



SCRUTINIZER'S REPORT

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rules 20(4) (xii) and 21 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Mysore Stoneware Pipes and Potteries Limited
Address: No. 452, 11th Cross, 6th Main,
Sadashivnagar, Bengaluru- 560080.

Dear Sir,

Sub: Report on e-voting pertaining to 1st (First) Extra-Ordinary General Meeting for 2024-25 of Mysore Stoneware Pipes and Potteries Limited ("the Company") held through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) means on Monday, December 23, 2024 at 12:30 P.M. (IST)

I, Prakash M, Practicing Company Secretary has been duly appointed as Scrutinizer by the Board of Directors of **Mysore Stoneware Pipes and Potteries Limited** ("the Company") for the purpose of scrutinizing the e-voting conducted for Extra-Ordinary General Meeting ("EGM") on the resolutions contained in the notice dated November 25, 2024 ("Notice"), under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and MCA General Circulars issued from time to time in a fair and transparent manner in respect of the Resolutions passed at the 1st (First) Extra-Ordinary General Meeting for 2024-25 of the Equity Shareholders of the Company held on **Monday, December 23, 2024 at 12:30 P.M. (IST)** through video conferencing / other audio visual means.

Management Responsibility

The management is responsible for ensuring compliance under the provisions of Section 110, and other applicable provisions of the Companies Act, 2013, as amended (the "Act"), read together with the Rule 20 and 22 Companies (Management and Administration) Rules, 2014, as amended (the "Management Rules"), General Circular Nos. 14/2020 dated April, 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated 19 September 2024 issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations (including any statutory modification(s) or re- enactment(s) thereof, for the time being in force) in respect of e-voting.





Scrutiniser's Responsibility

My responsibility as the Scrutinizer of the voting process, is restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolution stated in the Postal Ballot Notice, based on the reports generated from the E-voting system provided by Central Depository Services (India) Limited ("CDSL") the Service Provider.

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited for conducting e-voting by electronic means ("Insta Poll").

I hereby submit the report as under:

- The resolutions were transacted through the process of remote e-voting and through e-voting system at the EGM. For the purpose of remote e-voting and e-voting system at the EGM, the Company has engaged Central Depository Services (India) Limited for its services;
- Members attended the Meeting through VC/OAVM facility provided in accordance with the Circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time and were counted for the purpose of reckoning quorum under Section 103 of the Companies Act, 2013;
- The cut-off date for the purpose of identifying Members who were entitled to vote on the resolutions placed for approval, was Friday, December 13, 2024;
- The period for remote e-voting commenced at 9:00 A.M. (IST) on Thursday the December 19, 2024 and will end at 5:00 P.M. (IST) on Sunday the December 22, 2024 (IST). The remote e-voting module was disabled by Central Depository Services (India) Limited for voting thereafter;
- For the Members who did not cast their vote through remote e-voting facility, the Company has provided the facility of e-voting system during the EGM;
- The votes were also scrutinized for the purpose of eliminating duplicate voting of the votes, if any;
- My report on the results of e-voting is based on the data downloaded from the website of Central Depository Services (India) Limited – <https://www.evoting.nsdl.com/>
- After the time fixed for closure of the e-voting by the Chairman, the results of the e-voting were unblocked by me and downloaded;
- I did not find any invalid votes;
- The results of the e-voting are as under:





Resolution No. 1

To consider, and, if thought fit, to ratify the appointment of M/ s MAS Infra Builders as an Agency for procuring and submitting various documents to various departments before the Karnataka Industrial Areas Development Board (KIADB) for facilitating better compensation on lands held in the name of the Company: **(As a Special Resolution)**

No of Shareholders voted	Total Number of shares held by them	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes
		Nos. of Valid Votes	Percentage (%)	Nos.	Percentage (%)	Nos.
45	5,78,014	5,78,014	100.00	-	-	-
Total	5,78,014	5,78,014	100.00	-	-	-

Based on the aforesaid result, I report that the Special Resolution as set out in Resolution No. 1 of the Notice of the EGM dated November 25, 2024 has been passed with requisite Majority.

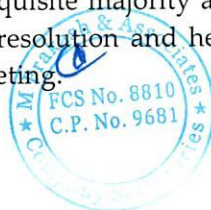
Resolution No. 2

To give consent for Disbursal of Compensation as Interim Dividend/Dividend:
(As a Special Resolution)

No of Shareholders voted	Total Number of shares held by them	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes
		Nos. of Valid Votes	Percentage (%)	Nos.	Percentage (%)	Nos.
45	5,78,014	4,06,441	70.32	171,573	29.68	-
Total	5,78,014	4,06,441	70.32	171,573	29.68	-

Based on the aforesaid result, I report that the Special Resolution as set out in Resolution No. 2 of the Notice of the EGM dated November 25, 2024, has not been passed due to lack of requisite Majority.

From the Resolutions voted through remote e-voting and e-voting at the EGM as per the details above, resolution no.1 has been passed with the requisite majority and resolution no.2 has not been passed due to lack of majority for a special resolution and hence are not deemed to be passed as on the date of Extra Ordinary General Meeting.





M Prakash & Associates
Company Secretaries



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3rd Stage, Basaveshwara Nagar,
Bengaluru- 560079, Karnataka.



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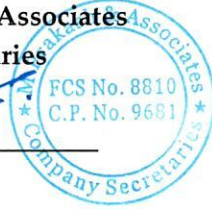
I hereby confirm that all electronic data and relevant records of e-voting containing a list of Members who voted "FOR" and "AGAINST" each resolution will be handed over to the Company for safe keeping.

Thank you,

Yours faithfully,

for M Prakash & Associates

Company Secretaries



Prakash M

Proprietor

Membership No: FCS 8810, C.P No.: 9681

Peer Review Certificate No. 4235/2023

UDIN: F008810F003467232

Bengaluru, 23rd December, 2024

I Accept:



Mr. Sanjay Jayatsen

Director and Chairman of the Meeting

DIN: 02285192

Bengaluru, 23rd December, 2024