

GARIMA GUPTA B.Com, ACS
Practicing Company Secretary

“Shri Vinayak” 5D, Heysham Road. Opp. Julien Day School, Kolkata- 700020
Mobile: 9830478584 **E-mail:** garimagupta.acs@gmail.com

Scrutinizer’s Report

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20(xi) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
M/s Eastern Silk Industries Limited (Under CIRP)
77th Annual General Meeting held on 29th September, 2023 at 03.30 P.M
19 R.N. Mukherjee Road,
Kolkata-700 001

Sub: Scrutinizer’s Report on the “Remote E – Voting” and “Voting through Ballot at the meeting”, in respect of the resolutions contained in the notice of the 77th Annual General Meeting of EASTERN SILK INDUSTRIES LIMITED, held on 29th September, 2023

Dear Sir,

I, Garima Gupta, Company Secretary in Practice (Membership No.A23738 and CP No.9308) having my office at 5D Heysham Road, Kolkata 700020, have been appointed as a Scrutinizer of Eastern Silk Industries Limited (CIN:L17226WB1946PLC013554) having its Registered Office at 19, R.N. Mukherjee Road, Kolkata – 700001, pursuant to section 108 and 110 of the Companies Act 2013 and Rules 20 and 22 of the Companies (Management and Administration) Rules 2014 for the purpose of scrutinizing and 77th Annual General Meeting of the Company held on Friday, 29th September 2023 at 03:30 P.M. (IST) through Video Conferencing (“VC”) or Other Audio-Visual Means (“OVAM”) as per the Resolutions set out in the AGM Notice dated 2nd September 2023 of the Company at the Registered Office at 19, R.N. Mukherjee Road, Kolkata – 700 001 ascertaining the result of voting by electronics i.e. remote e-voting and e-voting at the means the e-voting in respect resolutions as proposed in the Notice dated 2nd September 2023.

1. In Compliance with the General Circular Nos. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 20/2020 dated May 5, 2020, No. 02/2021 dated January 13, 2021, No. 21/2021 dated December 14, 2021, No. 2/2022 dated May 5, 2022 and No. 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs (collectively referred to as ‘MCA Circulars’) and SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023; SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022; SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, the 77th AGM Notice along with Annual Report for the Financial Year 2022-23 was dispatched by the Company on Monday, September 4, 2023 only by electronics mode to all those members, whose email addresses were registered with the Company/ ABS Consultant Private Limited Registrar and Share Transfer Agent.
2. The AGM Notice was simultaneously (i) submitted to the Stock exchange i.e. National Stock Exchange of India and BSE Limited (ii) posted on the website of the Company.
3. The Company had availed the Remote e-voting facility provided by National Securities Depository Limited (NSDL) for conducting remote e-voting by the shareholders of the Company. The Company had also provided e-voting facility to the Shareholders participating at the Annual General Meeting and who were not able to cast their votes by means of remote e-voting prior to the AGM to vote on the Resolutions set out in the Notice of the said AGM.



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Management Responsibility

4. The management of the Company is responsible to ensure the compliance with the requirements of (i) the Companies Act 2013 and Rules made thereunder, (ii) the MCA Circulars and (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, (“LODRS”) relating to remote and e-voting at the AGM on the Resolutions contained in the Notice of the said AGM.

Scrutinizer’s Report

5. My responsibility as Scrutinizer was to (i) ensure that the voting process was conducted in a fair and transparent manner and (ii) to submit scrutinizer’s report for remote e-voting and e-voting at the AGM, for the resolutions set forth int Notice of the said AGM of the Company.

Further to above, I submit my report as under: -

6. i. The Shareholders who were holding shares of the Company as on the "cut-off" date i.e, September 22, 2023, fixed by the management of the Company, were entitled to vote on the Resolutions set out in the Notice of the AGM of the Company dated September 2, 2023.
- ii. The remote e-voting period commenced on Tuesday, September 26, 2023 from 09:00 AM (IST) and ended on Thursday September 28, 2023 at 5.00 P.M. (IST).
- iii. Members who were Shareholders as on the cut-off date but did not cast their votes by means of remote e- voting prior to the AGM and attended the AGM were eligible to cast their votes through Video Conferencing at the said AGM.
1. iv. After completion of e-voting at the AGM, the votes cast through remote e-voting and e-voting at the AGM were unblocked in the presence of two witnesses, namely Mr. Atanu Kumar Das, residing at 4B, Rani Branch Road, Kolkata - 700002 and Mr. Shreenarayan Mishra, residing at 117, D.J Street Bhadrakali, Hooghly - 712232 who are not in employment of the Company and who have put their signatures alongside their names as above.

