



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 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, Circular No.02/2022 dated May 05, 2022 read with Circular No. 10/2022 dated December 28, 2022 as issued by Ministry of Corporate Affairs ("MCA Circular") read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and read with Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 issued by the Securities and Exchange Board of India ("SEBI Circular")]

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 39th Annual General Meeting (AGM) of the Company held on Monday, August 28 2023, scheduled at 11:00 A.M. and 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 July 28, 2023:

- i. To scrutinize the remote e-voting carried out during August 25, 2023 (9:00 a.m.) to August 27, 2023 (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 39th 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 Monday, August 21, 2023, 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 39th 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 July 28, 2023, 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 Monday, August 28, 2023, around 11:47 a.m. in the presence of two witnesses, Ms. Divya Arora and Mr. Nishant Sharma 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, 2023, 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
21	1731765	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. 2

Ordinary Resolution: Re-appointment of Director Mr. Chandrakesh Pal (DIN: 07277936), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself 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
21	1731765	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

Ordinary Resolution: Appointment of Mr. Sanjay Kumar (DIN: 02128700) as an Independent Director of the Company.

(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
21	1731765	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

2. Based on the aforesaid results, I report that the 3 Ordinary Resolutions as set out in item no. 1, 2 & 3 of the Notice of 39th AGM dated July 28, 2023, 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**

Digitally signed by
CHETAN GUPTA
Date: 2023.08.28
16:22:39 +05'30'

Chetan Gupta
Managing Partner
C P No.: 7077

Date: August 28, 2023

Place: New Delhi

UDIN: F006496E000878884

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

ANNEXURE I

RESULTS OF VOTING (THROUGH REMOTE E-VOTING AND E-VOTING AT AGM) OF 39TH ANNUAL GENERAL MEETING OF THE MEMBERS OF CRIMSON METAL ENGINEERING COMPANY LIMITED HELD ON MONDAY AUGUST 28, 2023 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 EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Date of the AGM/EGM:	Monday, August 28, 2023 [Remote e-Voting period: Friday, August 25, 2023 (9:00 a.m.) to Sunday, August 27, 2023 (5:00 p.m.)]
Total No of shareholders on Record Date (“Cut off Date”) (August 21, 2023)	5381 Shareholders holding 4428207 shares
No. of shareholders present in the meeting either in person or through proxy	Not applicable
Promoters & Promoter Group:	0
Public:	0
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters & Promoter Group:	18
Public:	12

Agenda 1: To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2023, together with the Report of Board of Directors and the Auditors thereon.

Resolution Required	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares	No. of Votes – in Favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled (7)=[(5)/(2)]
				(3)=[(2)/(1)]* 100	-4	-5	(6)=[(4)/(2)]	*100
							*100	
Promoter and Promoter Group	E-Voting	1925430	1731763	89.9416	1731763	0	100	0
Public – Institutions	E-Voting	0	0	0	0	0	0	0
Public – Non Institutions	E-Voting	2502777	2	0.0001	2	0	100	0
Total		4428207	1731765	39.1076	1731765	0	100	0

Agenda 2: To re-appoint a Director Mr. Chandrakesh Pal (DIN- 07277936), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

Resolution Required	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares	No. of Votes – in Favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled (7)=[(5)/(2)]
				(3)=[(2)/(1)]* 100	-4	-5	(6)=[(4)/(2)]	*100
							*100	
Promoter and Promoter Group	E-Voting	1925430	1731763	89.9416	1731763	0	100	0
Public – Institutions	E-Voting	0	0	0	0	0	0	0
Public – Non Institutions	E-Voting	2502777	2	0.0001	2	0	100	0
Total			4428207	1731765	39.1076	1731765	0	100

Agenda 3: To consider and approve the appointment of Mr. Sanjay Kumar (DIN: 02128700), as an Independent Director of the Company.

Resolution Required	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares	No. of Votes – in Favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled (7)=[(5)/(2)]
				(3)=[(2)/(1)]* 100	-4	-5	(6)=[(4)/(2)]	*100
							*100	
Promoter and Promoter Group	E-Voting	1925430	1731763	89.9416	1731763	0	100	0
Public – Institutions	E-Voting	0	0	0	0	0	0	0
Public – Non Institutions	E-Voting	2502777	2	0.0001	2	0	100	0
Total			4428207	1731765	39.1076	1731765	0	100