



### REPORT OF SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2015)

To  
Chairman  
States Amalgamated Estates Limited  
No.8/23-24, Race Course Road,  
Coimbatore- 641018

Dear Sir/Madam,

I, S. Kasi Viswanathan B.Com, FCA Practising Chartered Accountant, Coimbatore was appointed as Scrutinizer of "States Amalgamated Estates Limited" (the company) for the purpose of scrutinizing the E – Voting process (remote e-voting) and electronic voting (e-voting) during the AGM carried out as per section 108 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Amendment Rules, 2015 on the below mentioned resolutions proposed at the 75<sup>th</sup> (Seventy Fifth) Annual General Meeting of the Equity Shareholders of the company held on 4<sup>th</sup> August 2021 at 11 am through Video conferencing (VC) / Other Audio Visual Means (OAVM) and my report is as under,

1. The compliance with the provisions of the Companies Act ,2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the AGM by the shareholders on the resolutions proposed in the notice of the 75<sup>th</sup> Annual General Meeting of the company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through e-voting (remote e-voting) and by electronic voting (e-voting) at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favor or against if any, to the Chairman on the resolutions.
2. The e voting facility both for e-voting prior to the AGM (remote e-voting ) and voting at the AGM by electronic means (e-voting) was provided by National Securities Depository Limited (NSDL)
3. The E-Voting period remained open from 9.00 AM on Sunday, 1<sup>st</sup> August, 2021 up to 5.00 PM on Tuesday, 3<sup>rd</sup> August 2021.
4. The Company has also provided remote e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier through e-voting facility provided by the NSDL at the AGM.
5. The Equity shareholders holding shares as on 28<sup>th</sup> July, 2021, "cut-off date", were entitled to vote on the resolutions stated in the notice of the 75<sup>th</sup> Annual General Meeting of the company.
6. As per the information given by the company the names of the shareholders who had voted by remote e- voting through the facility provided by NSDL had been blocked and only those members who were present at the AGM through VC / OAVM and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the Annual General meeting.

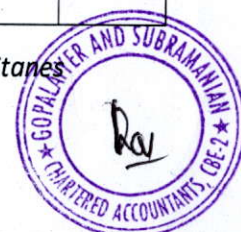
*Report of Scrutinizer on remote e-voting process and electronic e-voting at AGM by members of States Amalgamated Estates Limited at the 75<sup>th</sup> AGM held on 4<sup>th</sup> August, 2021.*



7. After Closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of National Securities Depository Limited (<http://www.evoting.nsdl.com>) in the presence of two witnesses, who are not in the employment of the company. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.
8. I have collated the votes cast through remote e-voting, electronic voting (e-voting) at the venue and the same have been furnished hereunder.

	Resolution	Mode	For			Against		
			No. of Members	No. of Votes	%	No. of Members	No. of Votes	%
	<b>Ordinary Business</b>							
1	To receive, Consider and adopt the Director's Report and the Audited Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2021, and the Auditor's Report attached thereto  <b>(Ordinary Resolution)</b>	Remote E-Voting	21	9,11,740		1	123	
		E-voting(at the AGM)	2	161		-	-	-
		<b>Total</b>	<b>23</b>	<b>9,11,901</b>	<b>99.99%</b>	<b>1</b>	<b>123</b>	<b>0.01%</b>
2	To Appoint a Director in place of Mr. V. Viswanathan, Director (DIN: 00010777), who retires by rotation. He is eligible for re-election  <b>(Ordinary Resolution)</b>	Remote E-Voting	21	9,11,740		1	123	
		E-voting(at the AGM)	2	161		-	-	-
		<b>Total</b>	<b>23</b>	<b>9,11,901</b>	<b>99.99%</b>	<b>1</b>	<b>123</b>	<b>0.01%</b>
	<b>Special Business</b>							
3	<u>To consider and if thought fit, to pass with or without modifications the following Resolution as an "Ordinary Resolution":</u> "Resolved that subject to the provisions of Section 196,197 read with Schedule V of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof, for the time being in force) Mr. V. Viswanathan , Director (DIN 00010777) be and is hereby re - appointed as Whole time Director of the company for a period of one year from 30th November 2020 on the following terms, conditions and remuneration as approved by the Board of Directors of the Company at their meeting held on 30th October 2020 with an authority to the Board to vary I modify his remuneration from time to time within the overall ceiling limits of Section II of Part II of Schedule V to the Companies Act,2013".  <b>(Ordinary Resolution)</b>	Remote-E-Voting	21	9,11,740		1	123	
		E-voting at the AGM	2	161		-	-	-
		<b>Total</b>	<b>23</b>	<b>9,11,901</b>	<b>99.99%</b>	<b>1</b>	<b>123</b>	<b>0.01%</b>
4	<u>To consider and if thought fit, to pass with or without modifications the following Resolution as "Ordinary Resolution":</u> "Resolved that pursuant to provision of	Remote-E-Voting	21	9,11,740		1	123	
		E-voting at the AGM	2	161		-	-	-

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<p>section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) M/s. K.S Aiyar &amp; Co., Chartered Accountants, Coimbatore, having Firm Registration No. 100186W, be and are hereby appointed as Statutory Auditors of the Company, to fill casual vacancy caused by resignation of M/s. Fraser &amp; Ross, Chartered Accountants, Coimbatore (having Firm Registration No. 0008295), as statutory auditors of the Company for the year 2021-22, to hold office up to the conclusion of the 76<sup>th</sup> Annual General Meeting on the remuneration and terms and conditions as may deemed fit between the Company and the Statutory Auditors.</p> <p>Resolved further that Mr. V. Viswanathan, Director be hereby authorised to do all such acts, things and deeds as may be necessary to give effect to this resolution."</p> <p style="text-align: center;"><b>(Ordinary Resolution)</b></p>	<b>Total</b>	<b>23</b>	<b>9,11,901</b>	<b>99.99%</b>	<b>1</b>	<b>123</b>	<b>0.01%</b>
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9. All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of 75<sup>th</sup> Annual General Meeting of the company and thereafter the said records will be handed over to the Company Secretary of Stanes Amalgamated Estates Limited.

Thanking You,

Yours faithfully,



**CA S KASI VISWANATHAN**  
**Practising Chartered Accountant**  
**Membership No: 026975**



**Partner**  
**Gopalaiyer and Subramanian**  
**Chartered Accountants**  
**Firm Registration No. 000960S**  
**UDIN: 21026975AAAAFO3394**

PLACE : COIMBATORE

DATE :04/08/2021

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