

CONSOLIDATED SCRUTINIZER'S REPORT

OF

ALFRED HERBERT INDIA LTD.

One Hundred and Fourth (104th) Annual General Meeting

Held on Friday, 13th September, 2024

At 10:30 A.M.

THROUGH VIDEO CONFERENCING/OTHER AUDIO-VISUAL MEANS

**A J & ASSOCIATES
PRACTISING COMPANY SECRETARIES
DIAMOND CHAMBER
4, CHOWRINGHEE LANE,
BLOCK I, 4TH FLOOR, R. NO. 4M,
KOLKATA - 700016, INDIA
PHONE NO. : 033-4007 3876
E- MAIL: ajasso.abhijeet@gmail.com**



CONSOLIDATED SCRUTINIZER'S REPORT
[Pursuant to Section 108 of the Companies Act, 2013 r/w
Companies (Management and Administration) Rules, 2014]

To

The Chairman

104th Annual General Meeting of the Members of **Alfred Herbert India Limited**

Held on: Friday, 13th September, 2024 at 10:30 A.M.

Through Video Conferencing (VC)/

Other Audio-Visual Means (OAVM)

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting and e-voting at the One Hundred and Fourth Annual General Meeting of "Alfred Herbert India Limited"

A. APPOINTMENT

- (i) I, **CS Abhijeet Jain**, a Company Secretary in Practice, having FCS No- 4975 & COP No- 3426, have been appointed as a Scrutinizer by the Board of Directors of **Alfred Herbert India Limited** (the Company) at their Meeting held on 24th May, 2024 for the purpose of Scrutinizing the remote e-voting process and e-voting conducted at the One Hundred and Fourth Annual General Meeting (AGM) in a fair and transparent manner;
- (ii) My appointment as a Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules");
- (iii) My appointment as a Scrutinizer is also for ascertaining the requisite majority for the Resolutions proposed in the Notice of AGM dated 24th May, 2024 issued to the Members of the Company in accordance with MCA Circular dated 25th September, 2023 read together with the circulars issued on 8th April, 2020; 13th April, 2020; 5th May, 2020; 13th January, 2021; 28th December, 2022 and 5th May 2022 respectively issued by Ministry of Corporate Affairs, Government of India (MCA). The AGM was held on Friday, 13th September, 2024 through Video Conferencing (VC)/Other Audio-Visual Means (OAVM).

B. MANAGEMENT'S RESPONSIBILITY

The management of the Company is responsible to ensure the compliance with the requirements of (a) the Companies Act, 2013 and the Rules made thereunder; (b) the MCA Circulars; and (c) the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, ("LODR") relating to e-voting on the Resolutions contained in the Notice of AGM of Members of the Company.

C. SCRUTINIZER'S RESPONSIBILITY

My responsibility as a Scrutinizer for the e-voting process of voting through electronic means i.e. by remote e-voting and e-voting at the AGM is restricted to making a Scrutinizer's Report of the votes cast in "favour" or "against" the Resolutions as stated in the said notice of AGM, based on the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means i.e. by remote e-voting and e-voting at the AGM.



...2

D. CUT-OFF DATE

- (i) The Company has dispatched Notice of the AGM to the members by e-mail whose names appeared on the Register of Members/List of Beneficiaries as notified by Depositories as on Friday, 16th August, 2024;
- (ii) The Company had provided the facility of voting on the Resolutions proposed in the notice of the AGM through electronic means i.e., by remote e-voting and e- voting at the AGM to persons who were Members on the cut-off date of 6th September, 2024.

E. REMOTE E-VOTING AND E-VOTING AT THE AGM

- (i) In accordance with the Notice dated 24th May, 2024 sent to the Members and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014, (as Amended), on 13th August, 2024, the remote e-voting commenced on Tuesday, 10th September, 2024 at 10:00 A.M. and ended on Thursday, 12th September, 2024 at 5:00 P.M. The remote e-Voting module was disabled by CDSL for voting thereafter.
- (ii) In terms of the Notice of AGM dated 24th May, 2024, Members who were present in the AGM through VC/OAVM facility and had not cast their vote on the Resolutions through remote e-Voting were provided with the facility of e-voting at the AGM.
- (iii) I have obtained a complete record of votes cast by remote e-voting and e-voting at the AGM from CDSL which was unblocked by CDSL after 15(fifteen) minutes from the conclusion of AGM held on Friday, 13th September, 2024;
- (iv) I have unblocked the votes cast through remote e-voting and e-voting at the AGM after 15(fifteen) minutes from the conclusion of AGM in the presence of 2 (two) witnesses who are not in the employment of the Company, namely Ms. Sakshi Sharma & Mr. Ananta Parida.
- (v) All votes cast by remote e-voting and e-voting at the AGM in respect of Resolutions contained in the Notice of AGM held on Friday, 13th September, 2024 have been considered for my scrutiny;
- (vi) Particulars of all the votes cast by remote e-voting and e-voting at the AGM have been entered in a Register separately maintained for the purpose.

F. REPORT

My Scrutinizer's Report on the results of voting though remote e-voting and e-voting at the AGM is as under: -



1. ORDINARY RESOLUTION-

To receive, consider and adopt the Audited (Standalone and Consolidated) Financial Statements of the Company for the financial year ended 31st March, 2024, together with the Reports of the Board of Directors and the Auditors thereon;

Particulars	Remote e-voting		e-voting at the AGM		Total		Percentage of Votes Cast (%)
	No. of Members who voted	No. of Votes cast	No. of Members who voted	No. of Votes cast	No. of Members who voted	No. of Votes cast	
Favour	36	570106	1	1	37	570107	99.999
Against	3	5	-	-	3	5	0.001
Total Valid Votes cast	39	570111	1	1	40	570112	100.000
Invalid Votes	0	0	0	0	0	0	0

2. ORDINARY RESOLUTION-

To declare Dividend on Equity Shares for the Financial Year 2023-24.

Particulars	Remote e-voting		e-voting at the AGM		Total		Percentage of Votes Cast (%)
	No. of Members who voted	No. of Votes cast	No. of Members who voted	No. of Votes cast	No. of Members who voted	No. of Votes cast	
Favour	37	570107	1	1	38	570108	99.999
Against	2	4	-	-	2	4	0.001
Total Valid Votes cast	39	570111	1	1	40	570112	100.000
Invalid Votes	0	0	0	0	0	0	0



3. ORDINARY RESOLUTION-

To appoint a Director in place of Mr. Harsh Vardhan Lodha (DIN: 00394094), who retires by rotation and being eligible, offers himself for re-appointment;

Particulars	Remote e-voting		e-voting at the AGM		Total		Percentage of Votes Cast (%)
	No. of Members who voted	No. of Votes cast	No. of Members who voted	No. of Votes cast	No. of Members who voted	No. of Votes cast	
Favour	36	570106	1	1	37	570107	99.999
Against	3	5	-	-	3	5	0.001
Total Valid Votes cast	39	570111	1	1	40	570112	100.000
Invalid Votes	0	0	0	0	0	0	0

G. SAFE CUSTODY OF RECORDS

The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the AGM.

Place: Kolkata
Date: 13th September, 2024



Abhijeet Jain

(ABHIJEET JAIN)
FCS No. 4975
COP No. 3426
UDIN: F004975F001213633