

**MGT-13**

**Consolidated Report of Scrutinizer on remote e-voting and e-voting during  
26<sup>th</sup> Annual General Meeting (AGM) of M/s Adinath Exim Resources Limited**

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

**Date: 05th November, 2020**

To,

**THE CHAIRMAN**

**12A, 3rd Floor, Abhishree Corporate Park,**

**Ambli Bopal Road, Ambli,**

**Ahmedabad- 380058, Gujarat,**

Dear Sir,

**Re: 26<sup>th</sup> AGM of the Shareholders of M/s Adinath Exim Resources Limited held on  
Wednesday, November 04, 2020 at 11:00 am through Video Conferencing /  
Other Audio Visual Means ('VC / OAVM')**

I, CS Shilpi Thapar, of M/s. Shilpi Thapar & Associates , Practising Company Secretaries, having office at 407-B, Pinnacle Business Park, Prahladnagar Corporate Road, Prahladnagar, S.G Highway, Ahmedabad- 380051 had been appointed as Scrutinizer by the Board of Directors of M/s Adinath Exim Resources Limited (herein after referred to as "the Company") having its registered office at



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12A, 3rd Floor, Abhishree Corporate Park, Ambli Bopal Road, Ambli, Ahmedabad- 380058, Gujarat, pursuant to the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of

Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21(2) of the Companies (Management and Administration) Rules, 2014 as amended time to time to scrutinize the remote e-voting process in respect of the below mentioned resolutions proposed at the 26<sup>th</sup> AGM of the Shareholders of the Company, held on Wednesday, November 04, 2020 at 11:00 am through Video Conferencing (VC) / Other Audio Visual Means (OAVM) without the physical presence of the Members (also referred as " Shareholders") at a common venue. The notice dated 6th October, 2020 convening the Annual General Meeting of the Company was sent to the shareholders.

In view of the massive outbreak of COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") circular dated May 05, 2020 read with circulars dated April 08, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India ("SEBI") circular dated May 12, 2020 ("SEBI Circular") permitted the holding of the AGM through VC / OAVM, without the physical presence of the Members. Further in compliance with the aforesaid MCA Circulars and SEBI Circular, notice of the AGM along with the Annual Report for FY 2019-20 was sent only through electronic mode to those Members whose name appeared in the Register of Members/ Beneficial Owners maintained by the Depositories as on benpos date i.e. 2nd October, 2020, and whose email addresses are registered with the Company/ Depositories. The Notice and Annual Report for FY 2019-20 was also made available on website of the Company, i.e. [www.adinatheximresources.com](http://www.adinatheximresources.com).





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Since the AGM was held pursuant to MCA circulars through VC / OAVM, physical attendance of members were dispensed with. Accordingly, in terms of above mentioned MCA and SEBI circulars, the facility for appointment of proxies by members were dispensed with.

Members attended the meeting through VC / OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act'2013 ("the Act").

The compliance of the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting before and during AGM) by the shareholders on the resolutions proposed to be passed at the 26<sup>th</sup> Annual General Meeting of the Company is the responsibility of the Management of the Company. Our responsibility as a scrutinizer is to ensure that the voting process both through electronic means before and during meeting are conducted in a fair and transparent manner and to provide a consolidated Scrutinizer's Report of the votes cast "In favour" or "Against" the resolutions to the Chairman or any Director of the Company authorised by the chairman, based on the reports generated from the remote e-voting system of Central Depository Services Limited (CDSL).

I hereby submit my report as under:

1. The Company had provided the remote e-voting facility through Central Depository Services Limited (CDSL) to its Members holding shares of the company as on the cut-off date i.e. Monday, October 28 , 2020 to exercise their right to vote by electronic means on any or all of the businesses specified in the Notice of 26<sup>th</sup> AGM.



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2. In accordance with the Notice of 26<sup>th</sup> AGM sent to the Members, the voting through remote e-voting was commenced on Sunday, November 01, 2020 at 9:00 am and ended on Tuesday, November 03, 2020 at 5:00 pm. Thereafter, e-voting module was disabled by the CDSL.
3. The facility of e-voting during AGM through VC / OAVM was provided by CDSL.
4. The shareholders who were present at the AGM through VC/ OAVM and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
5. We have scrutinized and reviewed the Remote e-voting and E-voting tendered during AGM based on the data downloaded from the e-voting system of CDSL.
6. After the closure of e-voting during AGM, the votes casted through remote e-voting before AGM and through e-voting during AGM were unblocked from the website of the CSDL([www.evotingindia.com](http://www.evotingindia.com)) in the presence of CS Pinkal Jagad and CS Bhas Deshpande on Wednesday, November 4, 2020 at 11:51 am, who are not the employees of the Company and they have signed below in confirmation of the votes being unblocked in their presence.



