

**Form No. MGT-13**  
**Scrutinizer's Report**

**(Consolidated Scrutinizer's Report on Remote E-voting and e-voting during Extra-Ordinary General Meeting)**

To,

The Chairman of the Extra-Ordinary General Meeting of the Members of **KUNDAN EDIFICE LIMITED** held on Tuesday, 24<sup>th</sup> day of December, 2024 at 12:00p.m. through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").

Dear Sir,

I, Mukesh Saraswat, Practicing Company Secretaries, Proprietor of M/s. M K Saraswat & Associates, Mumbai, had been appointed as the Scrutinizer by the Board of Directors of Kundan Edifice Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting and the e-voting during EGM in a fair & transparent manner, in respect of the below mentioned resolutions proposed at the Extra-Ordinary General Meeting ("EGM") of Kundan Edifice Limited on Tuesday, 24<sup>th</sup> day of December, 2024 at 12:00 p.m. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

The notice dated 30<sup>th</sup> November, 2024, convening the EGM, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the EGM of the Company through electronic mode to those Members whose email addresses are registered with the Company /Depositories. The Company had availed the e-voting facility offered by NSDL for conducting remote e-voting by the Shareholders of the Company. The Company has completed dispatch of notices by email to the members by 02<sup>nd</sup> December, 2024.

The voting period for remote e-voting commenced on Saturday, 21<sup>st</sup> December, 2024 (09:00 a.m.) and ended on Monday, 23<sup>rd</sup> December, 2024 (5:00 p.m.). The Company had also provided e-voting facility to the shareholders present at the EGM through VC / OAVM and who had not cast their vote earlier. The shareholders of the Company holding shares as on the "cut-off" date of Monday, 16<sup>th</sup> December, 2024 were entitled to vote on the resolutions as contained in the Notice of the EGM.

After the closure of e-voting at the EGM, the report on e-voting done during the EGM and the votes cast under remote e-voting facility prior to the EGM were unblocked and counted. I have scrutinized and reviewed the remote e-voting prior to and e-voting during the EGM and votes cast therein based on the data downloaded from the NSDL.

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made thereunder; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard-2 on General Meetings issued by the Institute of Company secretaries of India, relating to the E-voting facility to the shareholders present at the EGM through VC/OAVM and Remote E-voting.

My responsibilities as a Scrutinizer is to ensure that the voting is done in a fair and transparent manner and to give a consolidated report on the Votes cast by the members for the resolutions (Businesses) contained in the Notice dated 30<sup>th</sup> November, 2024, through Remote E-Voting and through E-voting facility to the shareholders present at the EGM through VC/OAVM.

After the conclusion of the EGM, the vote casted through remote e-Voting facility and e-voting facility during the EGM had been unblocked in the presence of two witnesses not in employment of the Company, namely Ajeet Kumar Mishra and Roshani Maurya.

The result of the scrutiny of voting by Remote E-Voting and through E-voting facility to the shareholders present at the EGM through VC/OAVM, in respect of resolutions (businesses) contained in notice dated 30<sup>th</sup> November, 2024 is as under:

<b>Item No. 1</b>	<b>To approve the Material Related Party Transaction with Kundan Industries Limited.</b>						
<b>Resolution Required:</b>	Ordinary						
Particulars	Remote E-voting		E-Voting at the AGM		Total of Remote E-voting & AGM E-voting		% of total no of Votes Cast (Favour/against)
	No. of Members	Votes	No. of Members	Votes	No. of Members	Votes	
<b>Favour</b>	4	76,200	0	0	4	76200	100%
<b>Against</b>	0	0	0	0	0	0	0
<b>Total</b>	4	76,200	0	0	4	76,200	100%
<b>Abstain</b>	0	0	0	0	0	0	-
<b>Invalid</b>	0	0	0	0	0	0	-

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 1 of the Notice of the EGM dated November 30, 2024 has been passed with requisite majority.

<b>Item No. 2</b>	<b>To regularize the appointment of Mr. Ulhas Anant Joshi (DIN: 02508813) as Non - Executive Independent Director.</b>						
<b>Resolution Required:</b>	Special						
Particulars	Remote E-voting		E-Voting at the AGM		Total of Remote E-voting & AGM E-voting		% of total no of Votes Cast (Favour/against)
	No. of Members	Votes	No. of Members	Votes	No. of Members	Votes	
<b>Favour</b>	8	75,01,200	0	0	8	75,01,200	100%
<b>Against</b>	0	0	0	0	0	0	0%
<b>Total</b>	8	75,01,200	0	0	8	75,01,200	100%
<b>Abstain</b>	0	0	0	0	0	0	-
<b>Invalid</b>	0	0	0	0	0	0	-

Based on the aforesaid result, we report that the Special Resolution as set out in Item No. 2 of the Notice of the EGM dated November 30, 2024 has been passed with requisite majority.

**Notes:**

1. Vote casted by related parties in aforesaid resolutions are not considered in the above results.
2. The percentages are rounded off to the nearest decimals.
3. Number of votes cast does not include no of votes abstained & invalid votes.
4. Number of shareholders are not grouped on the basis of PAN.

All the resolutions voted through remote e-voting and e-voting at the EGM were passed with **REQUISITE MAJORITY**.

The relevant records relating to Remote e-voting and & e-voting facility during the EGM were sealed and handed over to the Chairman of the EGM. The result of the voting by members may accordingly be declared by the Chairman of the EGM and who has also countersigned here under in token thereof.

Thanking you,

Yours faithfully,

**For: M.K. SARASWAT & ASSOCIATES  
(COMPANY SECRETARIES)**

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**MUKESH SARASWAT**

**(Proprietor)**

FCS NO.: F9992,

COP NO.: 10856

**UDIN: F009992F003491910**

Peer Review Certificate No.: 2172/2022

Place: Mumbai

Date: 26.12.2024

**Countersigned by:**

**For KUNDAN EDIFICE LIMITED**

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**MR. DIVYANSH MUKESH GUPTA**

**CHAIRMAN & MANAGING DIRECTOR**

**(DIN: 06846463)**