

DEEPA RAJENDRAN
ADVOCATE [K/3381/1999]
ERNAKULAM

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Kochi-682025

SCRUTINIZERS REPORT

To,
The Chairman
40th Annual General Meeting of the Shareholders of
Indus Motor Company Private Limited
U50102KL1984PTC004009
Indus House
Chakkorathukulam
Calicut

Dear Sir,

Subject: - Scrutinizer Report on E-voting during the 40th Annual General Meeting (AGM) held on 26th December, 2024 at 11.30 am through Video Conferencing

I, Advocate Deepa Rajendran , was appointed as the Scrutinizer by the Board of Directors of Indus Motor Company Private Limited (the Company) for the purpose of scrutinizing of the process of voting through electronic means (E- Voting) on the resolution contained in the notice date 29/11/2024 for the 40th Annual General Meeting of its Equity Shareholders (the Meeting / AGM) held on Thursday, 26th December 2024 at 11.30 am through video conferencing in accordance with General Circular Nos. 20/2020, 02/2022, 10/2022, 09/2023, 14/2020, 03/2022, 11/2022, 09/2023 dated 05th May 2020, 05th May 2022, 28th December 2022, 25th September 2023, 08th April 2020, 05th May 2022, 28th December 2022, 25th September 2023 respectively, issued by the Ministry of Corporate Affairs ("MCA Circulars")

The said appointment of scrutinizer is under provisions of the Companies Act 2013, As the Scrutinizer I have to scrutinize

- 1) Process of E-voting on the AGM using an Electronic E-voting system on the date referred in the AGM notice

Managements Responsibility

The Management of the company is responsible to ensure compliance with the requirement of the Act and rules made there under and the MCA circular. The management is responsible for ensuring a secured framework and robustness of the electronic voting system

Scrutinizer's Responsibility

My responsibility as Scrutinizer for E-voting Process (ie E- voting at AGM through E-voting System) is restricted to making a Scrutinizers Report of the Vote cast " in favour" or " Against" the resolution contained in the AGM notices, based on the reports generated from the E-voting system provided by Central Depository Service (India) Limited (CDSL), the Company and the Agency authorized under the Rules and engaged by the company to provide E-voting facility and attendance facility furnished electronically by company and CDSL for my verification

E-voting Process for the AGM

After the time fixed for closing for the E-voting by the Chairman the electronic system recoding the E-voting (E- votes) were locked by CDSL under my instruction

The E voting system was scrutinsed on test check basis, the E votes were reconciled with records maintained by the Company

E-voting Process

E- Voting started on 11.00 am on Monday, 23rd December 2024 and ended on 5.00 PM on 25th December 2024 on designated Web site URL: CDSL- E - Voting System (evotingindia.com) via e-voting facility of CDSL

On 26th December 2024 after the conclusion of the AGM at 11.50 am and post counting of E-votes at AGM details containing inter-alia, the list of Equity Shareholders who voted "in Favour" or "Against" on each of the resolution that was put for vote were generated from the E-voting website of CDSL based on the report generated from CDSL and relied upon by me, data regarding the e-voting was scrutinized

Item No 1: Ordinary Resolution

Adoption of Balance Sheet as at 31st March, 2024 and the Profit & Loss Account for the period ended as on that date together with the Schedules and Notes forming part of Accounts as audited and reported by the Auditors of the company and the Directors Report thereon.

Particulars	No of E- votes	No of Shares	Percentage Of Votes
Total E vote received	13	2870613	100
Less Invalid E- vote	0	0	0
Net Valid E- Vote	13	2870613	100%
Assent	5	2049356	71.39%
Dissent	8	821257	28.61%

Item No 2: Ordinary Resolution

The final dividend of Rs. 6 per share on equity share capital of the Company for the year ended on 31st March 2024, as recommended by the Board, be and is hereby declared.

Particulars	No of E- votes	No of Shares	Percentage Of Votes
Total E vote received	13	2870613	100
Less Invalid E- vote	0	0	0
Net Valid E- Vote	13	2870613	100%
Assent	5	2049356	71.39%
Dissent	8	821257	28.61%

Item No 3: Ordinary Resolution

To appoint Statutory Auditors of the Company to fill casual vacancy and to fix their remuneration

Particulars	No of E- votes	No of Shares	Percentage Of Votes
Total E vote received	13	2870613	100
Less Invalid E- vote	0	0	0
Net Valid E- Vote	13	2870613	100%
Assent	5	2049356	71.39%
Dissent	8	821257	28.61%

Item No 3: Ordinary Resolution

To appoint M/s M A MOIDEEN and ASSOCIATES, Chartered Accountants, as the Statutory Auditor of the Company.

Particulars	No of E- votes	No of Shares	Percentage Of Votes
Total E vote received	13	2870613	100
Less Invalid E- vote	0	0	0
Net Valid E- Vote	13	2870613	100%
Assent	5	2049356	71.39%
Dissent	8	821257	28.61%

Restrictions of use

This report has been based at the request of the company for placing on the website of the company and website of CDSL. This report is not to be used for any other purpose or to be distributed by the company

Thanking You

Yours faithfully



Advocate Deepa Rajendran

Place: Kochi

Date: 27/12/2024

DEEPA RAJENDRAN
Advocate
Roll No. K/3381/1999
Emakulam