



A.G.G. & Associates

Company Secretaries

(Peer Reviewed Certified CS Firm)

21/16, 2nd Floor, West Patel Nagar, New Delhi-110008.

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CONSOLIDATED REPORT OF SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions]

To

The Chairman of Annual General Meeting
of **AMD Industries Limited**

18, Pusa Road, First Floor,
Karol Bagh, New Delhi-110005

Held on 28th September, 2022 at 2:30 P.M.

Through Video Conferencing (VC)/ Other Audio Visual Means (OAVM)

Dear Sir

1. I, Amar Gopal Gambhir, Practicing Company Secretary (Membership No.:3668, C.P. No.: 3653), proprietor of A.G.G. & Associates, Company Secretaries having office at 21/16, 2nd Floor, West Patel Nagar, New Delhi-110008 was Appointed by the Board of Directors of AMD Industries Limited ("Company") as a Scrutinizer for the purpose of Scrutinizing the remote e-voting and e-voting at the time of Annual General Meeting and for ascertaining the majority on voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the below mentioned resolutions, considered in connection with the 39th Annual General Meeting held on 28th September, 2022 at 2:30 p.m. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) as per the framework issued by the Ministry of Corporate Affairs (MCA) vide General Circular No. 20/2020 dated 5th May, 2020 read with General Circular No.14/2020 dated 8th April, 2020, & also the General Circular No.17/2020 dated 13th April, 2020 including Circular no. 02/2022 and 03/2022 dated 5th May, 2022 and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued by the Securities & Exchange Board of India (SEBI) (hereinafter collectively referred as "Circulars") dated 12th May, 2020.
2. The Management of the Company is responsible to ensure the Compliances with the requirements of provisions of the Companies Act, 2013, Circulars and Rules relating to voting on the resolutions contained in the Notice to the 39th Annual General Meeting of the Member's of the Company.



My responsibility as a Scrutinizer for the voting process is restricted to make Scrutinizer's Report of the votes casted "in Favour" or "Against" the resolutions stated below, based on the scrutiny of the reports generated from e-voting (for both remote e-voting and e-voting during the AGM) system provided by National Securities Depository Limited ("NSDL"), the authorised Agency to provide e-voting facilities, appointed by the Company.

3. The Members of the Company as on "cut off" date i.e. 21st September, 2022 were entitled to vote on the resolutions stated in the Notice(i.e. item nos. 1 to 6) of the 39th Annual General Meeting.
4. The remote e-voting period remained open from Sunday, 25th September, 2022 (9:00 a.m.) to Tuesday, 27th September, 2022 (5.00 p.m.). The remote e-voting module was disabled by NSDL for voting thereafter.
5. The e-voting facility was provided at the AGM to those members who attended the meeting through VC/OAVM but had not voted through remote e-voting facility.
6. After the conclusion of AGM, the votes cast through remote e-voting and e-voting facility were unblocked in the presence of two witnesses, whose names are mentioned below, who are not in the employment of the Company and electronic ballots were diligently scrutinized by me.

S. No.	Name & e-Mail Id's Address	Signature of Witness
1.	Sunder	
2.	Ankit	

7. The electronic ballots were reconciled with the records maintained by the Company/ Registrar and Transfer Agent of the Company and the authorization received/available with the Company.

Thereafter, the details of members, who have voted "FOR" or "AGAINST" each of the resolutions permitted for remote e-voting & E-voting during the AGM, were prepared based on the report generated from the website of NSDL e-voting system, and upon scrutiny and review of the data, the result of the voting is as under:



a) Resolution No.1:

ORDINARY RESOLUTION: To receive, consider and adopt the Audited Financial Statements for the financial year ended on 31st March, 2022 and the reports of the Board and Auditor's thereon.

i. Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	158	13031606	99.997
E-voting (During AGM)	2	10	0.001
TOTAL	160	13031616	99.998

ii. Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	23	328	0.002
E-voting (During AGM)	0	0	0
TOTAL	23	328	0.002

iii. Invalid Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	NIL	NIL	NIL
E-voting (During AGM)	NIL	NIL	NIL
TOTAL	NIL	NIL	NIL



b) **Resolution No.2:**

ORDINARY RESOLUTION: To Appoint a Director in place of Mrs. Shubha Singh (DIN: 06926872), who retires by rotation, and being eligible, offers himself for re-appointment.