Name : CS Pinkal Jagad



Name : CS Bhas Deshpande





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7. Based on the result made available to me, 19 Members have casted their vote on the e-voting platform before the Annual General Meeting and no Members have casted their vote during the Annual General Meeting through e-voting platform. We hereby annex the Consolidated voting results pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 as amended time to time on all the resolutions combined in the Notice of aforesaid Annual General Meeting. All the resolutions no. 1 to 4 as stated in the Notice have been passed with requisite majority.

All relevant records of remote e-voting will remain in my safe custody until the Chairman considers, approves and signs the Minutes of the 26<sup>th</sup> Annual General Meeting and the same shall be handed over thereafter to the Chairman for safe-keeping.

Yours faithfully,

Date: 05.11.2020

Place: Ahmedabad

Countersigned by-




Chairman of the Meeting

Adinath Exim Resources Limited

For Shilpi Thapar & Associates,

Practicing Company Secretaries



CS Shilpi Thapar

(COP No. 6779)

ICSI UDIN No: F005492B001162120

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AnnexureResolution No. 1: Ordinary Resolution:

To receive, consider and adopt the Audited financial statements (including audited consolidated financial Statements) of the company for the financial year ended 31<sup>st</sup> March, 2020 which includes the Balance Sheet, statement of profit & Loss, cash flow statement as at the date, the Auditor's Report and Board's Report thereon.

Particulars	Number of Members voted			Number of votes cast by them			Percentage of total valid Votes cast
	Remote e-voting	E-voting at AGM	Total	Remote e-voting	E-voting at AGM	Total	
Total Votes Received	19	-	19	2679468	-	2679468	-
Valid Votes in Favour	19	-	19	2679468	-	2679468	100%
Valid Votes Against	-	-	-	-	-	-	-
Invalid Votes	-	-	-	-	-	-	-



**Resolution No. 2-Ordinary Resolution.**

To appoint Mr. Manoj Shantilal Savla(DIN No:01529306) , who retires by rotation and being eligible, offers himself for re-appointment as a Director of the company.

Particulars	Number of Members voted			Number of votes cast by them			Percentage of total valid Votes cast
	Remote e-voting	E-voting at AGM	Total	Remote e-voting	E-voting at AGM	Total	
Total Votes Received	19	-	19	2679468	-	2679468	-
Valid Votes in Favour	9	-	9	731430	-	731430	100%
Valid Votes Against	-	-	-	-	-	-	-
Invalid Votes	10*	-	10*	1948038*	-	1948038*	-

\*Voting done by any Interested Related Party/Relatives are excluded and treated as invalid.





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**Resolution No. 3- Special Resolution.**

To appoint Mr. Ketan Harsukhlal Sanghvi as an Independent Director of the Company.

Particulars	Number of Members voted			Number of votes cast by them			Percentage of total valid Votes cast
	Remote e-voting	E-voting at AGM	Total	Remote e-voting	E-voting at AGM	Total	
<b>Total Votes Received</b>	19	-	19	2679468	-	2679468	-
<b>Valid Votes in Favour</b>	19	-	19	2679468	-	2679468	100%
<b>Valid Votes Against</b>	-	-	-	-	-	-	-
<b>Invalid Votes</b>	-	-	-	-	-	-	-





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**Resolution No. 4- Special Resolution.**

To create, offer, issue and allot securities amounting upto Rs. 25 crores (Rupees Twenty Five Crores only) pursuant to section 62(1) (c) and other applicable provisions of the companies act, 2013 and other applicable laws.

Particulars	Number of Members voted			Number of votes cast by them			Percentage of total valid Votes cast
	Remote e-voting	E-voting at AGM	Total	Remote e-voting	E-voting at AGM	Total	
<b>Total Votes Received</b>	19	-	19	2679468	-	2679468	-
<b>Valid Votes in Favour</b>	19	-	19	2679468	-	2679468	100%
<b>Valid Votes Against</b>	-	-	-	-	-	-	-
<b>Invalid Votes</b>	-	-	-	-	-	-	-

\* Figures in percentage terms wherever appearing in fraction have been rounded off.

