

FORM NO. MGT-13

REPORT OF SCRUTINIZER

[Pursuant to section 108 and 109 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014]

To,

The **Chairman** of the THIRTEENTH EXTRA-ORDINARY GENERAL MEETING ("EGM") of the members of **INDIA EXPOSITION MART LIMITED** (the "**Company**") held on Monday, December 26, 2022 at 04:00 P.M. at The Tapas, Lobby level, Jaypee Vasant Continental Hotel, Vasant Vihar, New Delhi-110057.

Dear Sir,

"I, **Vaibhav Jain**, Practicing Chartered Accountant, appointed as the Scrutinizer by the Board of Directors of **INDIA EXPOSITION MART LIMITED** for the purpose of scrutinizing 13th EGM voting process i.e. remote e-voting (between December 23, 2022 and December 25, 2022) and poll at the venue of 13th EGM, as per Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended time to time, in respect of the resolutions passed at the 13th EGM of the company held on Monday, December 26, 2022 at 04:00 PM."

The management of the Company is responsible to ensure the compliances with the requirements under the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the notice of the 13th EGM of the members of the Company. Our responsibility as a scrutinizer for the e-voting process is restricted to the making of the Scrutinizer's report of the votes cast in "favour", "invalid votes" or "against" the resolutions contained in the notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL"), the authorized agency to provide e-voting facilities, engaged by the Company and the votes cast in "favour", "invalid votes" or "against" the resolutions contained in the notice by the members as present by e-voting.

New Delhi Report of Scrutinizer

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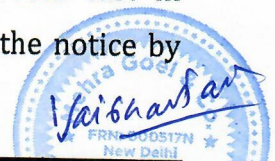
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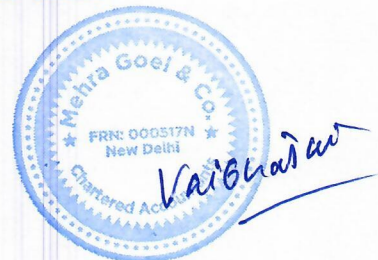

R-3035, Reef Tower,
Cluster O,
Jumeriah Lake Tower,
Dubai, UAE.



1. After the time fixed for closing of the poll by the Chairman, the ballot box kept for polling was locked in my presence, with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

Further to the above, we submit our report as under:

- (i) The remote E-voting period remained opened from December 23, 2022(10:00 A.M.) to December 25, 2022 (05:00 P.M.);
- (ii) The members of the Company as on the record date / cut-off date i.e. December 19, 2022, were entitled to cast their vote electronically on the resolutions as mentioned in the notice of the EGM of the members of the Company;
- (iii) In case of the selling shareholders offering shares under the offer for sale ("OFS") category, their aggregate shareholding shall remain intact and such shareholder shall be considered as one while casting votes on the shares held individually or under the company's ESCROW Account.
- (iv) The details containing *inter alia*, list of the members, who voted "for", "against" the resolution that were put to vote, were generated from the e-voting website of NSDL i.e. www.evoting.nsdl.com and based on such reports generated, the result of the e-voting are as under:



Special Business

ITEM NO. 1:

RE-APPOINTMENT OF MOHAMMAD FAHAD IKRAM AS AN INDEPENDENT DIRECTOR OF THE COMPANY

1. Voted in favour of the Resolution

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Advance)	2	1,08,500	100%
Voting by Ballot Paper (At Venue)	7	2,30,35,550	100%
Total	9	2,31,44,050	100%

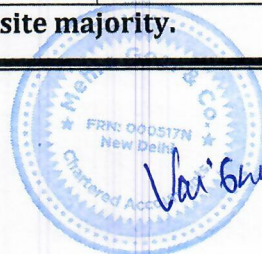
2. Voted against the Resolution

Mode of Voting	Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
E-voting (Advance)	-	-	-
Voting by Ballot Paper (At Venue)	-	-	-
Total	-	-	-

3. Invalid votes

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting (Advance)	-	-
Voting by Ballot Paper (At Venue)	1	5,53,172
Total	1	5,53,172

Item No.1 of Notice stands passed with the requisite majority.



ITEM NO. 2:

RE-APPOINTMENT OF MR. PRADIP NAVNITLAL MUCHHALA AS AN INDEPENDENT DIRECTOR OF THE COMPANY

1. Voted in favour of the Resolution

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Advance)	2	1,08,500	100%
Voting by Ballot Paper (At Venue)	8	2,35,88,722	100%
Total	10	2,36,97,222	100%

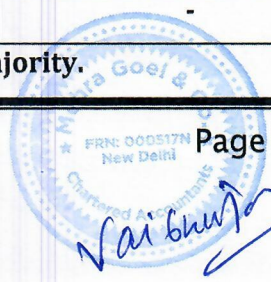
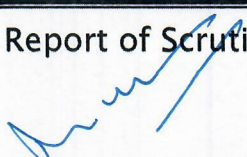
2. Voted against the Resolution

Mode of Voting	Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
E-voting (Advance)	-	-	-
Voting by Ballot Paper (At Venue)	-	-	-
Total	-	-	-

3. Invalid votes

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting (Advance)	-	-
Voting by Ballot Paper (At Venue)	-	-
Total	-	-

Item No.2 of Notice stands passed with the requisite majority.



