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Report of Scrutinizer

[Pursuant to rule Section 110 of the Companies Act, 2013 and Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]

To

The Chairman

SHRADDHA PRIME PROJECTS LIMITED

A-309, Kanara Business Centre Premises CS Ltd., Link Road,
Laxmi Nagar, Ghatkopar (East), Mumbai-400 075

Sub: Scrutinizer’s Report on E-Voting of Postal Ballot process conducted pursuant 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

Dear Sir,

The Board of Directors of Shraddha Prime Projects Limited (‘the Company) have vide resolution passed on 01.02.2024 decided to provide to the members of the Company, a facility to exercise their voting pursuant to the provisions of Section 108 & 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 on the resolution for:

1. APPOINTMENT OF M/S. AVHP & COMPANY LLP, CHARTERED ACCOUNTANTS AS THE STATUTORY AUDITORS OF THE COMPANY TO FILL THE CASUAL VACANCY CAUSED BY RESIGNATION OF M/S. VISHWAS & ASSOCIATES CHARTERED ACCOUNTANTS

In terms of Section 110 of the Act and in terms of circulars issued by the Ministry of Corporate Affairs, Government of India (MCA) vide its General Circular nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020 and circular 39/2020 dated December 31, 2020, and Circular No. 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, Circular No. 03/2022 dated May 05, 2022, Circular No 11/2022 dated December 28, 2022 and 09/2023 dated 25th September 2023 (the MCA Circulars), the Company can take all the decision requiring members approval other than items of Ordinary business or business where any person has a right to be heard through the mechanism of postal ballot/e-voting in accordance with the provisions of the Act and rules made thereunder, without holding a general meeting.

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Practising Company Secretaries

Scrutinizer's Report of Shraddha Prime Projects Ltd Result of E-Voting on Postal Ballot: 09.03.2024

The MCA has further clarified vide its circular no. 09/2023 dated 25th September 2023 that for companies that are required to provide e-voting facility under the Act, while they are transacting any business (es) only by postal ballot up to September 30, 2024, the requirements provided in Rule 20 of the Companies (Management and Administration) Rules, 2014 (the "Rules") as well as the framework provided in the MCA Circulars is applicable mutatis mutandis.

The Company has accordingly sent Postal Ballot Notice by email to all its shareholders for passing 1 (One) Ordinary Resolution for the special business as mentioned in the notice of postal ballot dated February 01, 2024 who have registered their email addresses with the Company or depository/ depository participants/ Registrar and Share Transfer Agent (RTA) as on February 01, 2024 and the communication of assent / dissent of the members are taken place through the remote e-voting system. This Postal Ballot is accordingly being initiated by the Company in compliance with the MCA Circulars.

In compliance with the requirements of the MCA Circulars thus hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope were not sent to the shareholders for this Postal Ballot and shareholders were requested to communicate their assent or dissent through the remote e-voting system only.

The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by RCMC Share Registry Private Limited, the Registrar and Share Transfer Agents ("RTA") of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Company completed dispatch of Postal Ballot Notice to the Members as on the cut-off date i. e. Thursday the, February 01, 2024 who had already registered their E-mail IDs with the Company / Depositories and also to Members who registered their E-mail ID pursuant to the advertisement(s) published by the Company in "Financial Express" in English and in "Mumbai Lakshadweep" in Vernacular language Marathi on February 06, 2024.

The Company appointed NSDL as the agency for providing the platform for remote e-voting. Remote e-voting platform was open from 9:00 a.m. (IST) on Friday, 9 February, 2024 till 5:00 p.m. (IST) on Saturday, 9 March 2024 and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by NSDL.

As per Section 110(2) of the Companies Act, 2013 read with Secretarial Standards on General Meeting (SS-2) issued by the Institute of Company Secretaries of India, if a resolution is assented to by a requisite majority of the shareholders by means of Postal Ballot, it shall be deemed to have been duly passed on the last date specified for remote e-voting.

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I, Neeta H. Desai (ND & Associates) Practising Company Secretary appointed as Scrutinizer of the Shraddha Prime Projects Limited ("the Company") for the purpose of scrutinizing the e-voting on Postal Ballot in a fair and transparent manner and ascertaining the requisite majority on e-voting as per the provision of Companies Act, 2013 on the aforesaid mentioned resolution(s).

The management of the Company is responsible to ensure the Compliance with the requirement of the Companies Act, 2013 and Rules relating to voting through electronic means and Postal Ballot on the resolution mentioned above. My responsibility as a scrutinizer is restricted to ensure that the e-voting process and Postal Ballot process is conducted in a fair and transparent manner and make the scrutinizer report of the votes cast "in favour" or "against" the resolutions stated above, based on the Postal Ballot received by the Company and reports generated from the e-voting system provided by the RCMC Share Registry Private Limited, authorized agency to provide e -voting facilities, engaged by the Company.

The Postal Ballot notice dated 1st February 2024 was sent to the shareholders of the Company along with statement setting out material facts under Section 102 of the Companies Act, 2013 on 5th February 2024.

The members of the Company holding shares on the cut-off date i. e. 2nd February 2024 were entitled to vote on the proposed resolutions set out in the Postal Ballot Notice.

I submit my report as under:

1. The e-voting period remained open from Friday, 09 February, 2024 at 9.00 A.M. and ended on Saturday, 9th March 2024 at 5.00 P.M.
2. The details containing list of shareholders who voted for or against the resolutions that were put to vote were downloaded from the NSDL e-voting website.
3. The result of the E-voting process is given below:

Sr. No.	Particulars of Resolution	Type of Resolution	Votes in Favour (In Numbers)	Votes in Favour (In %)	Votes against(In Numbers)	Votes against (In %)
1.	Appointment of M/s. AVHP & Company LLP, Chartered Accountants as the Statutory Auditors of the Company to fill the Casual Vacancy caused by resignation of M/s. Vishwas & Associates Chartered Accountants.	Ordinary	16054264	100%	10	0.00%

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Based on the aforesaid result we report that the resolution as set out in item number 1 of the Notice of Postal Ballot dated 1st February, 2024 have been passed with requisite majority.

Thanking you

Yours faithfully,
For **ND & Associates**

Place: Mumbai
Date: 11.03.2024

Neeta H. Desai
Practising Company Secretary
UDIN: F003262E003564710

Counter Signed for Shraddha Prime Projects Ltd.



Vishal Salecha
Chief Executive Officer