



**SCRUTINIZER REPORT
FOR AMRIT CORP. LIMITED**

(Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as Amended)

To,

The Chairman,
Amrit Corp. Limited
(CIN : L15141UP1940PLC000946)
CM/28, 1st Floor, Gagan Enclave,
Amrit Nagar, G. T. Road,
Ghaziabad – 201 009 (U.P.)

Sub: SCRUTINIZER REPORT ON E-VOTING OF POSTAL BALLOT CONDUCTED PURSUANT TO SECTION 108 AND 110 OF THE COMPANIES ACT, 2013 AND RULES 20 AND 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014, AS AMENDED, READ WITH THE SECURITIES AND EXCHANGE BOARD OF INDIA (DELISTING OF EQUITY SHARES) REGULATIONS, 2021 ("SEBI DELISTING REGULATIONS") AND THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, ("LISTING REGULATIONS") AND OTHER APPLICABLE LAWS, INCLUDING ANY STATUTORY MODIFICATION(S), AMENDMENT(S) OR RE-ENACTMENT(S) THEREOF FOR THE TIME BEING IN FORCE AND AS MAY BE ENACTED.

Dear Sir,

1. I Baldev Singh Kashtwal, Practicing Company Secretary, New Delhi (Membership No. FCS-3616 and CP No. 3169) have been appointed as a Scrutinizer to scrutinize the remote e-voting process of the postal ballot in a fair and transparent manner pursuant to the resolution passed by the Board of Directors ("**The Board**") of Amrit Corp. Limited ("**The Company**") at their meeting held on 07th February, 2022 in respect of the Special Resolution for voluntary delisting of the Equity Shares of the Company from BSE Limited ("**BSE**" or "**Stock Exchange**") as set out in the Notice of Postal Ballot dated 07th February, 2022 which was issued in accordance with Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("**the Act**") read with Rules 20 and 22 of the Companies (Management And Administration) Rules, 2014, as amended ("**the Rules**") read with the General Circular No.20/2021 dated December 8, 2021 issued by the Ministry of Corporate Affairs ("**MCA Circular**") and the Securities and Exchange Board of India (Delisting Of Equity Shares) Regulations, 2021 ("**Delisting Regulations**") and the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015, ("**Listing Regulations**") and other applicable laws for the time being in force, and to ascertain the requisite majority on the postal ballot through electronic means carried out as per the provisions of the Act read with the MCA Circular and the SEBI Delisting Regulations and Listing Regulations.

ICSI –UDIN : F003616C002898068



2. The Notice along with the Explanatory Statement pursuant to Section 102 of the Act and other applicable laws, pertaining to the Special Resolution setting-out the material facts and reasons thereof was sent to the shareholders, whose names appeared in the register of members/list of beneficial owners received from the depositories (NSDL & CDSL) as on February 7, 2022, being the Cut-off Date ("**Cut-off Date**") and who have registered their email addresses with the Company and/or with the depositories. In the light of Covid-19 crisis and in accordance with Section 110 of the Act and Rules 20 and 22 of the Rules read with MCA Circular, physical copies of the Notice were not circulated. The Company completed the dispatch of Notice along with the Explanatory Statement to the Shareholders on February 9, 2022.
3. The Postal Ballot Notice contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of Companies (Management and Administration) Rules, 2014 as amended.
4. The Company engaged National Securities Depository Limited ("**NSDL**") as the Service Provider for extending the facility of electronic voting to the shareholders of the Company. The service provider provided a system for recording the votes of the shareholders electronically on the item mentioned in the Notice dated 07th February, 2022 sought to be transacted through postal ballot. The Company had uploaded the item of the business to be transacted on the website of the Company (viz. www.amritcorp.com) and also its service provider (viz. www.nsdl.co.in) to facilitate their shareholders to cast their votes through e-voting.
5. In compliance with the requirements under the Act and the Rules, as amended, the Company widely published a newspaper advertisement dated 10th February, 2022 in Financial Express in English (all editions), Jansatta in Hindi (all editions), Partah Kaal in Marathi, (Mumbai edition), Rashtriya Sahara in Hindi (Delhi & NCR edition) and Financial Express in Gujarati (Ahmedabad edition), intimating about the completion of dispatch of Postal Ballot Notice. The Notice published in the newspapers carried the required information as specified in Rule 20(4)(v) of the Rules.
6. In compliance with provisions of the Act read with rules made thereunder, Regulation 44 of the Listing Regulation and the Delisting Regulations and in accordance with the provisions of the MCA circulars, the Company provided the facility for voting only through electronic means ("**E-voting**") to all members of the Company, to enable them to cast their votes electronically instead of submitting the postal ballot form, as permitted under the MCA Circular.
7. The e-voting commenced on Thursday, February 10, 2022 at 9.00 a.m. (IST) and ended on Friday, March 11, 2022 at 5.00 p.m. (IST). The NSDL e-voting module was disabled at 5.00 p.m. (IST) on Friday, March 11, 2022.