ITEM NO. 3:

RE-APPOINTMENT OF MR. RAJESH KUMAR JAIN AS AN INDEPENDENT DIRECTOR OF THE COMPANY

1. Voted in favour of the Resolution

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Advance)	2	1,08,500	100%
Voting by Ballot Paper (At Venue)	8	2,35,88,722	100%
Total	10	2,36,97,222	100%

2. Voted against the Resolution

Mode of Voting	Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
E-voting (Advance)	-	-	-
Voting by Ballot Paper (At Venue)	-	-	-
Total	-	-	-

3. Invalid votes

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting (Advance)	-	-
Voting by Ballot Paper (At Venue)	-	-
Total	-	-

Item No.3 of Notice stands passed with the requisite majority.

Report of Scrutinizer



ITEM NO. 4:

RE-APPOINTMENT OF MS. SNIGHDHA SALUJA AS AN INDEPENDENT DIRECTOR OF THE COMPANY

1. Voted in favour of the Resolution

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Advance)	2	1,08,500	100%
Voting by Ballot Paper (At Venue)	8	2,35,88,722	100%
Total	10	2,36,97,222	100%

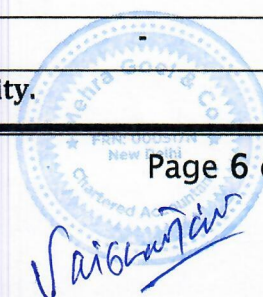
2. Voted against the Resolution

Mode of Voting	Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
E-voting (Advance)	-	-	-
Voting by Ballot Paper (At Venue)	-	-	-
Total	-	-	-

3. Invalid votes

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting (Advance)	-	-
Voting by Ballot Paper (At Venue)	-	-
Total	-	-

Item No.4 of Notice stands passed with the requisite majority.



ITEM NO. 5:

RE-APPOINTMENT OF MR. SUNIL SIKKA AS AN INDEPENDENT DIRECTOR OF THE COMPANY

1. Voted in favour of the Resolution

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Advance)	2	1,08,500	100%
Voting by Ballot Paper (At Venue)	8	2,35,88,722	100%
Total	10	2,36,97,222	100%

2. Voted against the Resolution

Mode of Voting	Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
E-voting (Advance)	-	-	-
Voting by Ballot Paper (At Venue)	-	-	-
Total	-	-	-

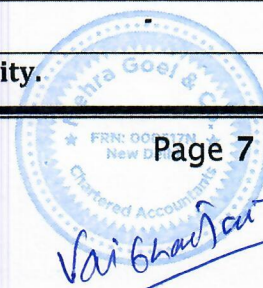
3. Invalid votes

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting (Advance)	-	-
Voting by Ballot Paper (At Venue)	-	-
Total	-	-

Item No.5 of Notice stands passed with the requisite majority.

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ITEM NO. 6:

RE-APPOINTMENT OF MR. NIRMAL BHANDARI AS AN INDEPENDENT DIRECTOR OF THE COMPANY

1. Voted in favour of the Resolution

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Advance)	2	1,08,500	100%
Voting by Ballot Paper (At Venue)	8	2,35,88,722	100%
Total	10	2,36,97,222	100%

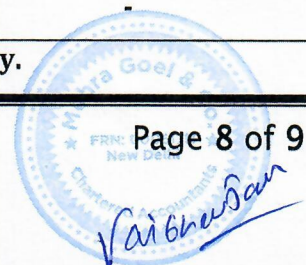
2. Voted against the Resolution

Mode of Voting	Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
E-voting (Advance)	-	-	-
Voting by Ballot Paper (At Venue)	-	-	-
Total	-	-	-

3. Invalid votes

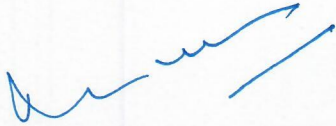
Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting (Advance)	-	-
Voting by Ballot Paper (At Venue)	-	-
Total	-	-

Item No.6 of Notice stands passed with the requisite majority.



A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is provided separately to the company.

The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.



Thanking You
Respectfully Submitted



Vaibhav Jain

Partner

M. No. F - 515700

UDIN: 22515700BGHJNP9157

For Mehra Goel & Co.

Chartered Accountants

FRN 000517N

Date: December 26, 2022

Place: New Delhi