



Umesh Parameshwar Maskeri
Practicing Company Secretary

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CONSOLIDATED SCRUTINIZER'S REPORT

September 27, 2024

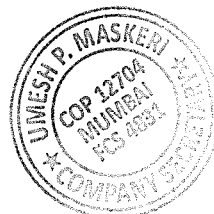
To
Chairman of the 32nd Annual General Meeting
Cotmac Electronics Private Limited
Registered Office, S-168, S Block
MIDC, Bhosari
Pune-411026

Dear Sir,

CONSOLIDATED SCRUTINIZER'S REPORT			
Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014			
Name of the company	Cotmac Electronics Private Limited		
Nature of Meeting/Event	32 nd Annual General Meeting		
Day, Date and Time	At 03-00 PM Friday, September 27, 2024		
Deemed Venue of AGM	S-168, S Block, MIDC Bhosari, Pune-411026		
Mode	Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")		
Programme of remote evoting	At	Day	Date
Remote e-Voting opened	10-00 AM	Tuesday	24-09-2023
Remote e-Voting closed	05-00 PM	Thursday	26-09-2024

1. Appointment of Scrutinizer:

I, Umesh P. Maskeri, Practicing Company Secretary, was appointed as a Scrutinizer by the Board of Directors of Cotmac Electronics Private Limited ("the Company") vide its circular resolution dated August 16, 2024, for the purpose of ensuring that the voting process is conducted in a fair and transparent manner, on the resolutions contained in the Notice dated August 31, 2024 of the 32nd Annual General Meeting ("AGM") of the Company to be held at 03-00 PM on Friday, the September 27, 2024 by Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules") and also the Circulars issued by the Ministry of Corporate Affairs in this regard.



Umesh P. Maskeri



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2. Relaxations granted by Ministry of Corporate Affairs (“MCA”)

The Ministry of Corporate Affairs (“MCA”) has in continuation to its earlier Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, by its General Circular No 09/2023 dated September 25, 2023 (collectively referred to as “MCA Circulars”) has allowed companies, whose AGM were due in the year 2024, to conduct their AGMs on or before September 30, 2024 in accordance with the requirements of Paragraph (3) and (4) of the General Circular No 20/2020 dated May 05, 2020. The MCA Circulars further required the companies to provide the facility of participation of members at the Annual General Meeting by Video Conferencing (“VC”) or by Other Audio Visual Means (“OAVM”), without the physical presence of the Members at a common venue. All resolutions were required to be passed through the facility of remote e-voting system only and there was no voting through the physical ballot papers. Accordingly, in compliance with the provisions of the Companies Act, 2013 (“Act”), and MCA Circulars, the AGM of the Company was held through VC / OAVM. Bigshare Services Private Limited (“Bigshare”) has provided the facility for voting through remote e-voting and have enabled the link for participation in the AGM through VC / OAVM facility and e-voting during the AGM.

3. Accordingly, in compliance with the provisions of the Companies Act, 2013 (“Act”), and MCA Circulars, the AGM of the Company was held through VC / OAVM. Bigshare has provided the facility for voting through remote e-voting and e-voting during the AGM and has also acted as the technology vendor for conducting the AGM through the Video Conferencing facility. Accordingly, the Company has sent the Notice of AGM to the shareholders by email to all such members who had registered their email addresses with the Company.

4. Dispatch of Notice of 32nd Annual General Meeting (“AGM”) :

The Company has informed that it has arranged and sent the Notice of 32nd AGM dated August 31, 2024, by electronic mail to all the Members on September 03, 2024.

5. Publication of advertisements in Newspapers:

The company has informed that it has arranged, after despatch of the AGM Notice, the publication of public notices in terms of the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, inter alia, about the facility of voting through Remote e-Voting, schedule of remote e-voting and despatch of Notice by email, in the following newspapers having wide circulation in the District of Pune:

Sl. No	Name of Newspaper	Language	Edition	Date of publication
1	Business Standard	English	Pune	04-09-2024
2	Lokmanthan	Marathi	Pune	04-09-2024



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6. Display on the website :

Company has informed that it has displayed the Notice of AGM dated August 31, 2024 sent to the members and also the copies of the Newspaper advertisements referred to above on its website www.cotmac.io .

7. Cut - off date:

The Company has provided me with the Register of Members as on the cut-off date i.e. September 20, 2024. The facility of appointment of proxy was not provided since there was no physical meeting of members as per the MCA Circulars.

8. Remote e-Voting Process: Event Number 469

8.1 Agency

The company has availed the services of Bigshare Services Private Limited which has provided the facility of i-vote product for voting through remote e-voting and e-Voting during the AGM under Event Number 469 .

