

**Consolidated Report of Scrutinizer on E – Voting  
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of  
the Companies (Management and Administration) Rules, 2014]**

To,  
Chairman  
**Resonance Specialties Limited**  
Plot No. 54D, Kandivli Industrial Estate,  
Kandivli West, Mumbai - 400067

**Ref: 35<sup>th</sup> Annual General Meeting held on Friday, August 2, 2024 at  
3.00 P.M.**

**Sub: Consolidated Scrutinizer's Report on e-voting conducted through  
Video Conferencing (VC)/Other Audio Visual Means (OAVM) pursuant  
to 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 by Companies (Management  
and Administration) Amendment Rules, 2015 and Regulation 44 of  
SEBI (Listing Obligations & Disclosure Requirements) Regulations,  
2015.**

**Dear Sir/Madam,**

We Alok Khairwar & Associates, Company Secretaries, have been appointed as the Scrutinizer by the Board of Director of Resonance Specialties Limited held on May 14, 2024 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 35th Annual General Meeting of the Equity Shareholders of the Company held on Friday, August 2, 2024 at 3.00 P.M. through Video Conferencing (VC)/Other Audio Visual Means (OAVM) and concluded at 03.35 P.M.

We were also appointed as scrutinizer to scrutinize the remote e-voting process during the said AGM.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) by the shareholders on the resolutions proposed in the Notice of 35th Annual General Meeting of the Company is the responsibility of the

management. My responsibility as a Scrutinizer is to ensure that the voting process through electronic means (by remote e-voting) in the meeting are conducted in a faith and transparent manner and render Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited ('NSDL').

The Notice dated May 14, 2024 Convening Annual General Meeting (AGM) of the Company along with Statement setting out material fact under Section 102 of the Companies Act, 2013 were sent to the Shareholder on July 08, 2024 in respect of the below mentioned resolutions to be passed at the said Annual General Meeting of the Company to be held on Friday, August 2, 2024 at 3.00 P.M. through Video Conferencing (VC)/Other Audio Visual Means (OAVM) through electronic mode to those Members whose email addresses are registered with the Company /Depositories, in compliance with the General Circulars No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 20/2020 dated May 5, 2020, No. 02/2021 dated January 13, 2021, No. 21/2021 dated December 14, 2021, No. 2/2022 dated May 5, 2022, No. 10/2022 dated December 28, 2022 and subsequent circulars issued in this regard, the latest being 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars') and SEBI Circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 05, 2023, October 06, 2023 and October 07, 2023 ('SEBI Circulars').

In accordance with the Notice of 35th Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(V) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on July 09, 2024, the remote e-voting commenced on July 30, 2024, 09:00 AM and ended on August 01, 2024, 05:00 P.M.

The shareholders of the Company holding shares as on the Cut-off date of Friday, July 26, 2024 were entitled to vote on the resolution as contained in the Notice of 35th Annual General Meeting of the Company.

The votes on remote e-voting were unblocked at 3.38 p.m. on August 02, 2024, the e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of NSDL

(<https://www.evoting.nsdl.com/>) and the same are being handed over to the Chairman/Company Secretary.

The results of the scrutiny of voting by remote e-voting and through e-voting facility provided during AGM in respect of resolutions contained in Notice dated May 14, 2024 are as under;

**(1) Resolution**

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended on March 31, 2024 together with the reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)

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

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	47	6278474	92.34
e- Voting in AGM	4	520529	7.66
Total	51	6799003	100.00 (Rounded Off)

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

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	3	41	0.00
e- Voting in AGM	-	-	-
Total	3	41	0.00

(iii) Invalid Votes:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	-	-	-
e- Voting in AGM	-	-	-
Total	-	-	-

**Result:** We report that the numbers of votes cast in favour of the aforesaid Resolution are more than the number of votes cast against accordingly the resolution be considered as passed with requisite majority.

**Invalid Votes:** There were no invalid votes.

**(2) Resolution**

To appoint a Director in place of Mr. Nilesh Jain (DIN 05263110), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution).

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

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	46	6278463	92.34
e- Voting in AGM	4	520529	7.66
Total	50	6798992	100.00 (Rounded Off)

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

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	4	52	0.00

e- Voting in AGM	-	-	-
Total	4	52	0.00

(ii) Invalid Votes:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	-	-	-
e- Voting in AGM	-	-	-
Total	-	-	-

**Result:** We report that the numbers of votes cast in favour of the aforesaid Resolution are more than the number of votes cast against accordingly the resolution be considered as passed with requisite majority.

**Invalid Votes:** There were no invalid votes.

### (3) Resolution

Approval for entering into Related Party Transactions by the Company. (Ordinary Resolution)

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

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	45	16273	3.03
e- Voting in AGM	4	520529	96.97
Total	49	536802	100.00 (Rounded Off)

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

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	3	41	0.00
e- Voting in AGM	-	-	-
Total	3	41	0.00

(iii) Invalid Votes:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	-	-	-
e- Voting in AGM	-	-	-
Total	-	-	-

**Result:** We report that the numbers of votes cast in favour of the aforesaid Resolution are more than the number of votes cast against accordingly the resolution be considered as passed with requisite majority.

**Invalid Votes:** There were no invalid votes.

#### (4) Resolution

To ratify the remuneration of the Cost Auditor for the F.Y. 2024-25. (Ordinary Resolution)

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

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	47	6278474	92.34

e-Voting in AGM	4	520529	7.66
Total	51	6799003	100.00 (Rounded Off)

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

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	3	41	0.00
e- Voting in AGM	-	-	-
Total	3	41	0.00

(iii) Invalid Votes:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	-	-	-
e- Voting in AGM	-	-	-
Total	-	-	-

**Result:** We report that the numbers of votes cast in favour of the aforesaid Resolution are more than the number of votes cast against accordingly the resolution be considered as passed with requisite majority.

**Invalid Votes:** There were no invalid votes.



**ALOK KHAIRWAR  
& ASSOCIATES**

**ALOK KHAIRWAR AND ASSOCIATES**

F214 B wing, Express Zone Mall,  
Western Express Highway,  
Near Oberoi Mall, Malad East,  
Mumbai - 400 097.

All the relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid 35<sup>th</sup> Annual General Meeting and the same shall be handed over to the Chairman/Company Secretary for safe keeping.

**Thanking you,**

**Yours faithfully,**

**FOR ALOK KHAIRWAR & ASSOCIATES  
COMPANY SECRETARIES**

**CS Alok Khairwar  
(Proprietor)  
FCS: 10031  
CP No: 12880  
P. R. No: 1761/2022  
UDIN: F010031F000884608  
Place: Mumbai  
Dated: August 02, 2024**