ICSI –UDIN : F003616C002898068



8. I have analyzed and reviewed the votes casts through remote e-voting based on the data downloaded from the NDSL e-voting system and have maintained a register in which necessary entries have been made in accordance with the Rules, as amended.

Responsibility of the Management

The Management of the company is responsible to ensure compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the Rules made thereunder and the Listing Regulation, relating to voting by electronic means for the Special Resolution stated in the Postal Ballot Notice dated 07th February, 2022.

Responsibility as a Scrutinizer

My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer Report of the votes cast "in favour" and "against" the resolution set out in the Postal Ballot Notice dated 07th February, 2022 based on the reports generated from the e-voting system provided by NSDL, the authorised agency engaged by the Company for providing e-voting facility.

As a Scrutinizer, the report of the e-voting carried out by the shareholders was duly complied.

Based on the scrutiny of the valid votes cast via remote e-voting in relation to the Special Resolution as set out in the Notice, I report as under:

Resolution No.	:	1
Nature of Resolution	:	Special Resolution
Subject Matter	:	Voluntary delisting of the Equity Shares of the Company from BSE Limited

Total valid votes received are **28,06,312** from **161** shareholders, which are detailed in Annexure-1 and total valid votes received are **5,40,888** from Public Shareholders as detailed in Annexure-2.

Conclusion:

1. As per the provisions of Section 114(2)(c) of the Act, the number of valid votes cast in favour of the Special Resolution are **28,05,519 votes**, which are more than three times the number of valid votes cast against the Special Resolution (i.e. **793 votes**) and therefore the Special Resolution as set out in the Notice dated February 07, 2022 has been passed with the requisite majority as per the provisions of the Act; and

ICSI –UDIN : F003616C002898068

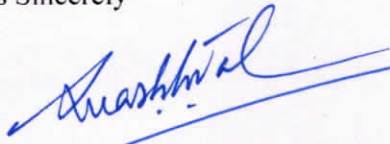


2. As per the provisions of Regulation 11(4) of the Delisting Regulations, the number of valid votes cast by the Public Shareholders in favour of the Special Resolution are **5,40,095 votes**, which are more than two times the valid votes cast by the Public Shareholders against the Special Resolution (**i.e. 793 votes**) and therefore the Special Resolution as set out in the Notice dated February 07, 2022 has been passed with requisite majority.

I hereby confirm that I am maintaining the soft copy of registers received from the service provider electronically in respect of the votes cast through e- voting by the shareholders of the Company. All other relevant records relating to remote e-voting shall remain in the safe custody of the scrutinizer and will be handed over to the Company until the Chairman approves and signs the minutes.

