

VIJAYAKRISHNA K T

BBM, LLB, FCS, ACMA

Company Secretary

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REPORT OF SCRUTINIZER ON E-VOTING PROCESS

Private & Confidential

{Strictly to the addressee only}

10th December, 2020

To
Chairman/Designated Director
Manjushree Technopack Limited
Bangalore

Dear Sir,

Sub: Report on E-Voting process of Manjushree Technopack Limited vide Notice dated 23.10.2020 seeking consent of the Members for Approval of Issue of Compulsorily Convertible Debentures on preferential basis, Amendment to the Articles of Association of the Company and Appointment of Mr. Sanjay Digambar Kapote as Managing Director and CEO.

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-560 080, was duly appointed as Scrutinizer by the Company for the purpose of scrutinizing the E-Voting process undertaken by the Company vide Notice dated 23rd October, 2020 and facility provided as per Sections 108 and 110 of the Companies Act, 2013 ('the Act'), read with Rule 20 and 22 of the Companies (Management & Administration) Rules, 2014 as amended from time to time ('the Rules').

My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to provide a Scrutinizer's Report for the votes casts in "favour" or "against" on the Resolution proposed in the Notice dated 23rd October, 2020 based on the report provided by Central Depository Services Limited (CDSL), the Agency engaged by the Company to provide e-voting facility voted up to 8th December, 2020.

In terms of the aforesaid Notice and as per the provisions of the Act and the Rules, e-voting was kept open from 9th November, 2020 (9.00 A.M. IST) till 8th December, 2020 (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.

The details containing *inter-alia*, the list of the Members, who voted "for" or "against" on the Resolutions which were put to vote, was derived from the report generated from the e-voting website of Central Depository Services Limited i.e. www.evotingindia.com and based on such reports:



Address : No. 66, Sathyanarayana Layout, West of Chord Road, III Stage, Bangalore - 560 079, INDIA

Tel : +91 80 23221564

a. 6 members (folio wise) have cast their votes through E-Voting.

On verification, 6 (Six) Members had cast their votes through e-Voting, up to 8th December, 2020 of Manjushree Technopack Limited, holding Equity Shares both in physical and electronic mode, and based on the information made available to me, I hereby submit my Report on the results of the E-Voting, as follows:

SPECIAL BUSINESS:

Item No. 1- Issue of Compulsorily Convertible Debentures on a preferential basis.

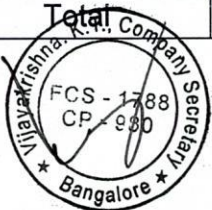
SPECIAL RESOLUTION:

Particulars	No. of votes contained in				% on Total Valid Votes Cast
	E-voting		Total		
	No. of members voted	No. of Votes cast (Shares)	No. of members voted	No. of Votes cast (Shares)	
Assent	6	13184832	6	13184832	100.00
Dissent	NIL	NIL	NIL	NIL	0.00
Total	6	13184832	6	13184832	100.00
Invalid/ Abstained	NIL	NIL	NIL	NIL	NIL

Item No. 2- Amendment to the Articles of Association of the Company.

SPECIAL RESOLUTION:

Particulars	No. of votes contained in				% on Total Valid Votes Cast
	E-voting		Total		
	No. of members voted	No. of Votes cast (Shares)	No. of members voted	No. of Votes cast (Shares)	
Assent	6	13184832	6	13184832	100.00
Dissent	NIL	NIL	NIL	NIL	0.00
Total	6	13184832	6	13184832	100.00



Invalid/ Abstained	NIL	NIL	NIL	NIL	NIL
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Item No. 3- Appointment of Mr. Sanjay Digambar Kapote as Managing Director and CEO:

SPECIAL RESOLUTION:

Particulars	No. of votes contained in				% on Total Valid Votes Cast
	E-voting		Total		
	No. of members voted	No. of Votes cast (Shares)	No. of members voted	No. of Votes cast (Shares)	
Assent	6	13184832	6	13184832	100.00
Dissent	NIL	NIL	NIL	NIL	0.00
Total	6	13184832	6	13184832	100.00
Invalid/ Abstained	NIL	NIL	NIL	NIL	NIL

Based on the above information, you may kindly declare the results and take steps accordingly.

I hereby enclose the E-voting statement for your record.

Thanking you
Yours faithfully

Vijayakrishna K T
Company Secretary
FCS: 1788 CP: 980
UDIN: F001788B001456142
Date: 10.12.2020



Enc: As above