



---

**MIHEN HALANI & ASSOCIATES**

*Practicing Company Secretaries*

A-501/L, Jaswanti Allied Business Centre, Kachpada, Ramchandralane Extn. Rd,  
Malad (West), Mumbai – 400 064, Tel No.: 022 6236 0279 Email: [mihenhalani@mha-cs.com](mailto:mihenhalani@mha-cs.com)

---

**CONSOLIDATED SCRUTINIZER'S REPORT**

To,  
The Chairman,  
HUBTOWN LIMITED ("the Company")

35<sup>th</sup> Annual General Meeting ("35<sup>th</sup> AGM / the meeting") of the members of Hubtown Limited ("the Company") held on Thursday, 21<sup>st</sup> September, 2023 at 11:00 a.m. through Video Conferencing ("VC") or any Other Audio Visual Means (OAVM).

Dear Sir,

Sub: Combined Scrutinizer's Report on voting through electronic means in terms of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 for 35<sup>th</sup> AGM of the Company held through Video Conferencing / OAVM.

We, M/s. Mihen Halani & Associates, Practicing Company Secretaries appointed by the Board of Directors of the Company as Scrutinizer to scrutinize the e-voting process in accordance with section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and all other relevant circulars and notifications issued thereunder (MCA Circulars and SEBI Circulars), and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time), for 35<sup>th</sup> AGM of the Company held through Video Conferencing ("VC").

1. As confirmed by the Company, the notice of 35<sup>th</sup> AGM, was sent through electronic mode to those members whose email addresses were registered with the Registrar and Share Transfer Agent of the Company/ Depository Participant(s).
2. The members of the Company as on cut-off date i.e. **Thursday, 14<sup>th</sup> September, 2023** were entitled to vote on the resolutions (as set out in the notice of 35<sup>th</sup> AGM of the Company).
3. The Company had availed the e-voting facility provided by Link Intime India Private Limited, Registrar and Transfer Agents ("RTA"). The remote e-voting period commenced on Saturday, September 16, 2023 (9.00 a.m.) and ended on Wednesday, September 20, 2023 (5.00 p.m.) (both days inclusive) ("remote e-voting period").
4. The Company had also availed e-voting facility provided by the RTA to the members present at the AGM through VC and who had not cast their vote during the said remote e-voting period.

5. Post conclusion of the meeting, the votes cast during the remote e-voting period and during the meeting were unblocked in the presence of two witnesses, Ms. Ayushi Daka and Ms. Devanshi Damani who are not in the employment of the Company and counted thereafter. They have signed below in confirmation of the votes being unblocked in their presence.

Name : Ms. Ayushi Daka  
SD/-  
Signature

Name: Ms. Devanshi Damani  
SD/-  
Signature

6. On the basis of the votes exercised by the members of the Company by way of remote e-voting and e-voting at the AGM, we have issued the Combined Scrutiniser's Report dated 21<sup>st</sup> September, 2023.
7. The register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio number or DP ID / Client ID of the members, number of shares held by them and nominal value of such shares. There were no shares with differential voting rights in the Company. Hence, there is no requirement of maintaining the list of shares with differential voting rights.
8. The management of the Company is responsible for ensuring the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the Notice of the 35<sup>th</sup> AGM of the Company. Our responsibility as the scrutinizer for the remote e-voting / e-voting process is restricted to make a Scrutinizer Report of the vote cast in favour / against the resolutions stated above, based on the reports generated from the e-voting system provided by the RTA, the authorized agency to provide e-voting facilities, engaged by the Company for the purpose.
9. The details containing, *inter alia*, list of equity shareholders, who voted "For" or "Against" each of the resolutions put to vote, were generated from the e-voting website of RTA i.e. <https://instavote.linkintime.co.in> and based on such reports generated, the result of the combined / consolidated e-voting is as under;

Sr. No.	Particulars of Resolution as given in the Notice of 35 <sup>th</sup> AGM	Particulars of Votes Cast			Result Declared	
		Members Voting				
		No. of members voted	No. of votes cast by them	% of total no. of votes cast		
<b>ORDINARY BUSINESS</b>						
1.	(a) To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2023 together with Reports	Votes Cast in favour	102	36173759	99.93	The resolution passed as an <b>Ordinary Resolution</b>
		Votes Cast against	6	24858	0.07	



	of the Board of Directors and Auditors thereon. (b) To receive, consider and adopt Audited consolidated Financial Statements of the Company as at 31st March, 2023, together with the Reports of the Auditors thereon.	Votes Cast invalid	-	-	-	
		<b>Total</b>	<b>108</b>	<b>36198617</b>	<b>100</b>	
2.	To appoint a Director in place of Mr. Vyomesh M. Shah (DIN: 00009596), who retires by rotation and being eligible, offers himself for reappointment.	Votes Cast in favour	98	36170785	99.92	The resolution passed as an <b>Ordinary Resolution</b>
		Votes Cast against	10	27832	0.08	
		Votes Cast invalid	-	-	-	
		<b>Total</b>	<b>108</b>	<b>36198617</b>	<b>100</b>	
<b>SPECIAL BUSINESS</b>						
3.	To consider ratification of remuneration payable to the cost auditor of the company for the financial year 2023-2024	Votes Cast in favour	97	36170681	99.92	The resolution passed as an <b>Ordinary Resolution</b>
		Votes Cast against	11	27936	0.08	
		Votes Cast invalid	-	-	-	
		<b>Total</b>	<b>108</b>	<b>36198617</b>	<b>100</b>	
4	To consider and approve material transactions with related parties under the companies act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Votes Cast in favour	75	1519176	98.20	The resolution passed as an <b>Ordinary Resolution</b>
		Votes Cast against	10	27856	1.80	
		Votes Cast invalid	-	-	-	
		<b>Total</b>	<b>85</b>	<b>1547032</b>	<b>100</b>	

Based on the above results of both remote e-voting and e-voting during the meeting, we hereby report that all the above four (4) resolutions have been duly passed by the members of the Company with the requisite majority.

**Notes:**

1. Vote casted by related parties on aforesaid resolutions are not considered in the above results.
2. No. of votes cast does not include no. of votes abstained & invalid votes.
3. Number of shareholders are not grouped on the basis of PAN.
4. The percentages are rounded off to the nearest decimals.

For Mihen Halani & Associates  
(Practicing Company Secretaries)

Date: September 21, 2023  
Place: Mumbai  
UDIN: F009926E001053254

Mihen Halani  
(Proprietor)  
FCS No: 9926  
CP No: 12015