

# CS SHIV KUMAR GUPTA

F.C.S., M.Com, LL.B.

C.P. No.: 7343

PAN No. AAHPG1602P

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To,  
The Chairman  
**C&S Electric Limited**  
Unit No.'s 210, 211 & 212, Second Floor,  
'Salcon Aurum' Building, Plot No. 4,  
Jasola District Centre, New Delhi- 110025

Dear Sir,

**SUBJECT: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 51st Annual General Meeting ("AGM") of the Members of C&S Electric Limited held on Wednesday, 23rd March, 2022, at 3.00 p.m. (IST) through Video Conferencing ("VC") /Other Audio-Visual Means (OAVM).**

I, Shiv Kumar Gupta, Practicing Company Secretary, was appointed as the Scrutinizer by the Board of Directors of the C&S Electric Limited pursuant to Section 108 of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 51st Annual General Meeting ("AGM") of the C&S Electric Limited on Wednesday, 23rd March, 2022 at 3.00 p.m. (IST) through Video Conferencing ("VC") /Other Audio-Visual Means (OAVM).

I was also appointed as Scrutinizer to scrutinize the remote e-voting process during the said AGM.

The notice dated 27th January, 2022 convening the AGM, as confirmed by the Company, as sent to the shareholders on 1st March, 2022 in respect of the below mentioned resolutions proposed to be passed at the AGM on the Company through electronic mode to those Members whose email addresses are registered with the Company / Depositories, in compliance with the Ministry of Corporate Affairs circulars dated May 5, 2020 and January 13, 2021 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars").

The Company had availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-voting by the Members of the Company.

The voting period for remote e-voting commenced on Saturday, 19<sup>th</sup> March 2022 at 9 a.m. (IST) and ended on Tuesday, 22<sup>nd</sup> March 2022 at 5 p.m. (IST) and the NSDL e-voting platform was disabled thereafter.



The Company had also provided remote e-voting facility to the Members present at the AGM through VC / OAVM and who had not cast their vote earlier.

The Members of the Company holding shares as on the "cut-off" date i.e. Wednesday, 16th March, 2022 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on remote voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting prior to and during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to remote e-voting prior to and during the AGM on the resolutions contained in the notice on the AGM.

My responsibility as Scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit the consolidated report as under on the results of the remote e-voting prior to and during the AGM in respect of the said resolutions.



### Resolution 1: Ordinary Business

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year 1st April, 2021 to 30th September, 2021, together with the Reports of the Directors and the Auditors thereon;

(i) Voted **in favour** of the resolution:

Number of Members voted	Number Of Shares	% of total number of valid votes cast
9	43927941.00	99.23

(ii) Voted **against** the resolution:

Number of Members voted	Number Of Shares	% of total number of valid votes cast
0	0.00	0.00

(iii) **invalid** votes:

Number of Members whose votes were declared invalid	Number Of Shares
NIL	NIL



**Resolution 2: Ordinary Business**

To appoint a Director in place of Mr. Siddharth Kasera (DIN: 09086454), who is liable to retire by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of Members voted	Number Of Shares	% of total number of valid votes cast
9	43927941.00	99.23

(ii) Voted against the resolution:

Number of Members voted	Number Of Shares	% of total number of valid votes cast
0	0.00	0.00

(iii) Invalid votes:

Number of Members whose votes were declared invalid	Number Of Shares
NIL	NIL



**Resolution 3: Special Business**

**To adopt new set of Article of Association in place of existing Articles of Association of the Company. ( As an Special Resolution ).**

(i) Voted **in favour** of the resolution:

Number of Members voted	Number Of Shares	% of total number of valid votes cast
9	43927941.00	99.23

(ii) Voted **against** the resolution:

Number of Members voted	Number Of Shares	% of total number of valid votes cast
0	0.00	0.00

(iii) **Invalid** votes:

Number of Members whose votes were declared invalid	Number Of Shares
NIL	NIL



**Resolution 4: Special Business**

**Revision in remuneration of Mr. Prakash Kumar Chandraker (DIN: 05150366), Managing Director & Chief Executive Officer of the Company. ( As an Ordinary Resolution )**

(i) Voted **in favour** of the resolution:

Number of Members voted	Number Of Shares	% of total number of valid votes cast
9	43927941.00	99.23

(ii) Voted **against** the resolution:

Number of Members voted	Number Of Shares	% of total number of valid votes cast
0	0.00	0.00

(iii) **Invalid** votes:

Number of Members whose votes were declared invalid	Number Of Shares
NIL	NIL



**Resolution 5: Special Business**

**Payment of remuneration to Messrs Sanjay Gupta & Associates, Cost Accountants (Firm Registration No. 000212), the Cost Auditors of the Company for FY 1st October, 2021 to 30th September, 2022. ( As an Ordinary Resolution )**

(i) Voted **in favour** of the resolution:

Number of Members voted	Number Of Shares	% of total number of valid votes cast
9	43927941.00	99.23

(ii) Voted **against** the resolution:

Number of Members voted	Number Of Shares	% of total number of valid votes cast
0	0.00	0.00

(iii) **Invalid** votes:

Number of Members whose votes were declared invalid	Number Of Shares
NIL	NIL



**Resolution 6: Special Business**

**Approval of remuneration by way of commission to Independent Directors of the Company.  
( As an Special Resolution )**

(i) Voted **in favour** of the resolution:

Number of Members voted	Number Of Shares	% of total number of valid votes cast
9	43927941.00	99.23

(ii) Voted **against** the resolution:

Number of Members voted	Number Of Shares	% of total number of valid votes cast
0	0.00	0.00

(iii) **Invalid** votes:

Number of Members whose votes were declared invalid	Number Of Shares
NIL	NIL

**For the CS Shiv Kumar Gupta**  
Practicing Company Secretaries  
Peer Review No.: 1794/2022



**Shiv Kumar Gupta**  
Practicing Company Secretary  
FCS No.: 1633 C P No.: 7343  
**UDIN Number.: F001633C003092578**  
Place: New Delhi  
Date: 24<sup>th</sup> March, 2022