



## SCRUTINIZER'S REPORT

To

**Mr. N. P. Vijay Kumar, Advocate**

**The Chairman** appointed by the Hon'ble National Company Law Tribunal ("NCLT"), Division Bench II- Chennai, for the Meeting of the Compulsorily Convertible Preference shareholders of **Samunnati Financial Intermediation & Services Private Limited** holding CIN: U65990TN2014PTC096252 (the "Company") pursuant to the Order dated 29.03.2022 - CA/(CAA)/118 (CHE) 2021

**Sub: Scrutinizer's Report on the results of voting through remote E-Voting and E-Voting/Poll during the NCLT convened meeting of Compulsorily Convertible Preference shareholders (Members) of the Company held on Wednesday, the 04<sup>th</sup> day of May, 2022 at 11.00 A.M. at the Registered Office of the Company at Baid Hi Tech Park, 8th Floor, No 129 B, East Coast Road, Thiruvanmiyur, Chennai - 600041, Tamil Nadu, with an option for Video Conferencing, for the approval of Composite Scheme of Arrangement between Samunnati Financial Intermediation & Services Private Limited holding CIN: U65990TN2014PTC096252 and Samunnati Finance Private Limited holding CIN: U65990TN2021PTC146392 and Samunnati Agro Solutions Private Limited holding CIN: U74999TN2016PTC112925 and their respective Shareholders and Creditors under Sections 230 to 232 of the Companies Act, 2013 (the "Scheme")**

Sir,

I, CS Rohini Varma K., Company Secretary in Practice, holding Membership No. FCS 8161, and Certificate of Practice No. 8594, have been appointed by the Hon'ble NCLT, by its Order



dated 29.03.2022 as "the Scrutinizer" for the purpose of conducting the voting through remote E-Voting and E-Voting/Poll during the meeting of the Compulsorily Convertible Preference shareholders of the Company which was scheduled to be held on Wednesday, the 04<sup>th</sup> day of May, 2022 at 11.00 A.M. at the Registered Office of the Company, with an option for Video Conferencing, relating to the resolution seeking approval of the Compulsorily Convertible Preference shareholders to the Composite Scheme of Arrangement between Samunnati Financial Intermediation & Services Private Limited and Samunnati Finance Private Limited and Samunnati Agro Solutions Private Limited and their respective Shareholders and Creditors under Sections 230 to 232 of the Companies Act, 2013 (the "Scheme"), in terms of the Notice dated 01.04.2022, convening the said meeting.

I do hereby submit my report as under:

1. My responsibility as a Scrutinizer is restricted to reporting on the results of voting on the resolution contained in the Notice dated 01.04.2022, through Remote E-Voting, E-Voting/Poll facility during the Meeting.
2. The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") for providing facility to vote by electronic means through remote E-Voting and E-Voting during the meeting to the Compulsorily Convertible Preference shareholders of the Company who have made a request for E-Voting.
3. The remote E-Voting period remained open for the Members from Saturday the 30<sup>th</sup> April, 2022 (10:00 a.m. IST) to Tuesday the 03<sup>rd</sup> May, 2022 (05:00 p.m. IST).
4. As per notice dated 01.04.2022, the Company has offered E-Voting facility to the Members on request. However, on verification of the records of the Central Depository Services (India) Limited (CDSL), none of the members have casted their votes through electronic means.
5. The facility of voting by Poll was allowed at the meeting, to enable the Members who were present in person or through Proxy, who had not cast their votes by remote E-Voting and had not made a request for E-Voting, to cast their votes.
6. The Poll was conducted in accordance with the applicable provisions of the Companies (Management and Administration) Rules 2014.



7. On completion of voting by Poll, the locked Ballot Box was subsequently opened in my presence and Poll Papers were diligently scrutinized. The Poll Papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents and the authorizations/proxies lodged with the Company.
8. None of the poll papers were incomplete and/or otherwise found defective.
9. On completion of the E-Voting, in compliance with the provisions of Rule 20 (4) (viii) and (xii) of the Companies (Management and Administration) Rules, 2014, the E-Voting results were unblocked on Wednesday the 04<sup>th</sup> May, 2022 in the presence of two witnesses who were not in the employment of the Company. The names and signatures of the witnesses appear elsewhere in this report.
10. In terms of the Companies Act, 2013 and the NCLT Order, the voting result of **Compulsorily Convertible Preference Shareholders** on the business transacted through Poll during the meeting is as under:

**Approval of Composite Scheme of Arrangement between Samunnati Financial Intermediation & Services Private Limited and Samunnati Finance Private Limited and Samunnati Agro Solutions Private Limited and their respective Shareholders and Creditors**

Sl. No.	Voting Method	Total Valid Votes	Votes in favor of the resolution			Votes against the resolution			Invalid Votes	
			Number of members	No. of Votes	%	Number of members	No. of Votes	%	Number of members	No. of Votes
<b>1</b>	<b>Poll</b>	<b>1434506</b>	<b>8</b>	<b>1434506</b>	<b>100%</b>	<b>0</b>	<b>0</b>	<b>0%</b>	<b>0</b>	<b>0</b>

A Pen Drive containing a list of Compulsorily Convertible Preference shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for the resolution is enclosed.



The Poll Papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

The Resolution as proposed in the Notice of the NCLT convened meeting, approving the Scheme, stands passed under Poll with the requisite majority as per Section 230 of the Companies Act, 2013.

Thank you

Yours faithfully,

*Rohini Varma*  
**CS ROHINI VARMA K**  
Practicing Company Secretary  
FCS 8161 CP 8594  
A10, W126, 3<sup>rd</sup> Floor  
3<sup>rd</sup> Avenue, Senate Space  
Anna Nagar, Chennai - 600 040



Chennai

05.05.2022

UDIN: **F008161D000274383**

Witnesses to the unblocking of Votes:

1. Tracy Caesar

A10, W126, 3<sup>rd</sup> Floor, 3<sup>rd</sup> Avenue, Senate Space, Anna Nagar, Chennai – 600040

2. Abhijith

A10, W126, 3<sup>rd</sup> Floor, 3<sup>rd</sup> Avenue, Senate Space, Anna Nagar, Chennai – 600040

**Counter Signed by:**

**Mr. N. P. Vijay Kumar, Advocate**

**Chairman appointed for the NCLT Convened Meeting of Compulsorily Convertible Preference shareholders**