Thanking you

Yours Sincerely



CS BALDEV SINGH KASHTWAL
PRACTISING COMPANY SECRETARY
SCRUTINIZER

C. P. NO. 3169

ICSI –UDIN : F003616C002898068

ICSI - Peer Review Certificate Number : 1205/2021

ICSI - Unique Identification Number : I1999DE144000

Date : March 12, 2022

Place : Ghaziabad

VOTING RESULT AS PER REGULATION 44 (3) OF THE LISTING REGULATIONS IN THE PRESCRIBED FORMAT

Details of Voting Result of Postal Ballot of Amrit Corp. Limited

COMPANY NAME		AMRIT CORP. LIMITED						
ISIN No.		INE866E01026						
Cut-off date		07.02.2022						
Date of Postal Ballot Notice		07.02.2022						
No. of Members as on Cut-off date		No. of Members			No. of Shares			
a) Promoter and Promoter Group		15			22,65,424			
b) Public		7,493			7,72,807			
Total		7,508			30,38,231			
No. of Member present in the meeting either in person or through proxy:		Not applicable						
a) Promoter and Promoter Group		Not applicable						
c) Public		Not applicable						
No. of Member attended the meeting through video conferencing:		Not applicable						
a) Promoter and Promoter Group		Not applicable						
b) Public		Not applicable						
No. of Resolutions passed		1 (One)						
RESOLUTION								
Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
Description of resolution considered								
Approval for Voluntary Delisting Of the Equity Shares of the Company from BSE Limited								
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	Poll	2265424	2265424	100.0000	2265424	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	2265424	2265424	100.0000	2265424	0	100.0000	0.0000
Public- Institutions	E-Voting	276						
	Poll	772531	540888	70.0151	540095	793	99.8534	0.1466
	Postal Ballot (if applicable)							
	Total	772531	540888	70.0151	540095	793	99.8534	0.1466
Public- Non Institutions	E-Voting	3038231	2806312	92.3666	2805519	793	99.9717	0.0283
	Poll							
	Postal Ballot (if applicable)							
	Total	3038231	2806312	92.3666	2805519	793	99.9717	0.0283
Total	Total						Whether resolution is Pass or Not. Yes	

*As per the provisions of Section 114(2)(c) of the Act, the number of votes cast in favour of the Special Resolution is more than three times the number of votes cast against the Special Resolution, therefore the Special Resolution as set out in the Notice dated February 07, 2022 has been passed with the requisite majority as per the provisions of the Act.



AS PER REGULATION 11 OF SECURITIES AND EXCHANGE BOARD OF INDIA (DELISTING OF EQUITY SHARES) REGULATIONS 2021

COMPANY NAME		AMRIT CORP. LIMITED					
ISIN No.		INE866E01026					
Cut-off date		07.02.2022					
Date of Postal Ballot Notice		07.02.2022					
No. of Members as on Cut-off date		No. of Members				No. of Shares	
a) Promoter and Promoter Group		15				22,65,424	
b) Public		7,493				7,72,807	
Total		7,508				30,38,231	
No. of Member present in the meeting either in person or through proxy:		Not applicable					
a) Promoter and Promoter Group							
b) Public							
No. of Member attended the meeting through video conferencing		Not applicable					
a) Promoter and Promoter Group							
b) Public							
No. of Resolutions passed		1 (One)					
RESOLUTION							
Resolution required: (Ordinary / Special)		Special					
Whether promoter/promoter group are interested in the agenda/resolution?		Yes					
Description of resolution considered		Approval for Voluntary Delisting Of the Equity Shares of the Company from BSE Limited					
Category	Mode of voting	No. of shares held	No. of votes polled	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
Public- Institutions	E-Voting	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100
	Poll	276					(7)=[(5)/(2)]*100
	Postal Ballot (if applicable)						
	Total	276					
Public- Non Institutions	E-Voting	772531	540888	70.0151	540095	793	99.8534
	Poll						0.1466
	Postal Ballot (if applicable)						
	Total	772531	540888	70.0151	540095	793	99.8534
Total	Total	772807	540888	69.9900	540095	793	99.8534
Whether resolution is Pass or Not.							Yes

*As per the provisions of Regulation 11(4) of the Delisting Regulations, the number of votes cast by the Public Shareholders in favour of the Special Resolution is more than two times the votes cast by the public shareholders against the Special Resolution, the Special Resolution as set out in the Notice dated February 07, 2022 has been passed with requisite majority.

