



# BHARAT RATHORE & ASSOCIATES

## COMPANY SECRETARIES

Office: Gobriya Bawari Main Road Teja Ji Ke Mandir Ke Pass  
Kota, Rajasthan-324005

Mobile: 9587503627

Email: csbharatrathore2013@gmail.com

### SCRUTINIZER'S REPORT

To,

The Chairman of

38<sup>th</sup> Annual General Meeting of the Shareholders of Chambal Breweries and Distilleries Limited held on Monday, the 10th Day of July 2023 at 12.30 P.M. at the registered office of the Company situated at House No. 30, 2nd Floor, DAV School Kei Pass, Talwandi, Kota, 324005 AGM").

#### Consolidated Scrutinizer's report on remote e-voting and voting conducted at the AGM.

I, CS Bharat Rathore (ACS: 48426) proprietor of M/s Bharat Rathore & Associates, Company Secretaries, Kota The Board of Directors of Chambal Breweries and Distilleries Limited at its meeting held on, 10<sup>th</sup> May 2023, has appointed me as the scrutinizer for the remote e-voting process as well as to scrutinize the physical ballot forms to be received from the Shareholders at the venue of the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

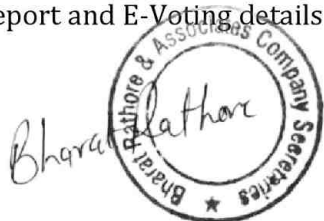
The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act 2013 and Rules and circulars issued by MCA and SEBI relating to voting through remote E-Voting and voting at AGM on the resolutions contained in the notice of AGM. Our responsibility as a scrutinizer is restricted to make a scrutinizer's report of the votes cast "in favour" or "against" the resolutions in the agenda items as stated above based on the report generated from the e-voting platform provided by CDSL.

The Company has availed the E-Voting facility offered by Central Depository Services (India) Limited for conducting the e-voting by the Shareholders of the company. The Service Provider had set up electronic voting facility on their website [www.evotingindia.com](http://www.evotingindia.com). The Company had uploaded all the items of the business to be transacted at the AGM on the website of the Company and also the Service Provider to facilitate their Shareholders to cast their vote through remote e-voting.

The Shareholders of the Company holding shares as on the "Cut -off" date of 3<sup>rd</sup> July 2023 were entitled to vote through E-Voting on the proposed resolutions as set out in the Notice of the Annual General Meeting. The E-Voting process started on 6th day of July 2023 at 9.00 A.M and ends on to Sunday, 09th day of July 2023 at 05:00 P.M. Thursday,

Adroit Corporate Services P Ltd is the Registrar and Share Transfer Agents (hereinafter referred to as "RTA") of the Company.

The internal cut-off date for the dispatch of the Notice of the AGM was 19<sup>th</sup> May 2023 and as on that date, there were 3908 shareholders of the Company. The Company had sent the Notices of the AGM along with Annual Report and E-Voting details by e-mail to 2026 shareholders whose e-mail IDs were made available





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by the two Depositories and for those shareholders, holding shares in demat and physical form, who had not registered their email IDs with the RTA. In respect of 1882 shareholders, notices were sent by courier.

The Company completed the dispatch of the notices to the Shareholders by Tuesday, 30<sup>th</sup> May 2023.

As prescribed in clause (v) of sub rule 4 of Rule 20 of The Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, which was published more than 21 days before the date of the AGM in "The Indian Express" English newspaper in English language and in "Rashtradoot" Vernacular newspaper in Vernacular language on 31<sup>st</sup> May 2023. The notice published in the newspaper carried the required information as specified in Sub Rule 4(v) (a) to (h) of the said Rule 20.

At the venue of the AGM of the Company, the facility to vote through ballot paper was provided to facilitate those Shareholders present in the meeting but could not participate in the Remote e-voting to record their votes. There were no votes cast at the venue of the AGM through ballot paper.

As per the information provided by the company, the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those members who were present at the AGM and who had not voted on remote e-voting were allowed to cast their votes through ballot paper during the AGM.

After closure of e-voting at the AGM, the votes cast through remote e-voting prior to the date of AGM and through voting at the AGM were unblocked and downloaded from the e-voting system of Central Depository Services (India) Limited (CDSL).

The votes cast through remote e-voting were unblocked by me as a Scrutinizer in the presence of witnesses who are not in the employment of the Company as prescribed in Sub Rule 4(xii) of the said Rule 20.

I have scrutinized and reviewed the voting through remote e-voting and e-voting at the AGM and votes tendered therein based on the data downloaded from the e-voting system of CDSL.

I now submit our report as under on the result through remote e-voting and voting at AGM in respect of the said resolutions

### Item No. 1: Ordinary Resolution:

To adopt the **Audited Financial Statements** of the Company for the year ended on March 31, 2023, together with the reports of the Auditors and the Board of Directors thereon.