i. **Voted in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	155	13030920	99.992
E-voting (During AGM)	2	10	0.001
TOTAL	157	13030930	99.993

ii. **Voted against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	26	1014	0.007
E-voting (During AGM)	0	0	0
TOTAL	26	1014	0.007

iii. **Invalid Votes:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	NIL	NIL	NIL
E-voting (During AGM)	NIL	NIL	NIL
TOTAL	NIL	NIL	NIL



c) **Resolution No.3:**

ORDINARY RESOLUTION: To declare Dividend on equity shares for the financial year ended on 31st March, 2022.

i. **Voted in favour of the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	158	13031176	99.994
E-voting (During AGM)	2	10	0.001
TOTAL	160	13031186	99.995

ii. **Voted against the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	23	758	0.005
E-voting (During AGM)	0	0	0
TOTAL	23	758	0.005

iii. **Invalid Votes:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	NIL	NIL	NIL
E-voting (During AGM)	NIL	NIL	NIL
TOTAL	NIL	NIL	NIL



d) **Resolution No.4:**

ORDINARY RESOLUTION: To appoint M/s K.N Gutgutia & Co., Chartered Accountants, New Delhi (FRN-304153E) as statutory auditors of the Company to hold office from the conclusion of 39th Annual General Meeting until the conclusion of the 44th Annual General Meeting and to fix their remuneration.

i. **Voted in favour of the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	159	13031626	99.997
E-voting (During AGM)	2	10	0.001
TOTAL	161	13031636	99.998

ii. **Voted against the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	22	308	0.002
E-voting (During AGM)	0	0	0
TOTAL	22	308	0.002

iii. **Invalid Votes:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	NIL	NIL	NIL
E-voting (During AGM)	NIL	NIL	NIL
TOTAL	NIL	NIL	NIL



e) **Resolution No.5:**

SPECIAL RESOLUTION: To appoint Mr. Ashok Gupta(DIN: 00031630) as Whole Time Director of the company, for a period of three years w.e.f. 1st April, 2023.

i. **Voted in favour of the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	153	13019692	99.905
E-voting (During AGM)	2	10	0.001
TOTAL	155	13019702	99.906

ii. **Voted against the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	28	12242	0.094
E-voting (During AGM)	0	0	0
TOTAL	28	12242	0.094

iii. **Invalid Votes:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	NIL	NIL	NIL
E-voting (During AGM)	NIL	NIL	NIL
TOTAL	NIL	NIL	NIL



f) **Resolution No.6:**

SPECIAL RESOLUTION: To appoint Mr. Adit Gupta(DIN: 00238784) as Managing Director of the company for a period of three years with effect from 1st April, 2023.

i. **Voted in favour of the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	154	13030900	99.991
E-voting (During AGM)	2	10	0.001
TOTAL	156	13030910	99.992

ii. **Voted against the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	27	1034	0.008
E-voting (During AGM)	0	0	0
TOTAL	27	1034	0.008

iii. **Invalid Votes:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	NIL	NIL	NIL
E-voting (During AGM)	NIL	NIL	NIL
TOTAL	NIL	NIL	NIL



A Excel Sheets and other supportive documents containing list of equity shareholders who voted "For", "Against" and those votes which were declared "Invalid" for each resolution will be brought to the notice of the Company through mail for safe keeping by them.

All other relevant records will also be forwarded by me to the Company Secretary authorized by the Board for safe keeping.

Thanking you,
Yours faithfully,

**For A.G.G. & ASSOCIATES
Company Secretaries**



Amar Gopal Gambhir
(Practicing Company Secretary)

Scrutinizer

C.P No.: 3653

M. No.: 3668

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New Delhi-110008

Email Id: aggandassociates@gmail.com

MoB No.: 9811386480

Date: 30-09-2022

UDIN: F003668D001088323