8.2 The facility for participation to the members through the Video Conferencing facility and Other Audio Visual Means by zoom meeting was provided by Bigshare Services Private Limited, the technology vendor.

8.3 Remote e-Voting period

The remote e-Voting period commenced at 9-00 AM on Tuesday, September 24, 2024 and concluded at 5.00 p.m. on Thursday, September 26, 2024. Further, the remote e-voting facility was available after the commencement of the AGM and also for an additional duration of 15 minutes after the conclusion of the AGM after declaration by the Chairman of the AGM in this regard.

8.4 Accordingly, the electronic votes cast during this period have been taken into account for ascertaining the votes cast in favour and against the resolutions, set out in the Notice convening the AGM and the Bigshare remote e-Voting portal was disabled thereafter.

8.5 There was no facility to cast votes by ballot papers, in accordance with the provision of Para 3 (A)(VI) of the General Circular No.20 dated May 5, 2020, issued by the Ministry of Corporate Affairs.

9. Responsibility of Management

The Management of the Company is responsible for ensuring compliance with the requirements of Section 108 of the Act read with Rule 20 of the in respect of the agenda items placed before the Members for their approval mentioned in the Notice of the AGM. My responsibility as the Scrutinizer of the voting process (through e-voting), was restricted to scrutinize the e-Voting process in a fair and transparent manner and preparing a Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice, based on votes cast through e-Voting placed at the AGM for approval of the Members by remote e-Voting.



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10. **Counting process:** On completion of e-Voting during the AGM and upon the expiry of 15 minutes after conclusion of the AGM as declared by the Chairman, I have unblocked the votes cast through remote e-Voting on September 27, 2024 from the CDSL e-Voting portal and downloaded the voting results. in the presence of 2 (two) persons, who are not the employees of the Company.

11. Voting results:

A summary of the voting results through remote for each of the agenda items contained in the notice of AGM is furnished below:

Resolution No. 1: Ordinary Resolution
Adoption of Audited Financial Statements for FY 2023-24, Directors Report and Auditors Report thereon

RESOLVED THAT the Audited Balance Sheet as on March 31, 2024 and Profit and Loss Account for the year ended as on that date on Standalone basis and the reports of the Board of Directors and Auditors there on alongwith the audited Balance Sheet as on March 31, 2024 and Profit and Loss Account for the year ended as on that date on consolidated basis together with the Auditors Report thereon be and are hereby approved and adopted.

Votes cast	Remote evoting		Venue of AGM		Total		% of votes
	No of folios	No of votes	No of folios	No of votes	No of folios	No of votes	
In favour	7	235870	0	0	7	235870	100
Against	0	0	0	0	0	0	0
Total	7	235870	0	0	7	235870	100
Result	Resolution has been passed unanimously						

Resolution No 2: Ordinary Resolution:
Declaration of Dividend of Rs 5 per share for FY 2023-24

RESOLVED THAT a dividend of Rs 5 per share on the equity shares having a face value of Rs 100 be and is hereby declared for the Financial Year 2023-24

Votes cast	Remote evoting		Venue of AGM		Total		% of votes
	No of folios	No of votes	No of folios	No of votes	No of folios	No of votes	
In favour	7	235870	0	0	7	235870	100
Against	0	0	0	0	0	0	0
Total	7	235870	0	0	7	235870	100
Result	Resolution has been passed unanimously						

Resolution No 3: Ordinary Resolution:
Re-appointment of Mrs. Priyanka Sirur as a Director

RESOLVED THAT pursuant to the provisions of Article 45 of the Articles of Association of the Company, Mrs. Priyanka Arjun Sirur (DIN 8897683) who retires by rotation and being eligible has offered herself for re-appointment, be and is hereby reappointed as a Director of the Company, and who shall be liable to retire by rotation.





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Practicing Company Secretary

Votes cast	Remote evoting		Venue of AGM		Total		% of votes
	No of folios	No of votes	No of folios	No of votes	No of folios	No of votes	
In favour	7	235870	0	0	7	235870	100
Against	0	0	0	0	0	0	0
Total	7	235870	0	0	7	235870	100
Result	Resolution has been passed unanimously						

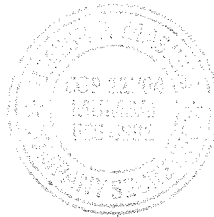
12. It was observed that none of the members have cast their votes either during the AGM or during the additional period of 15 minutes after the conclusion of the AGM.
13. Based on the aforesaid report, it may be seen that resolutions No (1), (2) and (3) have been passed with requisite majority. The consolidated voting results of the aforesaid voting may accordingly be declared by the Chairman of the AGM.
14. The Register maintained in an electronic form recording the assent or dissent received along with all the relevant records of e-Voting downloaded from the CDSL e-Voting portal have been handed over to the Executive Chairman for safe keeping.

