

**CS**

Mumba Dhaam  
Block No. 30, Shop No. 218  
Opposite Vikas Bhawan  
Sanjay Place, Agra-282002  
Mobile: 9319104242  
E-mail: [rcsharmacs@yahoo.com](mailto:rcsharmacs@yahoo.com)

**R.C. SHARMA & ASSOCIATES**

Company Secretaries

## **Report of Scrutinizer**

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20  
Of The Companies (Management and Administration) Rules, 2014]*

To,  
The Chairman,  
HMA Agro Industries Limited  
Add: 18A/5/3 Tajview Crossing Fatehabad  
Road, Agra, Uttar Pradesh-282001

**Subject: - Scrutinizer's Report on Postal Ballot process conducted through electronic voting system in accordance with the provisions of Section 108 and Section 110 and other applicable provisions, if any of the Companies Act, 2013 read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014, as amended.**

Respected Sir,

I, CS Ramesh Chandra Sharma, Company Secretary in Practice, holding Membership Number 5524 and Certificate of Practice Number 7957, had been appointed as Scrutinizer of M/s HMA Agro Industries Limited ("the Company") for the purpose of conducting the postal ballot (Remote E voting) process in a fair and transparent manner vide its duly held meeting dated 08<sup>th</sup> November, 2023 in respect of **Resolutions (Ordinary and Special)** mentioned in the Notice of Postal Ballot dated 10<sup>th</sup> November, 2023.

The management of the Company is responsible to ensure the compliance with each requirement of the Companies Act, 2013 and Rules framed thereunder relating to e-voting and postal ballot on resolutions contained in the Postal Ballot Notice dated 10<sup>th</sup> November, 2023. My responsibility as a Scrutinizer for the e-voting process is restricted to make a Scrutinizer report of the Votes Cast "in favour" or "against" the resolutions as stated below, based on the report generated from the e-voting system provided by NSDL, the authorized agency to provide e-voting facilities, engaged by the Company.

I, in the capacity of scrutinizer in respect of below mentioned resolution, submit my report as under:

1. As per General Circular Nos. 14/2020 dated 08<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 22/2020 dated 15<sup>th</sup> June, 2020, 33/2020 dated 28<sup>th</sup> September, 2020, 39/2020 dated 31<sup>st</sup> December, 2020 and 10/2021 dated 23<sup>rd</sup> June, 2021 issued by Ministry of Corporate Affairs ('MCA Circulars') and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has sent the Postal Ballot Notice dated 10<sup>th</sup> November, 2023 by email only to the members who have registered their e-mail address with the Company/Depositories.
2. The Members of the Company holding equity shares, as on the "cut-off date" i.e. Friday, 03<sup>rd</sup> November, 2023 were entitled to vote on the proposed resolution as set out in the Notice of Postal Ballot dated 10<sup>th</sup> November, 2023, through remote e-voting only.

*Report of Scrutinizer on remote e-voting conducted through notice of postal ballot notice dated 10<sup>th</sup> November, 2023.*



3. The Company has published an advertisement on 11<sup>th</sup> November in “**Financial Express**” an **English Newspaper** and in “**Dainik Jagran**” a **vernacular (Hindi)** newspaper regarding completion of dispatch of Notice of Postal Ballot dated 10<sup>th</sup> November, 2023 and also specifying therein the matters prescribed in the Rules with regard to e-voting.
4. The Company has appointed National Securities Depository Limited (NSDL) for facilitating e-voting services to enable the Members to cast their votes electronically. The remote e-voting facility was kept open from Saturday, November 11, 2023 at 9:00 a.m. IST and end on Sunday, December 10, 2023 at 5:00 p.m. IST. The e-voting module shall be disabled by NSDL for voting thereafter.
5. The E-Voting was blocked at 5:00 PM(IST) on Sunday, December 10, 2023 and e-voting summary statement was downloaded from the National Securities Depository Limited.
6. I have scrutinized and reviewed the voting through electronic means and votes tendered therein based on the data downloaded from National Securities Depository Limited (NSDL) e-voting system website <https://www.evoting.nsdl.com/>.



