at the EGM	Total voting
Number of members who casted their votes	6	4	10
Valid votes	As per details provided under each one of the Resolution(s) mentioned hereunder		
Invalid / Abstained	As mentioned under each of the Resolution(s) mentioned hereunder		

Note:

Percentage of votes cast in favour or against the resolution(s) are calculated based on the Valid Votes cast through Remote E-Voting and E-voting at the EGM.

The results of the Remote E-voting on each item of business together with that of the E-voting at the EGM are as under:



SPECIAL BUSINESS:

To alter Articles of Association of the Chamber (As a Special Resolution):



Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid / Abstain Votes
	Number of members	% age	Number of members	% age	Number of members
Remote E-voting	6	100			
E-Voting at the EGM	4	100			
TOTAL	10	100			

The Resolution mentioned in the Notice of the EGM as per the details above stand passed under Remote E-voting and E-Voting done by the Members of the Chamber at the Extra-ordinary General Meeting with the requisite majority and hence deemed to have been passed at the EGM.


I hereby confirm that, I have maintained the electronic voting data downloaded and made available by the Service Provider, in respect of the votes cast through Remote E-Voting and E-Voting done by the Members of the Chamber at the Extra-ordinary General Meeting. All the relevant records relating to remote e-voting and e-voting at the EGM will remain in my custody until the Chairman considers, approves and signs the minutes of the EGM and the same shall be handed over to the Chairman / Director-General of the Chamber for safe keeping.

Thanking you,

Yours faithfully,
For JSP Associates



Jatin S. Popat
Proprietor
FCS 4047 / CoP 6880

Countersigned by:
For IMC Chamber of Commerce and Industry


Juzar Khorakiwala, Chairman
DIN: 00082121

Witnesses:

1. Shivakumar P. S.



2. Hemang Dhakan



Place: Mumbai

Date: 4th January, 2022