Thanking you,

Yours faithfully,

Umesh Maskeri

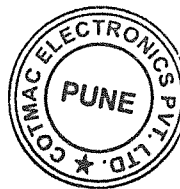
Umesh Parameshwar Maskeri
Practicing Company Secretary
Certificate of Practice No 12704
Peer Review Certificate No 653/2020
ICSI UDIN F004831F001336579



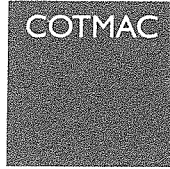
Place : Pune
Date : September 27, 2024

Countersigned by
For Cotmac Electronics Private Limited

Arjun Shyam Sirur
Arjun Shyam Sirur
Chairman of 32nd AGM
Executive Chairman and Managing Director
DIN 00480951



Place :Pune
Date : September 27, 2024



DECLARATION OF VOTING RESULTS IN RESPECT OF ITEMS OF BUSINESS PLACED FOR CONSIDERATION OF THE MEMBERS AT THE 32nd ANNUAL GENERAL MEETING OF COTMAC ELECTRONICS PRIVATE LIMITED HELD AT 03-00 PM ON FRIDAY, THE SEPTEMBER 27, 2024 BY VIDEO CONFERENCING FACILITY/ OTHER AUDIO VISUAL MEANS PURSUANT TO THE PROVISIONS OF SECTION 108 OF COMPANIES ACT, 2013 ("ACT") READ WITH RULE 20 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 ("RULES") AND ALL OTHER APPLICABLE PROVISIONS OF THE ACT.

The 32nd Annual General Meeting ("AGM") of Cotmac Electronics Private Limited ("the company") was held at 03-00 PM on Friday, September 27, 2024 by Video Conferencing Facility/ Other Audio Visual Means. The necessary quorum was present. I, the Executive Chairman pursuant to the provisions of the Articles of Association of the company, have conducted the proceedings as the Chairman of AGM.

Facility of voting by electronic means i.e. remote e-voting was provided to the members through the Bigshare Services Private Limited having Event No 469 in respect of the resolutions mentioned in the notice of AGM dated August 31, 2024. The Board of Directors of the Company vide its circular resolution dated 16th August 2024, has appointed Mr. Umesh P Maskeri, Practicing Company Secretary as the scrutinizer for the remote evoting.

The members transacted the business mentioned in the Notice of AGM dated August 31, 2024. After the conclusion of the AGM, Mr. Umesh P Maskeri, Practicing Company Secretary and the scrutinizer, has downloaded the voting results in respect of Event No 469 from the portal of Bigshare Services Private Limited i.e. <https://bigshareonline.com>, scrutinized the votes cast by electronic voting and submitted the Scrutinizer's Report, furnishing the details of the votes cast on each of the resolutions, which is briefly summarised below:

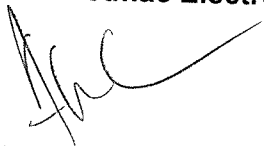
Item No	Particulars	No. of Votes in favour of the Resolution	No. of Votes against the Resolution	Voting Result
1	Ordinary Resolution RESOLVED THAT the Audited Balance Sheet as on March 31, 2024 and Profit and Loss Account for the year ended as on that date on Standalone basis and the reports of the Board of Directors and Auditors there on alongwith the audited Balance Sheet as on March 31, 2024 and Profit and Loss Account for the year ended as on that date on consolidated basis be and are hereby approved and adopted	2,35,870	Nil	Resolution has been passed unanimously



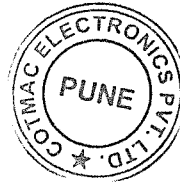
2	Ordinary Resolution RESOLVED THAT that a dividend of Rs 5 per share on the equity shares having a face value of Rs 100 be and is hereby declared for the Financial Year 2023-24	2,35,870	Nil	Resolution has been passed unanimously
3	Ordinary Resolution: RESOLVED THAT pursuant to the provisions of Article 45 of the Articles of Association of the Company, Mrs. Priyanka Arjun Sirur (DIN 8897683) who retires by rotation and being eligible has offered herself for re-appointment, be and is hereby reappointed as a Director of the Company, and who shall be liable to retire by rotation.	2,35,870	Nil	Resolution has been passed unanimously

Based on the said Scrutinizer's Report, I, the undersigned, the Chairman of the said AGM, hereby declare that Resolutions No (1), (2) and (3) have been passed unanimously. A copy of the Scrutinizer's Report submitted pursuant to Rule 20 of the Rules is attached.

For Cotmac Electronics Private Limited



Arjun Shyam Sirur
DIN 00480951
Chairman of AGM
Executive Chairman and Managing Director



Place: Pune

Date : September 27, 2024