**SUMMARY OF REMOTE E-VOTING RECEIVED FOR THE FOLLOWING RESOLUTIONS ARE AS UNDER:**

**Item No. 1 of the Notice:**

To consider and approve sub-division of equity shares of the Company.

Particulars	Remote e-voting		Total		Percentage (%)
	Number	Votes	Number	Votes	
Assent	175	42095973	175	42095973	99.995
Dissent	5	206	5	206	0.0005
Invalid	0	0	0	0	0
Not taken on record	0	0	0	0	0
<b>Total</b>	<b>180</b>	<b>42096179</b>	<b>180</b>	<b>42096179</b>	<b>100</b>

Note: Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 1 of the Notice of postal ballot dated 10.11.2023 passed with requisite majority.

**Item No. 2 of the Notice:**

To consider and approve alteration of Capital Clause of the Memorandum of Association of the Company.

Particulars	Remote e-voting		Total		Percentage (%)
	Number	Votes	Number	Votes	
Assent	171	42095924	171	42095924	99.995
Dissent	6	206	6	206	0.0005
Invalid	0	0	0	0	0
Not taken on record	0	0	0	0	0
<b>Total</b>	<b>177</b>	<b>42096130</b>	<b>177</b>	<b>42096130</b>	<b>100</b>

Note: Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 2 of the Notice of postal ballot dated 10.11.2023 passed with requisite majority.

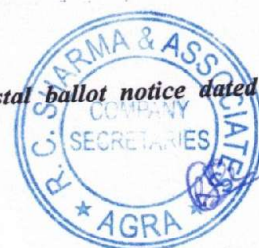
**Item No. 3 of the Notice:**

Appointment of Mr. Abhishek Sharma (DIN: 06387076) as an Independent Director

Particulars	Remote e-voting		Total		Percentage (%)
	Number	Votes	Number	Votes	
Assent	173	42095375	173	42095375	99.9982
Dissent	5	759	5	759	0.0018
Invalid	0	0	0	0	0
Not taken on record	0	0	0	0	0
<b>Total</b>	<b>178</b>	<b>42096134</b>	<b>178</b>	<b>42096134</b>	<b>100</b>

Note: Based on the aforesaid result, we report that the **Special Resolution** as set out in Item No. 3 of the Notice of postal ballot dated 10.11.2023 passed with requisite majority.

Report of Scrutinizer on remote e-voting conducted through notice of postal ballot notice dated 10<sup>th</sup> November, 2023.

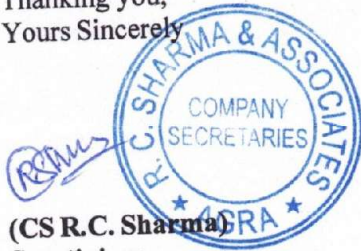


The Registers, all other papers and relevant records relating to remote e-voting shall remain in our safe custody until the Executive Director of the Company or by any other person as may be authorized in this regard considers and approves the results and thereafter the same will be handed over to the Executive Director of the Company or such other person as may be authorized by them for safe keeping.

The report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) to be placed on the website of the Company and (iii) website of NSDL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

We thank you for the opportunity given to act as a Scrutinizer for the above electronic voting.

Thanking you,  
Yours Sincerely



**(CS R.C. Sharma)**  
**Scrutinizer**  
**C P No. 7957**  
**R.C. Sharma & Associates**  
**Company Secretaries**  
**UDIN: F005524E002902022**

Dated: 11-12-2023  
Place : Agra

Witness -1

: Mohit

Mohit Kumar  
Pak Tola Tajganj Agra Uttar Pradesh-282001

Witness - 2

: Naresh

Naresh Yadav  
Behind Amar Ujala Press Village Kakretha, Sikandra, Agra  
Uttar Pradesh-282007

G. J. A.



Counter Signed by  
Mr. Gulzar Ahmad  
Chairman of the meeting and Whole time Director