



**SCRUTINIZER'S REPORT**

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and MCA General Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021 and Circular No. 02/2022 dated May 05, 2022 as issued by MCA]*

To,  
The Chairman  
Crimson Metal Engineering Company Limited  
163/1, Prakasam Road, Broadway,  
Chennai – 600 108, Tamil Nadu

**Sub: Report on voting through electronic means (remote e-voting and e-voting at the AGM) conducted at the 38<sup>th</sup> Annual General Meeting (AGM) of the Company held on Tuesday, December 20, 2022, scheduled at 11:00 A.M. commenced at 11:15 A.M. through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM).**

Dear Sir,

I, Chetan Gupta, Company Secretary in Practice (COP No. – 7077) & Managing Partner, APAC & Associates LLP, Company Secretaries (ICSI Unique Code – P2011DE025300), have been appointed as scrutinizer by the Board of Directors of the Company at their meeting held on November 14, 2022:

- i. To scrutinize the remote e-voting carried out during December 17, 2022 (9:00 a.m.) to December 19, 2022 (5:00 p.m.)
- ii. To scrutinize the e-voting system at the AGM of the Company held through VC/OAVM, on the resolution (s) proposed in the AGM notice of the Company.

**Management's Responsibility**

The management of the Company is responsible to ensure the compliances for conducting the 38<sup>th</sup> AGM of the members of the Company through VC/OAVM and to organize the process of remote e-voting and e-voting system during the AGM of the Company in accordance with the provisions of the Companies Act, 2013 read with rules made thereunder and the MCA Circulars issued in this regard.

**Scrutinizer's Responsibility**

My responsibility as a Scrutinizer is ascertaining the requisite majority on voting through remote e-voting and voting through e-voting facility offered by the Central Depository Securities Limited ("CDSL") and submit the Scrutinizer's report of the votes cast "in favor" or "against" the resolutions, based on the data downloaded from e-voting website of CDSL.



1. Further for the above, I submit my report as under:

- a. The voting rights were reckoned on Tuesday, December 13, 2022, being the “Cut Off Date” to determine entitlements of the members to vote on the resolutions outlined in the AGM Notice through remote e-Voting before the 38<sup>th</sup> AGM and e-voting system during the AGM on the resolutions (item no. 1, 2 & 3 as set out in the notice of the Company).
- b. The notice dated November 25, 2022, as confirmed by the Company, was sent to the members in respect of the below-mentioned resolution(s), through electronic mode to those members whose e-mail addresses are registered with the Company/ depositories.
- c. After the conclusion of the e-voting at the AGM, the votes cast by the members present through VC/OAVM at the AGM through e-voting system and remote e-voting facility, were downloaded from the e-voting website of CDSL on Tuesday, December 20, 2022, around 11:52 a.m. in the presence of two witnesses, Vinay Saroha and Parul Chadha who are not in the employment of the Company.
- d. A summary of the votes cast electronically is given as under:

**ORDINARY BUSINESS:**

**Item No. 1**

**Ordinary Resolution:** Adoption of the Audited Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon.

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

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
17	902910	100

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

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
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0	0
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**Item No. 2**

**Ordinary Resolution:** Re-appointment of Director Ms. Uma Rajaram (DIN: 07029264), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment.

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

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
17	902910	100

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

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

**Item No. 3**

**Special Resolution:** Re-appointment of Mr. Vinay Kumar Goyal (DIN: 00134026) as Managing Director of the Company for a period of 3 (three) years.

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

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
17	902910	36

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

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0

(iii) **Invalid** votes:



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Number of members whose votes were declared invalid	Number of votes cast by them
6	584044

2. Based on the aforesaid results, I report that the 2 Ordinary Resolutions and 1 Special Resolution as set out in item no. 1, 2 & 3 of the Notice of 38<sup>th</sup> AGM dated November 25, 2022, have been **passed with requisite majority**. You may declare the result accordingly.

3. It is to be noted:

- a. The members abstained from voting were not considered; and
- b. Body Corporates whose authorization resolutions/letter were not received were considered as invalid.

