

# Prajot Vaidya & Co.

Company Secretaries

(Peer Reviewed Firm)

**Regd. Office:** Office No 2, Shanta Niwas CHS, Near Karve Hospital, M G Road,  
Bhaskar Colony, Thane West 400602

**Email:** prajot@prajotvaidya.com

**Tel:** 9029872189

## Scrutinizer Report on Remote E-voting and Electronic Voting at the 30<sup>th</sup> Annual General Meeting

To,  
The Chairman,  
**Qgo Finance Limited**  
3rd Floor, A-514, TTC Industrial Area,  
MIDC, Mahape, NA Navi Mumbai Thane 400701

The 30<sup>th</sup> Annual General Meeting ("30<sup>th</sup> AGM or AGM") of the Shareholders of QGO Finance Limited (hereinafter referred as "the Company") held on Tuesday, 12 September, 2023 at 11:00 AM IST through Video Conferencing ("VC")/Other Audio-Visual Means ("OVAM") pursuant to General Circular No. 14/2020 dated April 08, 2020, General 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. 19/2021 dated December 8, 2021, Circular No. 21/2021 dated December 14, 2021, and Circular No. 02/2022 dated May 5, 2022, General Circular No. 10/2022 dated December 28, 2022 respectively, issued by the Ministry of Corporate Affairs ("MCA") ("MCA Circulars") and SEBI 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, Circular SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated May 13, 2022, and Circular SEBI/HO/ CFD/PoD-2/ P/CIR/2023/4 dated January 05, 2023, issued by the Securities and Exchange Board of India ("SEBI Circulars") and in compliance with the provisions of the Companies Act, 2013 ("Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

**Subject: Scrutinizer's Report on voting through remote e-voting and electronic voting at the 30<sup>th</sup>AGM of the shareholders of the Company held on Tuesday, 12 September, 2023 at 11:00 AM (IST) through video conferencing ("VC")/other audio-visual means ("OVAM") in terms of provisions of the Companies Act, 2013 (hereinafter the "Act") read with the rules made there under and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

A. I Prajot Vaidya, Proprietor of M/s. Prajot Vaidya & Co., Practicing Company Secretaries, appointed as Scrutinizer in the meeting of the Board of Directors of the Company held on Monday, 29 May, 2023 to conduct the following:



- (i) Remote e-voting process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014; and
- (ii) **Electronic Voting at the 30<sup>th</sup>AGM held on Tuesday, 12 September, 2023**, under the provisions of Section 109 of the Companies Act, 2013 read with rule 21 of the Companies (Management and Administration) Rules, 2014 and read with MCA Circulars and SEBI Circulars.
- B. The Compliance with the relevant provisions of the Act and rules made thereunder and applicable regulations of the Listing Regulations read with MCA Circulars and SEBI Circulars in relation to voting through Remote e-voting, Electronic Voting at the AGM and presence of a quorum at the AGM on the proposed resolutions mentioned in the Notice dated May 29, 2023 is the responsibility of the Management. My responsibility as a scrutinizer is to ensure that the voting process in all modes are conducted in fair and transparent manner and render scrutinizer report based on reports generated from the electronic voting system provided by National Securities Depository Limited ('NSDL') and votes cast by shareholders at the AGM.
- C. Pursuant to sections 101, 108 of the Act and rule 20 Companies (Management & Administration) Rules, 2014 (including any statutory modification (s) or re- enactment(s) thereof for the time being in force), the Company has confirmed that the electronic copy of Notice of 30<sup>th</sup> AGM along with Annual Report were sent to the shareholders whose e-mail addresses are registered with the Company/Depository Participant/Depository in compliance with MCA Circulars and SEBI Circulars.
- D. The Company had appointed NSDL for providing a facility to the shareholders for participation in the 30<sup>th</sup> AGM through VC/OAVM and conducting the electronic voting by the shareholders at the 30<sup>th</sup> AGM. After the time fixed for the closing of electronic voting at 30<sup>th</sup> AGM, voting was closed and votes cast were unblocked.
- E. The members of the Company holding shares as on the "Cut Off" date on **Tuesday, 5<sup>th</sup> September, 2023** were entitled to vote the resolutions forming part of the notice of the AGM.
- F. The Company had availed the remote e-voting facility provided by NSDL for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on **Saturday, September 9, 2023 (09.00 a.m. IST) and ended on Monday, September 11, 2023 (05.00 p.m. IST)** and the NSDL remote e-voting portal was blocked in the presence of Ms. Manisha Sharma and Ms. Shweta Khapare who are not in employment of the Company.
- G. I submit a report on the basis of the votes exercised by the shareholders of the Company through remote e-voting prior to and during the 30<sup>th</sup>AGM in respect of the said resolutions.



