



VIPIN SHUKLA & COMPANY

COMPANY SECRETARIES
407, 4TH FLOOR, INDRAPRAKASH BUILDING,
BARAKHAMBA ROAD, NEW DELHI-110001
fcsvipinshukla1973@gmail.com, #9821296627
PAN:AZIPS8609J

Consolidated Scrutinizer's Report

(Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 & 21 of the
Companies (Management and Administration) Rules, 2014)

To,

The Chairman,
Marda Commercial & Holdings Ltd
Reg. Off.: 11, Crooked Lane,
First Floor, Room No. 7,
P.S.- Hare Street, Kolkata
West Bengal-700069

Subject: Consolidated Scrutinizer's Report on Remote e-voting process and voting through ballot / poll papers for the thirty fifth (35th) Annual General Meeting (AGM) of the Equity Shareholders of Marda Commercials & Holdings Limited (Company) held on Monday, the 29th day of July, 2024 at 11.00 A.M. at the registered office of the company situated at 11, Crooked Lane, PS. Hare Street, Kolkata-7000069, India.

Dear Sir,

I, Vipin Shukla, Practicing Company Secretary and Proprietor of M/s. Vipin Shukla & Company, Company Secretaries, was appointed as Scrutinizer by the Board of Directors of the Company vide resolution passed at their Board Meeting held on May 21, 2024 for the purpose of scrutinizing the voting process, i.e. remote e-voting and voting through poll papers of the 35th Annual General Meeting of the Company held on Monday on 29th day of July, 2024 at 11:00 AM at the Registered office of the Company situated at 11, Crooked Lane, PS. Hare Street, Kolkata-7000069, India in compliance with the provisions of Section 96, 101, 108, 109 of the Companies Act, 2013 (Act) read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Rules) (as amended from time to time) and in accordance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and to submit a report thereon to the Company on the resolutions forming part of the 35th AGM Notice dated May 21, 2024.





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1. My responsibility as a Scrutinizer was to:

- (i) Ensure that the voting process was conducted in a fair and transparent manner and
- (ii) Submit a Consolidated Scrutinizer's report for remote e-voting and Voting at the AGM / voting through poll papers, for the resolutions set out in the 35th AGM Notice to the Chairman of the Company/Board or any person authorised by the Board.

2. I submit my report as under: -

- (i) The 35th AGM notice along with Annual Report for the Financial Year (FY) 2023-24 was dispatched by the Company on July 05, 2024, through permitted modes to all those members/beneficial owners whose names will appear in the Register of Members / list of Beneficial Owners received from the Depositories as on Cut Off date i.e. Friday, June 28, 2024.
- (ii) The Company has engaged National Securities Depository Limited (NSDL) as the service provider for extending the facility of electronic voting to the Shareholders of the Company.
- (iii) The 35th AGM Notice was simultaneously (i) submitted to the stock exchange i.e. Calcutta Stock Exchange of India Limited at www.cse-india.com (ii) posted on the websites of the Company at www.mchl.co.in, Niche Technologies Private Ltd. (RTA) at www.nichetechpl.com and NSDL at www.evoting.nsdl.com.
- (iv) The members of the Company as on the cut-off date i.e. July 22, 2024 were entitled to avail the facility of remote e-voting as well as voting through poll papers on the proposed resolutions as set out in the AGM Notice.
- (v) The remote e-voting period begins on July 26, 2024 at 09:00 A.M. and ends on July 28, 2024 at 05:00 P.M.
- (vi) At the 35th AGM of the Company held on Monday, July 29, 2024 at 11:00 AM, the Chairman of the meeting has called the members present in the meeting who could not participate in the voting to record their votes through polling paper.
- (vii) After completion of voting at the 35th AGM, the votes cast through remote e-voting and voting through poll papers were unblocked in the presence of two witnesses who are not in the employment of the Company.
- (viii) The data of remote e-voting and voting through poll papers was diligently scrutinized and reconciled with the records maintained by the RTA and the authorizations lodged. Detailed registers were maintained containing the summary of results of remote e-voting and voting through poll papers.





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- (ix) For the purpose of preparation of this report, the number of shareholders has been determined by consolidating folios with the same Permanent Account Number (PAN).
- (x) After the time fixed for closing of the poll by the Chairman of the meeting one empty box was kept for polling were locked in my presence with due identification marks placed by me. 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 RTA of the Company. Proxy forms were considered.
- (xi) The consolidated summary of results of remote e-voting and voting through polling papers is annexed herewith as Annexure-I.
- (xii) Based on the aforesaid results, I report that all the Resolutions as contained in the Item No(s). 01 to 04 of the AGM Notice of the Company, have been passed with requisite votes.
- (xiii) The electronic data, polling papers and other relevant records relating to remote e-voting and voting through poll papers are under my safe custody until the Chairman considers, approves and sign the minutes of AGM and the same will be handed over to the Company Secretary / Director authorised by the Board for safe keeping.

FOR VIPIN SHUKLA & COMPANY

(CS VIPIN SHUKLA)
FELLOW M.NO. 6799, COP: 14071
PEER REVIEW CERTIFICATE NO.: 5465/2024
FRN: S2017DE492200

UDIN: F006798F000849332

Place: New Delhi,

Date of Issue: 29-07-2024

Countersigned By:

For Marda Commercial & Holdings Limited

Daulat Ram

(Daulat Ram Agarwal)

Director

DIN: 00586956





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Annexure I

Item No. 1: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024 together with the Reports of the Board of Directors and Auditors thereon.

Resolution Required (Ordinary/Special)	Ordinary
Whether Promoter/Promoter Group are interested in the agenda/resolution	No

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	13	6460900	100	0	0	0	0	0
Voting through poll papers	0	0	0	0	0	0	0	0
Total	13	6460900	100	0	0	0	0	0

Result: The Ordinary Resolution has been passed with requisite consent.

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Item No. 2: To appoint a Director in place of Mr. Lalit Agarwal (DIN: 00109920) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, seeks re-appointment.

Resolution Required (Ordinary/Special)	Ordinary
Whether Promoter/Promoter Group are interested in the agenda/resolution	No

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	13	6460900	100	0	0	0	0	0
Voting through poll papers	0	0	0	0	0	0	0	0
Total	13	6460900	100	0	0	0	0	0

Result: The Ordinary Resolution has been passed with requisite consent.

(Intentionally left blank)





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Item No. 3: Appointment of Ms. Ankita Mathpal (DIN: 10642403) as a Non-Executive Independent Director

Resolution Required (Ordinary/Special)	Special Resolution
Whether Promoter/Promoter Group are interested in the agenda/resolution	No

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	13	6460900	100	0	0	0	0	0
Voting through poll papers	0	0	0	0	0	0	0	0
Total	13	6460900	100	0	0	0	0	0

Result: The Special Resolution has been passed with requisite consent.

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Item No. 4: To make Investment, Give Loans, Guarantees and Provide Securities under Section 186 of the Companies Act, 2013

Resolution Required (Ordinary/Special)	Special Resolution
Whether Promoter/Promoter Group are interested in the agenda/resolution	No

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	13	6460900	100	0	0	0	0	0
Voting through poll papers	0	0	0	0	0	0	0	0
Total	13	6460900	100	0	0	0	0	0

Result: The Special Resolution has been passed with requisite consent.

FOR VIPIN SHUKLA & COMPANY

(CS VIPIN SHUKLA)
FELLOW M.NO. 0778, COP: 11871

PEER REVIEW CERTIFICATE NO.: 5465/2024
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