

VIJAYAKRISHNA K T

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Company Secretary

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SCRUTINIZER'S REPORT

[Pursuant to Sections 108 & 109 of the Companies Act, 2013 and the Companies
(Management & Administration) Rules, 2014]

To

Chairman of 37th Annual General Meeting

Manjushree Technopack Limited

MBH Tech Park, 2nd Floor

Survey No 46 P and 47 P

Begur Hobli, Electronic City Phase-II

Bangalore-560100 IN

Dear Sir,

I, Vijayakrishna K T, Company Secretary in Whole-Time Practice (FCS No.1788, CP No. 980), having office at # 496/4, 2nd Floor, 10th Cross, Near Bashyam Circle, Sadashivanagar, Bengaluru- 560080, duly appointed as Scrutinizer by Manjushree Technopack Limited ('the Company') for the purpose of scrutinizing the e-voting prior to the AGM ('remote e-voting') and electronic voting ('e-voting') at the 37th Annual General Meeting (AGM) held on Wednesday, 25th September, 2024 at 01.00PM IST held through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'), pursuant to Sections 108 and 109 of the Companies Act, 2013 ('the Act'), read with Rules 20 and 21 of the Companies (Management & Administration) Rules, 2014 ('the Rules') as amended from time to time, hereby furnish my Report to you.

The notice dated 29th August, 2024, 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 email addresses are registered with the Company/Depositories, in compliance with the MCA Circular No.09/2023 dated September 25, 2023 read with 10/2022 dated December 28, 2022 and Circular No. 2/2022 dated May 5, 2022, Circular No.14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 5, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022.



The Management of the Company is responsible to ensure compliance of the requirements of the Companies Act, 2013 and Rules relating to voting through remote e-voting and e-voting at the Annual General Meeting for the resolutions proposed in the Notice of 37th Annual General Meeting. My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice convening the 37th Annual General Meeting of the Company.

The e-voting facility both for remote e-voting and e-voting at the AGM were provided by KFin Technologies Limited (Kfintech).

In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the remote e-voting was kept open for four days from 21st September, 2024 (9.00 A.M. IST) till 24th September, 2024 (5.00 P.M. IST) and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on the e-voting platform.

At the end of the voting period on 24th September, 2024 (5.00 P.M. IST), the voting portal of Kfintech was blocked forthwith.

After conclusion of AGM, Chairman declared the availability of e-voting facility provided by Kfintech at the AGM for a period of 15 minutes for the Shareholders present at the AGM through VC/OAVM.

The Members holding Equity Shares as on the "cut-off date" i.e., 13th September, 2024 were entitled to vote on the resolutions proposed in the Notice calling the 37th Annual General Meeting.

After the conclusion of e-voting at the AGM, the votes cast under remote e-voting and votes cast through e-voting at the AGM were unblocked on 25th September, 2024, as prescribed under sub-rule 3(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and thereafter the votes cast there under were counted.

Thereafter, the details containing *inter alia*, the list of members, who voted "for" or "against" each of the resolution that were put to vote, were derived from the report generated from the e-voting portal of Kfintech i.e. <https://evoting.kfintech.com> and based on such reports.



a. 18 (folio wise) members have cast their votes through remote e-voting.

b.11(folio wise) members have cast votes through e-voting at the Annual General Meeting.

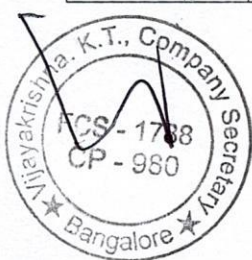
The brief analysis of the results of the remote e-voting and e-voting at the Annual General Meeting are as under:

ORDINARY BUSINESS:

Item No.1: To receive, consider and adopt the Audited Financial Statements of the Company for the Financial year ended March 31, 2024, together with Independent Auditor's Report and the Board's Report including Secretarial Audit Report thereon:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	18	65880075	10	2100	28	65882175	100.00
Dissent	0	0	1	05	1	5	0.00*
Total	18	65880075	11	2105	29	65882180	100.00
Abstained/ Invalid	0	Nil	Nil	Nil	Nil	Nil	NA