#### Restriction on Use

This report has been issued at the request of the Company for (i) submission to Stock Exchange, (ii) to be placed on the website of the Company, and (iii) website of CDSL. This report is not to be used for any other purpose or to be distributed to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking you,

Yours faithfully,

For **APAC & Associates LLP**



**Chetan Gupta**  
**Managing Partner**  
**C P No.: 7077**



**Date: December 20, 2022**

**Place: New Delhi**

**UDIN: F006496D002762062**

**Encl.:** Category-wise results attached as **Annexure I**

## ANNEXURE I

**RESULTS OF VOTING (THROUGH REMOTE E-VOTING AND E-VOTING AT AGM) OF 38<sup>th</sup> ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF CRIMSON METAL ENGINEERING COMPANY LIMITED HELD ON TUESDAY DECEMBER 20, 2022 SCHEDULED AT 11:00 A.M. AND COMMENCED AT 11:15 A.M. THROUGH VIDEO CONFERENCING/ OTHER AUDIO VISUAL MEANS PURSUANT TO REGULATION 44 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

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<b>Date of the AGM/EGM:</b>	Tuesday, December 20, 2021 [Remote e-Voting period: Saturday, December 17, 2022 (9:00 a.m.) to Monday, December 19, 2022 (5:00 p.m.)]
<b>Total No of shareholders on Record Date (“Cut off Date”) (December 13, 2022)</b>	5382 Shareholders holding 4428207 shares.
<b>No. of shareholders present in the meeting either in person or through proxy:</b> Promoters & Promoter Group: Public:	Not applicable
<b>No. of Shareholders attended the meeting through Video Conferencing:</b> Promoters & Promoter Group: Public:	- 16 - 15

**Agenda 1: To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2022, together with the Report of Board of Directors and the Auditors thereon.**

<b>Resolution Required</b>	Ordinary Resolution							
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No							
<b>Category</b>	<b>Mode of voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes – in Favour</b>	<b>No. of Votes – Against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]</b>
				<b>(3)=[(2)/(1)]* 100</b>	<b>-4</b>	<b>-5</b>	<b>(6)=[(4)/(2)]</b>	<b>*100</b>
							<b>*100</b>	
Promoter and Promoter Group	E-Voting	1925430	902902	46.8935	902902	0	100	0
Public – Institutions	E-Voting	0	0	0	0	0	0	0
Public – Non Institutions	E-Voting	2502777	8	0.0003	8	0	100	0
<b>Total</b>		<b>4428207</b>	<b>902910</b>	<b>20.3900</b>	<b>902910</b>	<b>0</b>	<b>100</b>	<b>0</b>

**Agenda 2: To re-appoint a Director Ms. Uma Rajaram (DIN- 07029264), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.**

<b>Resolution Required</b>	Ordinary Resolution							
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No							
<b>Category</b>	<b>Mode of voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes – in Favour</b>	<b>No. of Votes – Against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]</b>
				<b>(3)=[(2)/(1)]* 100</b>	<b>-4</b>	<b>-5</b>	<b>(6)=[(4)/(2)]</b>	<b>*100</b>
							<b>*100</b>	
Promoter and Promoter Group	E-Voting	1925430	902902	46.8935	902902	0	100	0
Public – Institutions	E-Voting	0	0	0	0	0	0	0
Public – Non Institutions	E-Voting	2502777	8	0.0003	8	0	100	0
<b>Total</b>		<b>4428207</b>	<b>902910</b>	<b>20.3900</b>	<b>902910</b>	<b>0</b>	<b>100</b>	<b>0</b>

**Agenda 3: To consider and approve the re- appointment of Mr. Vinay Kumar Goyal (DIN: 00134026), as a Managing Director of the Company for a period of 3 (three) years.**

<b>Resolution Required</b>	Special Resolution							
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	Yes							
<b>Category</b>	<b>Mode of voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes – in Favour</b>	<b>No. of Votes – Against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]</b>
				<b>(3)=[(2)/(1)]* 100</b>	<b>-4</b>	<b>-5</b>	<b>(6)=[(4)/(2)]</b>	<b>*100</b>
							<b>*100</b>	
Promoter and Promoter Group	E-Voting	1925430	318858	16.5604	318858	0	100	00
Public – Institutions	E-Voting	0	0	0	0	0	0	0
Public – Non Institutions	E-Voting	2502777	8	0.0003	8	0	100	0
<b>Total</b>		<b>4428207</b>	<b>318866</b>	<b>7.2008</b>	<b>318866</b>	<b>0</b>	<b>100</b>	<b>0</b>