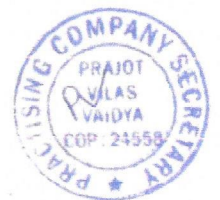
ORDINARY BUSINESS:

Item No. 1 – Ordinary Resolution:

To consider, approve and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2023, together with the Reports of the Board and Auditors thereon.

Category	Mode of Voting	No. of Shares held	No. of Votes polled*	% of Votes Polled in Outstanding shares	No. of votes in – favour	No. of votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	Remote E-voting	4404956	4404956	100.00	4404956	0.00	100.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	Total		4404956	4404956	100.00	4404956	0.00	100.00
Public Institutions Holders	Remote E-voting	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	Total		0.00	0.00	0.00	0.00	0.00	0.00
Public - Non Institutions Holders	Remote E-voting	2547844	68184	2.68	68183	1	99.95	0.00
	E-voting at AGM		36	0.00	36	0	0.05	0.00
	Total		2547844	68220	2.68	68219	1	100.00
Grand Total		6952800	4473176	64.34	4473175	1	100.00	0.00

\*No. of votes polled does not include 'no. of votes invalid'



Item No. 2 – Ordinary Resolution:

To re-appoint Mrs. Seema Pathak (DIN: 01764469), who retires by rotation as an Non-Executive Director of the Company and being eligible, offers herself for re-appointment.

Category	Mode of Voting	No. of Shares held	No. of Votes polled*	% of Votes Polled in Outstanding shares	No. of votes in – favour	No of votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	Remote E-voting	4404956	4404956	100.00	4404956	0.00	100.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	<b>Total</b>		<b>4404956</b>	<b>4404956</b>	<b>100.00</b>	<b>4404956</b>	<b>0.00</b>	<b>100.00</b>
Public Institutions Holders	Remote E-voting	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	<b>Total</b>		<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
Public - Non Institutions Holders	Remote E-voting	2547844	68174	2.67	68173	1	99.95	0.00
	E-voting at AGM		36	0.00	36	0	0.05	0.00
	<b>Total</b>		<b>2547844</b>	<b>68210</b>	<b>2.67</b>	<b>68209</b>	<b>1</b>	<b>100.00</b>
<b>Grand Total</b>		<b>6952800</b>	<b>4473166</b>	<b>64.34</b>	<b>4473165</b>	<b>1</b>	<b>100.00</b>	<b>0.00</b>

\*No. of votes polled does not include 'no. of votes invalid'



**SPECIAL BUSINESS:**

**Item No. 3 - Ordinary Resolution:**

To appoint Mrs. Deepika Nath (DIN: 00843292) as Non-Executive Non-Independent Director of the Company

Category	Mode of Voting	No. of Shares held	No. of Votes polled*	% of Votes Polled in Outstanding shares	No. of votes in – favour	No of votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	Remote E-voting	4404956	4404956	100.00	4404956	0.00	100.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	Total		4404956	4404956	100.00	4404956	0.00	100.00
Public Institutions Holders	Remote E-voting	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	Total		0.00	0.00	0.00	0.00	0.00	0.00
Public - Non Institutions Holders	Remote E-voting	2547844	68184	2.68	68183	1	99.95	0.00
	E-voting at AGM		36	0.00	36	0.00	0.05	0.00
	Total		2547844	68220	2.67	38219	1	100.00
Grand Total		6952800	4473176	64.34	4443175	1	100.00	0.00

\*No. of votes polled does not include 'no. of votes invalid'



As requested by the Management, I am submitting this report on the results of remote e-voting together with the results of electronic voting facilitated at the 30<sup>th</sup> AGM.

Thanking you,  
Yours faithfully,

For Prajot Vaidya & Co  
Company Secretaries

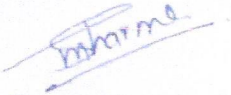
*P.V. Vaidya*



Prajot Vaidya  
Scrutinizer  
Mem. No: A38969  
COP No: 24558  
Peer Review No: 4055/2023  
UDIN: A038969E000993395

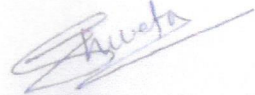
Place: Thane  
Date: 12/09/2023

We, the undersigned have witnessed that the votes cast through remote e-voting were unblocked from NSDL e-voting website <https://www.evoting.nsdl.com/> in our presence on September 12, 2023



**Name:** Manisha Sharma

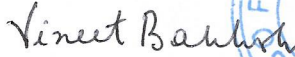
Address: Room No. 708, Building No.10,  
Abhyudya Nagar J.B Road.M. H. B Colony,  
Kalachowki Mumbai-400033



**Name:** Shweta Khapare

Address: 2, Bhagwati Pasad Chawl,  
M. G Road, Near Jijamata Uddyan  
Naupada Thane - 400602

Countersigned by



Rear Admiral Vineet Bakhshi (Retired)  
Chairman of the Meeting  
DIN: 02960365  
QGO Finance Limited