Total No. of Shareholders/Folios	3906
Total No. of Shares	74,88,758
Remote E-voting Period	From Thursday, 6th day of July 2023 at 09:00 A.M. and ends on to Sunday, 09th day of July 2023 at 05:00 P.M.





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		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	12	951187
Total Votes cast through Polling at AGM	B	0	0
Grand Total of remote e-voting / Polling at AGM(A+B)	C	12	951187
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0
Net remote e-voting/ Polling at AGM(C-D)	E	12	951187

### NOTES:

- Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

### SUMMARY OF VOTING

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstand ing shares (3)=[(2)/ (1)]*100	No. of votes in Favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4 ) / (2)] * 100	% of votes against on votes polled (7)=[(5) / (2)] * 10 0
Promoter and Promoter group	1203839	863639	71.74%	863639	0	100.00%	0.00%
Public institutional holders	0	0	0.00%	0	0	0.00%	0.00%
Public-others	6284919	87548	1.39%	87087	461	99.47%	0.53 %
<b>Total</b>	<b>7488758</b>	<b>951187</b>	<b>12.70%</b>	<b>950726</b>	<b>461</b>	<b>99.95</b>	<b>0.05%</b>

Percentage of Votes cast in favour: 99.95% | Percentage of votes cast against: 0.05%





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### RESULT:-

Since, the number of votes cast in favour of the resolution is **99.95%**, Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 1** of the Notice of the AGM dated 10<sup>th</sup> May, 2023 has been passed with requisite majority. The resolution is deemed to be passed as on the date of AGM.

### Item No. 2: Ordinary Resolution:

To appoint a Director in place of **Mr. Parasram Jhamnani (DIN: 01266196)**, who retires by rotation and being eligible, offers himself for re-appointment.

Total No. of Shareholders/Folios	3906		
Total No. of Shares	74,88,758		
Remote E-voting Period	From Thursday, 6th day of July 2023 at 09:00 A.M. and ends on to Sunday, 09th day of July 2023 at 05:00 P.M		
		<b>Number of Votes/Folio</b>	<b>Number of shares</b>
Total votes cast through remote e-voting	A	12	951187
Total Votes cast through Polling at AGM	B	0	0
Grand Total of remote e-voting / Polling at AGM(A+B)	C	12	951187
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0
Net remote e-voting/ Polling at AGM(C-D)	E	12	951187

### NOTES:

- Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

### SUMMARY OF VOTING

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstand ing shares (3)=[(2)/ (1)]*100	No. of votes in Favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4 ) / (2)] * 100	% of votes against on votes polled (7)=[(5) / (2)] * 10 0





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Public institutional holders	0	0	0.00%	0	0	0.00%	0.00%
Public-others	6284919	87548	1.39%	87087	461	99.47%	0.53 %
<b>Total</b>	<b>7488758</b>	<b>951187</b>	<b>12.70%</b>	<b>950726</b>	<b>461</b>	<b>99.95</b>	<b>0.05%</b>

**Percentage of Votes cast in favour: 99.95 % | Percentage of votes cast against: 0.05%**

### RESULT:-

Since, the number of votes cast in favour of the resolution is **99.95%**, Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 2** of the Notice of the AGM dated 10<sup>th</sup> May 2023 has been passed with requisite majority. The resolution is deemed to be passed as on the date of AGM.

All the Resolutions mentioned in the AGM Notice dated 10<sup>th</sup> May 2023 as per the results above stand passed under remote e-voting and voting conducted at AGM with the requisite majority and deemed to be passed as on the date of the AGM.

A soft copy, containing a list of Equity Shareholders who voted "FOR" or "AGAINST" and those whose votes were declared invalid/abstained/voted for lesser shares, for each resolution is being handed over to the Company Secretary.

I hereby confirm that I am maintaining the Registers received from the RTA and the electronic voting data received from the Service Provider, in respect of the votes cast through remote e-voting. Relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary for safe keeping.

This report may be treated as a report under Section 109 of the Companies Act, 2013 and Rule 21(2) of The Companies (Management and Administration) Rules, 2014.

I thank you for the opportunity given to act as a Scrutinizer for the remote e-voting and polling at AGM.





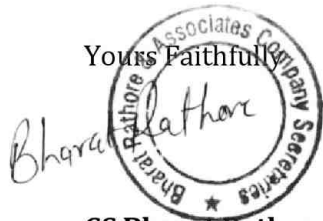
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Yours Faithfully

**CS Bharat Rathore**

**Scrutinizer**

**M. No.: ACS48426**

**C.P. No. 20295**

**Proprietor**

**Bharat Rathore & Associates**

**Company Secretaries**

**(FRN: S2018RJ589300)**

**Place: Kota**

**Date: 10<sup>th</sup> July 2023**

Countersigned by:  
**For Chambal Breweries and Distilleries Limited**



**Parasram Jhamnani**  
**Chairman and Managing Director**  
**DIN: 01266196**