a. Mr. Atanu Kumar Das

Atanu Kumar Das

b. Mr. Shreenarayan Mishra

Shreenarayan Mishra

- v. The Report inter alia containing details such as list of Equity Share Holders, who voted "for" or "against", on each of the Resolutions that were put to vote and whose votes became invalid or who abstained from voting in respect of Resolutions set out in the Notice dated September 2, 2023 of the said AGM were generated from the e-voting website of National Securities Depository Limited (NSDL).
- vi. The summary of results of remote e-voting and e-voting at the AGM is annexed herewith "Annexure-A,



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Annexure – A

The combined result of the remote e-voting and e-voting at the AGM [EVEN : 126252] is as under:

A) Item No.1: Adoption of Audited Financial Statements of the Company for the financial year ended 31st March, 2023 and the Reports of the Board of Directors and Auditors thereon

Type of Resolution: Ordinary Resolution

a. Voted in favour of the resolution:

| Mode of Voting | No. of voters | Number of Votes cast | % of total number of valid votes cast |
|-----------------|---------------|----------------------|---------------------------------------|
| Remote E-voting | 129 | 33365158 | 99.9971 |
| E-voting at AGM | 1 | 80 | 0 |
| Total | 130 | 33365238 | 99.9971 |

ii. Voted against the resolution:

| Mode of Voting | No. of voters | Number of Votes cast | % of total number of valid votes cast |
|-----------------|---------------|----------------------|---------------------------------------|
| Remote E-voting | 14 | 955 | 0.0029 |
| E-voting at AGM | 0 | 0 | 0 |
| Total | 14 | 955 | 0.0029 |

iii. Invalid Votes :

| Mode of Voting | No. of voters | Number of Votes cast |
|-----------------|---------------|----------------------|
| Remote E-voting | N.A. | N.A |
| E-voting at AGM | N.A. | N.A |
| Total | N.A. | N.A |

B) Item No.2: Re-appointment of Mr. Sundeep Shah as the Director liable to the retire rotation

Type of Resolution: Ordinary Resolution

i. Voted in favour of the resolution:

| Mode of Voting | No. of voters | Number of Votes cast | % of total number of valid votes cast |
|-----------------|---------------|----------------------|---------------------------------------|
| Remote E-voting | 127 | 33363658 | 99.9926 |
| E-voting at AGM | 1 | 80 | 0 |
| Total | 128 | 33363738 | 99.9926 |



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ii. **Voted against** the resolution:

| Mode of Voting | No. of voters | Number of Votes cast | % of total number of valid votes cast |
|-----------------|---------------|----------------------|---------------------------------------|
| Remote E-voting | 16 | 2455 | 0.0074 |
| E-voting at AGM | 0 | 0 | 0 |
| Total | 16 | 2455 | 0.0074 |

iii. **Invalid Votes :**

| Mode of Voting | No. of voters | Number of Votes cast |
|-----------------|---------------|----------------------|
| Remote E-voting | N.A. | N.A |
| E-voting at AGM | N.A. | N.A |
| Total | N.A. | N.A |

C) Item No.3: Re-appointment of Ms. Megha Shah as a Director liable to the retire rotation

| Mode of Voting | No. of voters | Number of Votes cast | % of total number of valid votes cast |
|-----------------|---------------|----------------------|---------------------------------------|
| Remote E-voting | 127 | 33363658 | 99.9926 |
| E-voting at AGM | 1 | 80 | 0 |
| Total | 128 | 33363738 | 99.9926 |

ii. **Voted against** the resolution:

| Mode of Voting | No. of voters | Number of Votes cast | % of total number of valid votes cast |
|-----------------|---------------|----------------------|---------------------------------------|
| Remote E-voting | 16 | 2455 | 0.0074 |
| E-voting at AGM | 0 | 0 | 0 |
| Total | 16 | 2455 | 0.0074 |

i. **Invalid Votes :**

| Mode of Voting | No. of voters | Number of Votes cast |
|-----------------|---------------|----------------------|
| Remote E-voting | N.A. | N.A |
| E-voting at AGM | N.A. | N.A |
| Total | N.A. | N.A |



2. All the resolutions proposed hereinabove have been passed with requisite majority.



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3. All the relevant records relating to the e-voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the minutes are considered, approved and signed.

GARIMA GUPTA
Practicing Company Secretary
ACS Membership No. 23738 CP No. 9308

Place: Kolkata
Date: 30th September 2023
UDIN: A023738E001141250
Peer Review No:3519/2023