

SANTOSHKUMAR KAMLESHCHANDRA PANDEY

Practicing Company Secretary

ACS No: 8546/ COP No: 5484

**Add: Bungalow No 14 Rajvilas Haveli Kothi CHS Ltd, Ghodbunder Road,
Chitalsar, Manpada, Thane – 400610 Maharashtra**

Mob: +91 9821051427, E-mail: pandeyks2004@yahoo.co.in



SCRUTINIZER'S REPORT

To,

The Chairman,

Viaan Industries Limited

Registered Office: Unit No. 702, 7th Floor, Shalimar Morya Park Off New Link Road, Andheri West Mumbai -400053

Sub: 37TH ANNUAL GENERAL MEETING ('AGM') OF THE EQUITY SHAREHOLDERS OF VIAAN INDUSTRIES LIMITED HELD ON DECEMBER 26, 2020 AT 12.00 P.M. THROUGH VIDEO CONFERENCING (VC)/ OTHER AUDIO-VISUAL MEANS (OAVM).

Dear Sir,

I, Santoshkumar K. Pandey, Practicing Company Secretary, have been appointed as a Scrutinizer by the Board of Directors in its meeting held on **November 10, 2020** of **VIAAN INDUSTRIES LIMITED** ("Company") for the purpose of scrutinizing the remote E-voting process in fair and transparent manner and ascertaining the requisite majority of 37th Annual General Meeting held on Saturday December 26, 2020 at 12:00 p.m. through video conferencing (VC)/ other audio visual means (OAVM) on agenda items contained in Notice dated **November 10, 2020**, submit my report as under;

<u>Resolution No.</u>	<u>Type of Resolution</u>	<u>Particulars</u>
1.	Ordinary Resolution	Adoption of Audited Financial Statements for the Financial Year ended 31 st March, 2020 along with Director's and Auditor report.
2.	Ordinary Resolution	To appoint a Director in place of Mr. Darshit Shah (DIN: 06614591) who retires by rotation and being eligible, offers himself for reappointment
3.	Ordinary Resolution	Appointment of Auditor
4.	Ordinary Resolution	To Appoint Mrs. Dolly Dhanresha (DIN: 07746698) as Non-Executive Independent Director
5.	Ordinary Resolution	To Appoint Mrs. Anita Sethia (DIN: 08956503) as Non-Executive Independent Director.

I, Submit the Report as under:

1. Pursuant to General Circular No. 20/2020 dated 5th May, 2020 read together with MCA General Circular Nos. 14 & 17/2020 dated 8th April, 2020 and 13th April, 2020 respectively, issued by the Ministry of Corporate Affairs, advertisement was published in **Free Press**, Mumbai edition (English newspaper) and **Navshakti, Mumbai edition (Marathi Language)** on **December 04, 2020** specifying the date and time of the AGM, availability of the notice on company's website and website of the Stock exchange, manner of registration of email ids by the members (both physical and de-mat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

SANTOSHKUMAR KAMLESHCHANDRA PANDEY

Practicing Company Secretary

ACS No: 8546/ COP No: 5484

**Add: Bunglow No 14 Rajvilas Haveli Kothi CHS Ltd, Ghodbunder Road,
Chitalsar, Manpada, Thane – 400610 Maharashtra**

Mob: +91 9821051427, E-mail: pandeyk2004@yahoo.co.in



2. The Company has informed that on the basis of Register of members, it has completed dispatched of Notice of AGM and Annual Report on **December 05, 2020** by E-mail (who had registered their email ids). This is in compliance with the MCA circular General Circular No. 20/2020 dated 5th May, 2020 read together with MCA General Circular Nos. 14 & 17/2020 dated 8th April, 2020 and 13th April, 2020 respectively, and Securities and Exchange Board of India (“SEBI”) Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, and Company has published the newspaper advertisement in **Free Press**, Mumbai edition (English newspaper) and **Navshakti, Mumbai edition (Marathi Language)** on **December 09, 2020**.
3. The Company had appointed National Securities Depository Limited (NSDL) as the service provider for remote E-Voting and e-voting during the AGM to the shareholders from **December 23, 2020** (9.00 a.m) to **December 25, 2020** (5.00 p.m.). On completion of e-voting period, in compliance of the provisions of Rule 20 (4) (xii) of the Companies (Management and administration) Amendment Rule, 2015.
4. The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited.
5. Voting rights were reckoned as on **December 19, 2020**, being cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting during the AGM.
6. On completion of e-voting during the AGM, I unblocked the result of the remote e-voting and e-voting by members at the AGM, on the NSDL e-voting platform and download the result.
7. On scrutiny, I report that out of 8925 shareholders, 40 (Forty) shareholders had cast their votes through remote e-voting.
8. Consolidated result (EVEN 115256) with respect to each item on the agenda as set out in the Notice of the AGM dated **November 10, 2020** is enclosed herewith;

SANTOSHKUMAR KAMLESHCHANDRA PANDEY

Practicing Company Secretary

ACS No: 8546/ COP No: 5484

**Add: Bunglow No 14 Rajvilas Haveli Kothi CHS Ltd, Ghodbunder Road,
Chitalsar, Manpada, Thane – 400610 Maharashtra**

Mob: +91 9821051427, E-mail: pandeyk2004@yahoo.co.in



ITEM No. 1 – Ordinary Resolution: Adoption of Audited Financial Statement for the Financial Year ended 31st

March, 2020 along with Director's and Auditor report.

