

VIJAYAKRISHNA K T

BBM, LLB, FCS, ACMA
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 35th 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 35th Annual General Meeting (AGM) held on Friday, September 30, 2022 at 10.30 AM 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 13th June, 2022, 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. 2/2022 dated May 5, 2022 read with 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 35th 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 35th Annual General Meeting of the Company.

The e-voting facility both for remote e-voting and e-voting at the AGM were provided by Central Depository Services (India) Limited (CDSL).

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 three days from 27th September, 2022 (9.00 A.M. IST) till 29th September, 2022 (5.00 P.M. IST) and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the e-voting platform.

At the end of the voting period on 29th September, 2022 (5.00 P.M. IST), the voting portal of CDSL was blocked forthwith.

After conclusion of AGM, Chairman declared the availability of e-voting facility provided by CDSL at the AGM for a period of 30 minutes for the Shareholders present at the AGM through VC/OA VM.

The Members holding Equity Shares as on the "cut-off date" i.e., 23rd September, 2022 were entitled to vote on the resolutions proposed in the Notice calling the 35th Annual General Meeting.

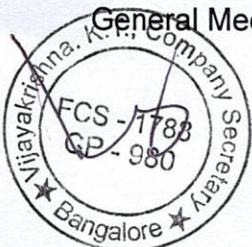
After the conclusion of e-voting at the AGM, the votes cast under remote e-voting and votes cast through e-voting at the AGM were unblocked on 30th September, 2022, in presence of Mr. Sharan S and Mr. Rithik Jain who acted as witnesses as prescribed under sub-rule 3(xii) of Rule 20 of the Companies (Management 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 CDSL i.e. www.evotingindia.com and based on such reports.

a. 8 (folio wise) members have cast their votes through remote e-voting.

b. No member has 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 (including the Consolidated Financial Statements) of the Company for the Financial year ended March 31, 2022, together with Independent Auditor's Report and the Board's Report including Secretarial Audit Report thereon:

Ordinary Resolution:

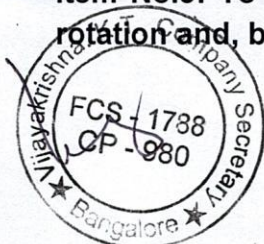
Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	6	13174774	0	0	6	13174774	100.00
Dissent	1	1	0	0	1	1	0.00*
Total	7	13174775	0	0	7	13174775	100.00
Abstained/ Invalid	1	11329	Nil	Nil	1	11329	NA

Item No.2: To ratify 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	5	13174195	0	0	5	13174195	100.00
Dissent	2	580	0	0	2	580	0.00*
Total	7	13174775	0	0	7	13174775	100.00
Abstained/ Invalid	1	11329	Nil	Nil	1	11329	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 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	6	13174774	0	0	6	13174774	100.00
Dissent	1	1	0	0	1	1	0.00*
Total	7	13174775	0	0	7	13174775	100.00
Abstained/ Invalid	1	11329	Nil	Nil	1	11329	NA

SPECIAL BUSINESS:

Item No.4: Appointment of Mr. Thimmaiah NP (DIN: 01184636), as Managing Director and Chief Executive Officer(CEO):

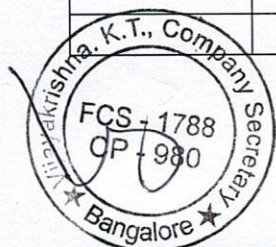
Special Resolution:

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	6	13174774	0	0	6	13174774	100.00
Dissent	1	1	0	0	1	1	0.00*
Total	7	13174775	0	0	7	13174775	100.00
Abstained/ Invalid	1	11329	Nil	Nil	1	11329	NA

Item No.5: Deletion of Other Objects clause from Memorandum of Association:

Special Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote E-voting		e-voting at the AGM		Total		
	No. of	No. of	No. of	No. of	No. of	No. of	



	members voted	Votes cast (shares)	members voted	Votes cast (shares)	members voted	Votes cast (shares)	
Assent	5	13174195	0	0	5	13174195	100.00
Dissent	2	580	0	0	2	580	0.00*
Total	7	13174775	0	0	7	13174775	100.00
Abstained/ Invalid	1	11329	Nil	Nil	1	11329	NA

Item No.6: Addition of Article to facilitate dematerialization in the Articles of Association:

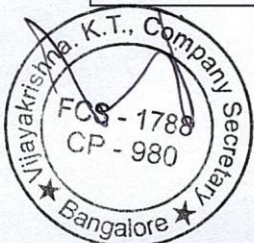
Special Resolution:

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	5	13174195	0	0	5	13174195	100.00
Dissent	2	580	0	0	2	580	0.00*
Total	7	13174775	0	0	7	13174775	100.00
Abstained/ Invalid	1	11329	Nil	Nil	1	11329	NA

Item No.7: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	6	13174774	0	0	6	13174774	100.00
Dissent	1	1	0	0	1	1	0.00*
Total	7	13174775	0	0	7	13174775	100.00
Abstained/ Invalid	1	11329	Nil	Nil	1	11329	NA



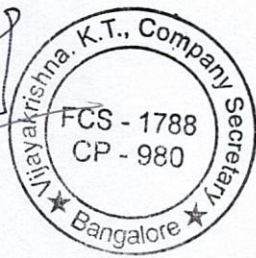
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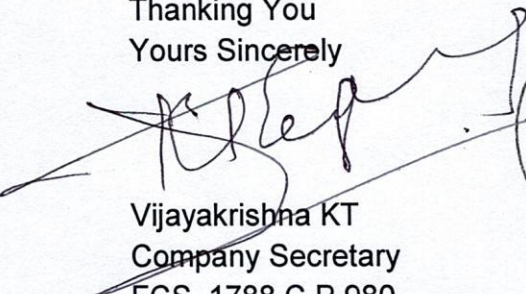
*Numbers being very insignificant, decimals could not be exhibited.

Based on the foregoing, the resolutions numbering 1 to 7 in the Notice of 35th Annual General Meeting may be deemed to have been **passed by requisite majority**.

All the relevant records relating to remote e-voting and e-voting 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 KT
Company Secretary
FCS. 1788 C.P.980

UDIN: F001788D001107761

Date: 01.10.2022

Place: Bengaluru

Witness:


Sharan S


Rithik Jain