Item No.2: To confirm the interim dividend declared by the Board of Directors:

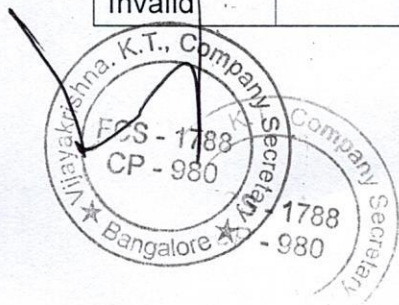
Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote E-voting		e-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	18	65880075	10	2100	28	65882175	100.00
Dissent	0	0	1	05	1	5	0.00*
Total	18	65880075	11	2105	29	65882180	100.00
Abstained/ Invalid	0	Nil	Nil	Nil	Nil	Nil	NA

Item No.3: To appoint Mrs. Shweta Jalan (DIN:00291675), Director who retires by rotation and, being eligible, seeks re-appointment:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of member s voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	18	65880075	9	100	27	65880175	100.00
Dissent	0	0	2	2005	02	2005	0.00*
Total	18	65880075	11	2105	29	65882180	100.00
Abstained/ Invalid	0	Nil	Nil	Nil	Nil	Nil	NA



Item No.4: To appoint Mr. Napanda PoovaiahThimmaiah (DIN: 01184636), Director who retires by rotation and, being eligible, seeks reappointment:

Ordinary Resolution:

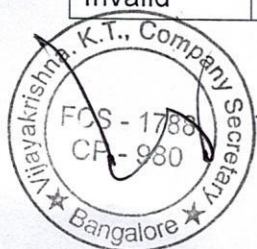
Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	18	65880075	9	100	27	65880175	100.00
Dissent	0	0	2	2005	02	2005	0.00*
Total	18	65880075	11	2105	29	65882180	100.00
Abstained/ Invalid	0	Nil	Nil	Nil	Nil	Nil	NA

SPECIAL BUSINESS:

Item No.5: Ratification of Cost Auditor's Remuneration:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote E-voting		e-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	18	65880075	9	100	27	65880175	100.00
Dissent	0	0	2	2005	02	2005	0.00*
Total	18	65880075	11	2105	29	65882180	100.00
Abstained/ Invalid	0	Nil	Nil	Nil	Nil	Nil	NA



Item No.6: Appointment of Independent Director Mr. Mannu Bhatia (DIN: 10192896):

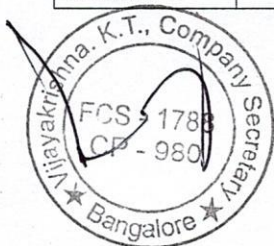
Special Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of member s voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	18	65880075	10	2100	28	65882175	100.00
Dissent	0	0	01	05	01	05	0.00
Total	18	65880075	11	2105	29	65882180	100.00
Abstained/ Invalid	0	Nil	Nil	Nil	Nil	Nil	NA

Item No.7: To grant ESOP exceeding 1% of the issued equity share capital of the Company in one financial year:

Special Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of member s voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	15	65877555	10	600	25	65878155	99.99
Dissent	02	2510	02	1505	04	4015	0.01
Total	17	65880065	12	2105	29	65891170	100.00
Abstained/ Invalid	01	10	Nil	Nil	01	10	NA




*Numbers being very insignificant, decimals could not be exhibited.

Based on the foregoing, the resolutions numbering 1 to 7 in the Notice of 37th Annual General Meeting maybe deemed to have been **passed by Majority**.

All the relevant records relating to remote e-voting and e-voting at the Annual General Meeting are under my safe custody and will be handed over to the Chairman or Company Secretary of the Company for preserving safely.

Thanking You
Yours Sincerely


Vijayakrishna K.T.
Company Secretary
FCS - 1788 C.P. 980



UDIN:F001788F001337166

Peer Review Certificate No. 1883/2022

Date: 27.09.2024

Place: Bengaluru