

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,
22nd Annual General Meeting (“AGM”) of the members of **India Exposition Mart Ltd** (the “Company”) held on Monday, August 28, 2023 at 11:30 A.M. at “Govt. Servants Co-operative House Building Society Limited”, Kalyan Kendra, 9, Paschimi Marg, Vasant Vihar, New Delhi-110057.

Dear Sir,

SUBJECT: SCRUTINIZER’S REPORT ON REMOTE E-VOTING & E-VOTING CONDUCTED PURSUANT THE SECTION 108 AND 109 OF THE COMPANIES ACT, 2013 (“THE ACT”) READ WITH COMPANIES (MANAGEMENT & ADMINISTRATION) RULES, 2014

“I, **Vinod Jain**, Practicing Chartered Accountant, Authorized representative of M/s Vinod Kumar & Associates, appointed as the Scrutinizer by the Board of Directors of **INDIA EXPOSITION MART LIMITED** for the purpose of scrutinizing 22nd AGM voting process i.e. remote e-voting (between August 25, 2023 and August 27, 2023) and e-voting 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 substituted by the Companies (Management and Administration) Amendment Rules, 2015 as amended from time to time, on the resolution(s) set out in the notice convening the 22nd Annual General Meeting of the members of India Exposition Mart Limited, held on Monday, August 28, 2023 at 11:30 A.M. at the “Govt. Servants Co-operative House Building Society Limited”, Kalyan Kendra, 9, Paschimi Marg, Vasant Vihar, New Delhi - 110057 in a fair and transparent manner.

Report of Scrutinizer

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Corporate Office:

GLOBAL BUSINESS SQUARE
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Institutional Area Gurgaon,
122003, India
Tel : +91-124-4786-200

Nehru Place:

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2622-6933

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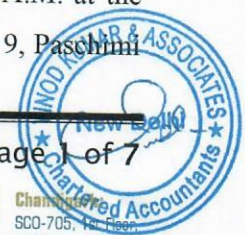
305-306, 3rd Floor,
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5077-790



Responsibility of the Management of the company

The management of the Company is responsible to ensure the compliances with the requirements under the Companies Act, 2013 and rules made thereunder relating to remote e-voting and e-voting by the members on the resolution (s) contained in the notice of the 22nd Annual General Meeting of the Company.

Our Responsibility as the Scrutinizer

Our responsibility as a scrutinizer for the remote e-voting process and e-voting conducted at the AGM is restricted to make a Consolidated Scrutinizer's report for the votes casted 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, engaged by the Company to provide e-voting facilities and poll conducted at the AGM, in a fair and transparent manner. Based on confirmation received from the Company, I submit my report as under:

1. The members holding shares on Monday, August 21, 2023 (i.e. "cut-off date") were entitled to vote on the resolution(s) set out in the notice convening the 22nd Annual General Meeting of the Company.
2. The remote e-voting was kept open for 3 days from 10:00 am on Friday, August 25, 2023 and remained open up to 5:00 PM on Sunday, August 27, 2023.
3. The Company had provided mobile tab e-voting facility offered by National Securities Depository Limited (NSDL) to the members of the Company at the AGM Venue.

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

1. After the time fixed for closing of voting period by the Chairman, no members were permitted to vote after the National Securities Depository Limited (NSDL) mobile-tab voting option was locked by the representatives
2. No incomplete and/or defective votes were found and liable to be treated as invalid.

The results of voting through remote e-voting and e-voting is as under:



Ordinary Businesses

ITEM NO. 1

To consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the Financial Year ended March 31, 2023, together with the reports of the Board of Directors and Auditors thereon;

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 |
|--|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | 2 | 1,72,65,058 | 100% |
| Venue Voting (through e-voting option) | 18 | 51,19,234 | 100% |
| Total | 20 | 2,23,84,292 | 100% |

2. Voted Against the Resolution

| Mode of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|--|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | - | - | - |
| Venue Voting (through e-voting option) | - | - | - |
| Total | - | - | - |

3. Invalid Votes

| Mode of Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|--|---|------------------------------------|
| Remote E-voting | - | - |
| Venue Voting (through e-voting option) | - | - |
| Total | - | - |

Item No.1 of Notice stands passed unanimously.



ITEM NO. 2

To consider the appointment of a director in place of Mr. Vivek Vikas (DIN: 01494586), who retires by rotation and being eligible, offers himself for re-appointment

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 |
|--|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | 2 | 1,72,65,058 | 100% |
| Venue Voting (through e-voting option) | 18 | 51,19,234 | 100% |
| Total | 20 | 2,23,84,292 | 100% |

2. Voted Against the Resolution

| Mode of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|--|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | - | - | - |
| Venue Voting (through e-voting option) | - | - | - |
| Total | - | - | - |

3. Invalid votes

| Mode of Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|--|---|------------------------------------|
| Remote E-voting | - | - |
| Venue Voting (through e-voting option) | - | - |
| Total | - | - |

Item No.2 of Notice stands passed unanimously.



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Special Businesses

ITEM NO. 3

Appointment of Mr. Ravinder Kumar Passi (DIN: 00212905) as Non-Executive 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 |
|--|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | 2 | 1,72,65,058 | 100% |
| Venue Voting (through e-voting option) | 18 | 51,19,234 | 100% |
| Total | 20 | 2,23,84,292 | 100% |

2. Voted against the Resolution

| Mode of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|--|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | - | - | - |
| Venue Voting (through e-voting option) | - | - | - |
| Total | - | - | - |

3. Invalid votes

| Mode of Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|--|---|------------------------------------|
| Remote E-voting | - | - |
| Venue Voting (through e-voting option) | - | - |
| Total | - | - |

Item No.3 of Notice stands passed unanimously.



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ITEM NO. 4

Appointment of Mr. Anil Mansharamani (DIN: 00234390) as Non-Executive 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 |
|--|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | 2 | 1,72,65,058 | 100% |
| Venue Voting (through e-voting option) | 18 | 51,19,234 | 100% |
| Total | 20 | 2,23,84,292 | 100% |

2. Voted against the Resolution

| Mode of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|--|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | - | - | - |
| Venue Voting (through e-voting option) | - | - | - |
| Total | - | - | - |

3. Invalid votes

| Mode of Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|--|---|------------------------------------|
| Remote E-voting | - | - |
| Venue Voting (through e-voting option) | - | - |
| Total | - | - |

Item No.4 of Notice stands passed unanimously.



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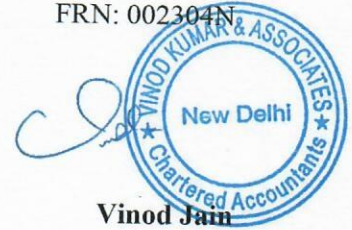
A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is provided separately to the company.

All relevant records were sealed and handed over to the Company Secretary & Compliance Officer authorized by the Board for safe keeping.

**Thanking You
Respectfully Submitted**

Vinod Kumar & Associates
Chartered Accountants


FRN: 002304N



Vinod Jain

Partner

M. No. F-081263

 **Date:** August 28, 2023

Place: New Delhi

UDIN: 23081263BHBGMD7753