Total No. of Shareholders	8925						
Total No. of Shares	110243100						
Receipt of Postal Ballot Forms	Not Applicable						
E-Voting start date & end date	From December 23, 2020 to December 25, 2020						
		Total Number of Votes		Votes in favor of the resolution		Votes in against of the resolution	
		No. of Votes	No. of Shares	No. of Votes	No. of Shares	No. of Votes	No. of Shares
Total Votes Cast through Remote e-Voting	A	37	56948182	30	56918872	7	29310
Total Votes Cast through e-voting at the AGM	B	3	214	3	214	0	0
Grand Total of remote e-voting/ e-voting at the AGM (A+B)	C	40	56948396	33	56919086	7	29310

Category	Mode of Voting	No. of Shares held	No. of Votes Polled	No. of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	55912800	55912800	100	55912800	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		55912800	100	55912800	0	100.00	0.00
Public-Institutions	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Non Institutions	E-Voting	54330300	1035596	1.9061	1006286	29310	97.1697	2.8303
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		54330300	1035596	1.9061	1006286	29310	97.1697
Total		110243100	56948396	51.6571	56919086	29310	99.9485	0.0515

SANTOSHKUMAR KAMLESHCHANDRA PANDEY

Practicing Company Secretary

ACS No: 8546/ COP No: 5484

**Add: Bunglow No 14 Rajvilas Haveli Kothi CHS Ltd, Ghodbunder Road,
Chitalsar, Manpada, Thane – 400610 Maharashtra**

Mob: +91 9821051427, E-mail: pandeyk2004@yahoo.co.in



ITEM NO. 2 - Ordinary Resolution - To appoint a Director in place of Mr. Darshit Shah (DIN: 06614591) who retires by rotation and being eligible, offers himself for reappointment

Total No. of Shareholders	8925						
Total No. of Shares	110243100						
Receipt of Postal Ballot Forms	Not Applicable						
E-Voting start date & end date	From December 23, 2020 to December 25, 2020						
		Total Number of Votes		Votes in favor of the resolution		Votes in against of the resolution	
		No. of Votes	No. of Shares	No. of Votes	No. of Shares	No. of Votes	No. of Shares
Total Votes Cast through Remote e-Voting	A	37	56948182	29	56909871	8	38311
Total Votes Cast through e-voting at the AGM	B	3	214	3	214	0	0
Grand Total of remote e-voting/ e-voting at the AGM (A+B)	C	40	56948396	32	56910085	8	38311

Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	No. of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	55912800	55912800	100	55912800	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total	55912800	55912800	100	55912800	0	100.00	0.00
Public-Institutions	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Non Institutions	E-Voting	54330300	1035596	1.9061	997285	38311	96.3006	3.6994
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total	54330300	1035596	1.9061	997285	38311	96.3006	3.6994
Total		110243100	56948396	51.6571	56910085	38311	99.9327	0.0673

SANTOSHKUMAR KAMLESHCHANDRA PANDEY

Practicing Company Secretary

ACS No: 8546/ COP No: 5484

**Add: Bunglow No 14 Rajvilas Haveli Kothi CHS Ltd, Ghodbunder Road,
Chitalsar, Manpada, Thane – 400610 Maharashtra**

Mob: +91 9821051427, E-mail: pandeyk2004@yahoo.co.in



ITEM NO. 3- Ordinary Resolution: Appointment of Auditor.

Total No. of Shareholders	8925						
Total No. of Shares	110243100						
Receipt of Postal Ballot Forms	Not Applicable						
E-Voting start date & end date	From December 23, 2020 to December 25, 2020						
		Total Number of Votes		Votes in favor of the resolution		Votes in against of the resolution	
		No. of Votes	No. of Shares	No. of Votes	No. of Shares	No. of Votes	No. of Shares
Total Votes Cast through Remote e-Voting	A	37	56948182	29	56909871	8	38311
Total Votes Cast through e-voting at the AGM	B	3	214	3	214	0	0
Grand Total of remote e-voting/ e-voting at the AGM (A+B)	C	40	56948396	32	56910085	8	38311

Category	Mode of Voting	No. of Shares held	No. of Votes Polled	No. of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)					
Promoter and Promoter Group	E-Voting	55912800	55912800	100	55912800	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		55912800	55912800	100	55912800	0	100.00
Public-Institutions	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Non Institutions	E-Voting	54330300	1035596	1.9061	997285	38311	96.3006	3.6994
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		54330300	1035596	1.9061	997285	38311	96.3006
Total		110243100	56948396	51.6571	56910085	38311	99.9327	0.0673

