



Rahul Goswami & Co.

(Practicing Company Secretary)

2843-E, Sudama Nagar, Indore - 452009 (M.P.)
Mob.: 97555 20528 E-mail: cs.rahulgoswami@gmail.com |

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Chairperson,
Extra-Ordinary General Meeting (EOGM) of Alfavision Overseas (India) Limited
held on Saturday, January 29, 2022 at 04.00 p.m.

Dear Sir,

1. Appointment as Scrutinizer:

I, **Rahul Goswami**, Proprietor of **M/s. Rahul Goswami & Co., a Practicing Company Secretary Firm**, having its registered office at 2843-E, Sudama Nagar, Indore, Madhya Pradesh-452009 have been appointed as the Scrutinizer by the Board of Directors of **ALFAVISION OVERSEAS (INDIA) LIMITED** (the "Company") for the purpose of scrutinizing the remote e-voting and voting during the Extra-Ordinary General Meeting (EOGM) carried out as per the provisions of Section 108 of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto, read with MCA General Circular No. 14/2020 dated April 8, 2020, MCA General Circular No. 17/2020 dated April 13, 2020, MCA General Circular No. 20/2020 dated May 5, 2020 and the provisions of Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 on the businesses contained in the Notice of the Extra-Ordinary General Meeting of the Members of the Company, held on Saturday, January 29, 2022 at 04.00 p.m. (IST).

2. Our Responsibility

The management of the Company is responsible to ensure the compliance with the requirements of the Act, Rules and notifications and SEBI Listing Regulations relating to voting through electronic means on the businesses set out in the Notice of the Extra-Ordinary General Meeting of the Members of the Company. Our responsibility as a Scrutinizer is to scrutinize remote e-voting and voting conducted during the Extra-Ordinary General Meeting in a fair and transparent manner and to ascertain requisite majority and is restricted in submitting a Consolidated Scrutinizer's Report on the voting on the resolutions set out in the Notice, based on the reports generated from the e-Voting system of Central Depository Services (India) Limited. ("CDSL"), the authorized agency to provide Voting facilities before and during the Extra-Ordinary General Meeting, engaged by the Company.



3. Dispatch of Notice convening Extra-Ordinary General Meeting

- i) The Company hosted the notice of Extra-Ordinary General Meeting uploaded the same on the website of the Stock Exchanges i.e. BSE Limited www.bseindia.com.
- ii) The Company completed dispatch of Notice of Extra-Ordinary General Meeting by E-mail to Members on 5th January, 2022, who had registered their email addresses with the Company / Depositories.


4. Cut-off date

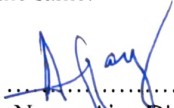
Voting rights were reckoned as on Friday, January 21, 2022 being the cut-off date for deciding the entitlements of members for remote e-voting and voting during the Extra-Ordinary General Meeting.

5. Remote e-voting process

- i) **Agency:** The Company had appointed Central Depository Services (India) Limited. ("CDSL") as the agency for providing the platform for remote e-voting and e-voting during the Extra-Ordinary General Meeting.
- ii) **Remote e-voting period:** The Remote e-voting remained open from 09:00 a.m. on Wednesday, January 26, 2022 and ended on Friday, December 28, 2022 at 5:00 p.m.

The votes cast were unblocked on Saturday, 29th January, 2022 after the conclusion of the Extra-Ordinary General Meeting and was witnessed by two witnesses, who are not in the employment of the Company. They have signed below in confirmation of the same.


.....
Name: Rohit Goswami


.....
Name: Ajay Dhakad

- iii) **Voting at the Extra-Ordinary General Meeting:** After the time fixed for closing of the voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by CDSL.

The votes cast were unblocked on Saturday, 29th January, 2022 after the conclusion of Extra-Ordinary General Meeting.

I hereby submit the Consolidated Scrutinizer's Report based on the results of remote e-voting and voting during the Extra-Ordinary General Meeting based on the reports downloaded from the e-voting website of CDSL and poll papers collected from Ballot Box and relied upon by me as under:



CONSOLIDATED RESULTS

Item No 1: Special Resolution

Approved the increase in the limits u/s 180(1) of the companies Act, 2013 for authority to the Board to Borrow funds exceeding the aggregate of paid-up share capital of the Company, its free reserves and Securities Premium.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	6	860965	33.89
Poll at the Extra-Ordinary General Meeting	8	1679862	66.11
Total	14	2540827	100

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
Poll at the Extra-Ordinary General Meeting	0	0	0
Total	0	0	0

Item No 2: Special Resolution

To approve the increase in the limits u/s 186 of the companies Act, 2013 for authority to the Board for making investments/extending loans and for giving guarantees or providing securities in connection with loans to Persons/Bodies Corporate.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	6	860965	33.89
Poll at the Extra-Ordinary General Meeting	8	1679862	66.11
Total	14	2540827	100



(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
Poll at the Extra-Ordinary General Meeting	0	0	0
Total	0	0	0

Item No. 3: Ordinary Resolution

Approved the increase in the remuneration payable to Mr. Vishnu Prasad Goyal, DIN: 00306034 Managing Director pursuant to section 188(1)(f), 197 and 198 of the Companies Act, 2013.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	4	762865	43.37
Poll at the Extra-Ordinary General Meeting	5	996025	56.63
Total	9	1758890	100

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
Poll at the Extra-Ordinary General Meeting	0	0	0
Total	0	0	0

(iii) Invalid Votes for the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of Invalid votes cast
Remote e-Voting	2	98100	100
Poll at the Extra-Ordinary General Meeting	0	0	0
Total	2	98100	100



Item No. 4: Ordinary Resolution

Approved the increase in the remuneration payable to Mr. Ravi Goyal, DIN: 2839450 Whole Time Director and CFO pursuant to section 188(1)(f), 197 and 198 of the Companies Act, 2013.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	4	762865	43.37
Poll at the Extra-Ordinary General Meeting	5	996025	56.63
Total	9	1758890	100

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
Poll at the Extra-Ordinary General Meeting	0	0	0
Total	0	0	0

(iii) **Invalid** votes for the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	2	98100	100
Poll at the Extra-Ordinary General Meeting	0	0	0
Total	2	98100	100

Item No. 5: Ordinary Resolution

Approved the object for addition under object clause in MOA in pursuant to Section 13 of the Companies Act, 2013.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	6	860965	33.89
Poll at the Extra-Ordinary General Meeting	8	1679862	66.11
Total	14	2540827	100



(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
Poll at the Extra-Ordinary General Meeting	0	0	0
Total	0	0	0


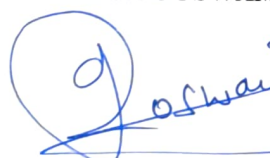
RESULTS:

The Records containing details of the Members, who voted "IN FAVOUR", or "AGAINST" for each resolution under remote e-Voting and voting at the EXTRA-ORDINARY GENERAL MEETING has been handed over to the Company Secretary for safe custody.

The above-mentioned resolutions are deemed to be passed with requisite majority as on the date of the Extra-Ordinary General Meeting of the Company i.e. Saturday, 29th January, 2022.

Yours faithfully,
Thanking You,

For **RAHUL GOSWAMI & CO.**



CS RAHUL GOSWAMI
(Proprietor)

Membership No: 62423

C.P. Number: 23611

UDIN: A062423C002340985

Place: Indore

Date: 30/01/2022

Countersigned by
ALFAVISION OVERSEAS (INDIA) LIMITED



Chairman/Authorised person
Date: 30/01/2022
Place: Indore