

**SCRUTINIZER'S REPORT**

To  
The Board of Directors,  
M/s. Keerthi Industries Limited,  
Hyderabad.

Date: 24<sup>th</sup> April, 2024

**SCRUTINIZER'S REPORT ON THE POSTAL BALLOT PROCESS CONDUCTED  
THROUGH REMOTE E-VOTING**

Dear Sir(s),

I, Ch. Veeranjanyulu, Partner of M/s VCSR & Associates, Company Secretaries was appointed as Scrutinizer by the Board of Directors of M/s. **Keerthi Industries Limited** for scrutinizing postal ballot which was conducted only through electronic means in respect of the resolutions contained in the Notice dated February 10, 2024 in a fair and transparent manner and for ascertaining the requisite majority for the resolution proposed to be passed with respect to the provisions of Section 108 and 110 of the Companies Act, 2013 ('the Act') read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (as amended) and in terms of the General Circular No. 33/2020 dated 28<sup>th</sup> September, 2020 (the "MCA Circulars"), issued by the Ministry of Corporate Affairs, Government of India (the "MCA,") and Regulation 44 of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended, ["SEBI Listing Regulations"] on the resolutions as set-out in the notice of Postal Ballot.

I submit my report as under:

1. The Management of the Company is responsible to ensure the compliance with the requirements of the Act, and Rules made thereunder read with MCA Circulars SS-2 and regulations contained in the SEBI Listing Regulations relating to voting through electronic means on the resolution contained in the Postal Ballot Notice.
2. The Company has appointed "Central Depository Services (India) Limited" (CDSL) as the Agency, for providing the facility of remote e-voting to the Members of the Company. CDSL has provided a system for recording the votes of the shareholders electronically.
3. My responsibility as a Scrutinizer for the Postal Ballot is restricted to the extent of preparation and presentation of Scrutinizers' Report of the votes cast "FOR" or "AGAINST" the resolution(s) as stated in the Notice of Postal Ballot based on the report generated from e-voting system of CDSL.





4. Pursuant to the MCA Circulars the Members of the Company holding equity shares, as on the "cut-off date" i.e. Friday, March 22, 2024 were entitled to vote on the proposed resolution as set out in the Notice of Postal Ballot dated February 10, 2024, through remote e- voting only.
5. The remote e-voting period commenced from Monday, March 25, 2024 (09.00 A.M.) and ended on Tuesday, April 23, 2024 (05.00 P.M.) at the e-voting Platform on the designated website of Central Depository Services (India) Limited i.e. (<https://www.evotingindia.com>). E-voting facility was blocked forthwith thereafter as per the notice of postal ballot, the voting results shall be announced on or before Thursday, April 25, 2024.
6. Pursuant to the provisions of the Act and MCA Circulars issued by Ministry of Corporate Affairs, the Company has sent Postal Ballot notice(s) to its Members whose name(s) appeared in the Register of Members/ List of beneficial owners received from National Securities Depository Limited and Central Depository Services (India) Limited as on the Cut-off date i.e. Friday, March 22, 2024 and whose e-mail IDs was available with the Company and Depositories, through electronic means only and has not dispatched physical notices to any member. However the Company vides the Postal Ballot notice dated February 10, 2024, had also requested its shareholders to register their email addresses with the Registrar and Transfer Agent of the Company.
7. As stated in Sub-rule 3 of Rule 22 of Companies (Management and Administration) Rules, 2014 as amended from time to time & MCA circulars, on March 29, 2022, public notices were published by the Company in Financial Express ('English Newspaper') and in Telugu Prabha ('Telugu Newspaper') informing about the completion of dispatch of Postal Ballot notices to its shareholders through electronic means, along with all requisite document.
8. I monitored the process of electronic voting (i.e. remote e-voting) through the scrutinizer's secured link provided by CDSL through its designated website.
9. After completion of e-voting, votes casted by the members, were unblocked by me in the presence of two witnesses, Mr. Siva. J & Ms. Ratna. P who are not in the employment of the Company.
10. Votes casted by the members through remote e-voting, were reconciled with the records maintained by the Registrar and Transfer Agent of the Company and authorizations lodged with the Company.
11. The Postal Ballots and other related documents/registers and record will be handed over to the Company Secretary for the safe custody once the Chairperson consider, approve and sign the Postal Ballot Minutes.
12. After ascertaining the votes casted by remote e-voting, I hereby submit the result as under:





**SPECIAL RESOLUTION: 1**

**REAPPOINTMENT OF MRS. TRIVENI JASTI (DIN: 00029107) AS EXECUTIVE CHAIRPERSON AND WHOLE TIME DIRECTOR OF THE COMPANY AND FIXING OF THE REMUNERATION.**

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	%	Voters	No. of Votes	%
Remote E-voting	34	6013545	29	6013530	100	5	15	Negligible
<b>Total</b>	<b>34</b>	<b>6013545</b>	<b>29</b>	<b>6013530</b>	<b>100</b>	<b>5</b>	<b>15</b>	<b>Negligible</b>

**SPECIAL RESOLUTION: 2**

**REAPPOINTMENT OF MR. SHESHAGIRI RAO JASTI (DIN: 00029090) AS MANAGING DIRECTOR OF THE COMPANY AND FIXING OF THE REMUNERATION.**

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	%	Voters	No. of Votes	%
Remote E-voting	34	6013545	29	6013530	100	5	15	Negligible
<b>Total</b>	<b>34</b>	<b>6013545</b>	<b>29</b>	<b>6013530</b>	<b>100</b>	<b>5</b>	<b>15</b>	<b>Negligible</b>

13. Based on the above remote e-voting, I confirm that the resolutions have been carried on with the requisite majority, accordingly I request the Company, to announce the voting results of Postal Ballot.

Thanking you,  
Yours faithfully,

For VCSR & Associates  
Company Secretaries

  
(Ch. Veeranjanyulu)  
Partner

CP No. 6392 M No. F6121