

VIJAYAKRISHNA K T

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Company Secretary

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REPORT OF SCRUTINIZER ON E-VOTING PROCESS AND POSTAL BALLOT

Private & Confidential

{Strictly to the addressee only}

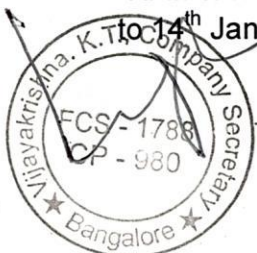
15th January, 2025

To
Chairman
Manjushree Technopack Limited
Bangalore

Dear Sir,

I, Vijayakrishna K T, Company Secretary in Whole-Time Practice (FCS No 1788, CP No. 980), having office at # 496/4, 2nd Floor, 10th Cross, Near Bashyam Circle, Sadashivanagar, Bengaluru-560080, was duly appointed as Scrutinizer by the Company for the purpose of scrutinizing the E-Voting process undertaken by the Company vide Notice dated 10th December, 2024 and facility provided as per Sections 108 and 110 of the Companies Act, 2013 ('the Act'), read with Rules 20 and 22 of the Companies (Management & Administration) Rules, 2014 as amended from time to time ('the Rules') and various circulars issued by the Ministry of Corporate Affairs (MCA) namely, Circular No. 09/2024 dated September 19, 2024 read with Circular No. 09/2023 dated September 25, 2023, Circular No. 19/2021 dated December 8, 2021, Circular No.14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 5, 2020, Circular No. 02/2021 dated January 13, 2021 and Circular No. 20/2021 dated December 8, 2021 (collectively referred to as "MCA Circulars").

My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to provide a Scrutinizer's Report for the votes casts in "favour" or "against" on the Resolutions proposed in the Notice dated 10th December, 2024 based on the report provided by KFin Technologies Limited ("KFin" or "KFin tech"), the Agency engaged by the Company to provide e-voting facility voted up to 14th January, 2025.



In terms of the aforesaid Notice and as per the provisions of the Act and the Rules, e-voting was kept open from 16th December, 2024 (9.00 A.M. IST) till 14th January, 2025 (5.00 P.M. IST) and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the Resolutions on the e-voting platform.

The details containing *inter-alia*, the list of the Members, who voted “for” or “against” on the Resolutions which were put to vote, was derived from the report generated from the e-voting website of KFin Technologies Limited i.e. <https://evoting.kfintech.com> and based on such reports:

22 Members (folio wise) have cast their votes through E-Voting.

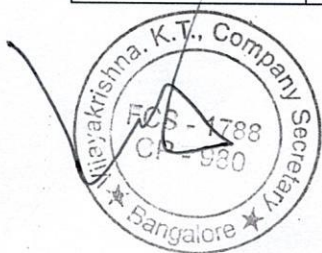
On verification, Twenty Two (22) Members had cast their votes through e-Voting, up to 14th January, 2025 of Manjushree Technopack Limited, holding Equity Shares both in physical and electronic mode, and based on the information made available to me, I hereby submit my Report on the results of the E-Voting, as follows:

SPECIAL BUSINESS:

ITEM NO. 1: TO APPROVE THE AMENDMENT IN THE MANJUSHREE TECHNOPACK LIMITED EMPLOYEE STOCK OPTION PLAN – 2019 (“PLAN” / “ESOP 2019”):

SPECIAL RESOLUTION:

Particulars	No. of votes contained in				% On Total Valid Votes Cast
	E-voting		Total		
	No. of members voted	No. of Votes cast (Shares)	No. of members voted	No. of Votes cast (Shares)	
Assent	17	65871505	17	65871505	99.97
Dissent	4	17530	4	17530	0.03
Total	21	65889035	21	65889035	100.00
Invalid/ Abstained	1	5	1	5	NA



ITEM NO. 2: TO APPROVE THE REMUNERATION OF MR. THIMMAIAH NP, MANAGING DIRECTOR AND CHIEF EXECUTIVE OFFICER IN EXCESS OF LIMITS SPECIFIED UNDER SECTION 197 OF COMPANIES ACT, 2013:

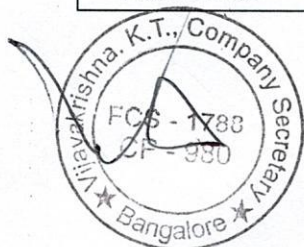
SPECIAL RESOLUTION:

Particulars	No. of votes contained in				% On Total Valid Votes Cast
	E-voting		Total		
	No. of members voted	No. of Votes cast (Shares)	No. of members voted	No. of Votes cast (Shares)	
Assent	17	65871505	17	65871505	99.97
Dissent	4	17530	4	17530	0.03
Total	21	65889035	21	65889035	100.00
Invalid/ Abstained	1	5	1	5	NA

ITEM NO.3: TO APPROVE THE REVISION IN TERMS OF REMUNERATION TO ALL INDEPENDENT DIRECTORS:

ORDINARY RESOLUTION:

Particulars	No. of votes contained in				% On Total Valid Votes Cast
	E-voting		Total		
	No. of members voted	No. of Votes cast (Shares)	No. of members voted	No. of Votes cast (Shares)	
Assent	17	65871505	17	65871505	99.97
Dissent	4	17530	4	17530	0.03
Total	21	65889035	21	65889035	100.00
Invalid/ Abstained	1	5	1	5	NA



Based on the above information all the resolutions may be deemed to have been **passed by requisite majority**. You may kindly declare the results and take steps accordingly.

I hereby enclose the E-voting statement for your record.

Thanking you
Yours faithfully


Vijayakrishna K T
Company Secretary
ECS: 1788 CP: 980
UDIN: F001788F003686911
Peer Review Certificate No. 1883/2022
Date: 15.01.2025