SANTOSHKUMAR KAMLESHCHANDRA PANDEY

Practicing Company Secretary

ACS No: 8546/ COP No: 5484

**Add: Bunglow No 14 Rajvilas Haveli Kothi CHS Ltd, Ghodbunder Road,
Chitalsar, Manpada, Thane – 400610 Maharashtra**

Mob: +91 9821051427, E-mail: pandeyk2004@yahoo.co.in



ITEM NO. 4- Ordinary Resolution: To Appoint Mrs. Dolly Dhanresha (DIN: 07746698) as Non-Executive Independent Director

Total No. of Shareholders	8925						
Total No. of Shares	110243100						
Receipt of Postal Ballot Forms	Not Applicable						
E-Voting start date & end date	From December 23, 2020 to December 25, 2020						
		Total Number of Votes		Votes in favor of the resolution		Votes in against of the resolution	
		No. of Votes	No. of Shares	No. of Votes	No. of Shares	No. of Votes	No. of Shares
Total Votes Cast through Remote e-Voting	A	37	56948182	31	56909901	6	38281
Total Votes Cast through e-voting at the AGM	B	3	214	3	214	0	0
Grand Total of remote e-voting/ e-voting at the AGM (A+B)	C	40	56948396	34	56910115	6	38281

Category	Mode of Voting	No. of Shares held	No. of Votes Polled	No. of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	55912800	55912800	100	55912800	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		55912800	100	55912800	0	100.00	0.00
Public-Institutions	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Non Institutions	E-Voting	54330300	1033596	1.9061	995315	38281	96.296	3.7037
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		1033596	1.9061	995315	38281	96.296	3.7037
Total		110243100	56948396	51.6571	56908115	38281	99.9293	0.0672

SANTOSHKUMAR KAMLESHCHANDRA PANDEY

Practicing Company Secretary

ACS No: 8546/ COP No: 5484

Add: Bunglow No 14 Rajvilas Haveli Kothi CHS Ltd, Ghodbunder Road,
Chitalsar, Manpada, Thane – 400610 MaharashtraMob: +91 9821051427, E-mail: pandeyk2004@yahoo.co.in

ITEM NO. 5- Ordinary Resolution: To Appoint Mrs. Anita Sethia (DIN: 08956503) as Non-Executive Independent Director

Total No. of Shareholders	8925						
Total No. of Shares	110243100						
Receipt of Postal Ballot Forms	Not Applicable						
E-Voting start date & end date	From December 23, 2020 to December 25, 2020						
		Total Number of Votes		Votes in favor of the resolution		Votes in against of the resolution	
		No. of Votes	No. of Shares	No. of Votes	No. of Shares	No. of Votes	No. of Shares
Total Votes Cast through Remote e-Voting	A	37	56948182	31	56909901	6	38281
Total Votes Cast through e-voting at the AGM	B	3	214	3	214	0	0
Grand Total of remote e-voting/ e-voting at the AGM (A+B)	C	40	56948396	34	56910115	6	38281

Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	No. of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	55912800	55912800	100	55912800	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		55912800	100	55912800	0	100.00	0.00
Public-Institutions	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Non Institutions	E-Voting	54330300	1033596	1.9061	995315	38281	96.296	3.7037
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		1033596	1.9061	995315	38281	96.296	3.7037
Total		110243100	56948396	51.6571	56908115	38281	99.9293	0.0672

SANTOSHKUMAR KAMLESHCHANDRA PANDEY

Practicing Company Secretary

ACS No: 8546/ COP No: 5484

**Add: Bungalow No 14 Rajvilas Haveli Kothi CHS Ltd, Ghodbunder Road,
Chitalsar, Manpada, Thane – 400610 Maharashtra**

Mob: +91 9821051427, E-mail: pandeyk2004@yahoo.co.in



Percentage of Votes cast in favor: Resolution No : 1 - 99.9485
Resolution No. 2 - 99.9327%
Resolution No. 3 - 99.9327%
Resolution No. 4 - 99.9293%
Resolution No 5 - 99.9293%

Percentage of Votes cast against: Resolution No : 1 - 0.0515 %
Resolution No. 2 - 0.0673%
Resolution No 3 - 0.0673%
Resolution No 4 - 0.0672%
Resolution No 5 - 0.0672%

Based on the aforesaid result, we report that Item Nos. 01 to 05 of the Notice of the AGM dated November 10, 2020 have been passed with the requisite majority.

I further report that Rule 22 of the Companies (Management and Administration) Rules, 2014 has been duly complied with. I further report that, the records maintained by me including the data as obtained from NSDL, the Service Provider for the e-voting facility extended by them and other related data/papers are in my safe custody which will be handed over to the Company Secretary of the Company.

I thank you for the opportunity given to act as a Scrutinizer for the above AGM held through Video conferencing.

Thanking You,

Yours Faithfully,

Santoshkumar K. Pandey
(Practicing Company Secretary)

Date: December 26, 2020

Place: Thane

ICSI UDIN: A008546B001679094