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**MIHEN HALANI & ASSOCIATES**

*Practicing Company Secretaries*

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**SCRUTINIZER’S REPORT**

To,  
**The Chairman of 34th Annual General Meeting,  
Hubtown Limited (“the Company”)**

34<sup>th</sup> Annual General Meeting (“34<sup>th</sup> AGM / the meeting”) of the members of Hubtown Limited (“the Company”) held on Thursday, September 29, 2022 at 11:30 a.m. IST through Video Conferencing (“VC”).

Dear Sir,

**Sub: Consolidated 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 34<sup>th</sup> Annual General Meeting (“34<sup>th</sup> AGM / the meeting”) of the Company held through Video Conferencing (“VC”).**

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 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 34<sup>th</sup> AGM of the Company through Video Conferencing (“VC”).

1. As confirmed by the Company, the notice of 34<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, September 22, 2022 were entitled to vote on the resolutions (as set out in the notice of 34<sup>th</sup> AGM of the Company).
3. The Company has availed the e-voting facility provided by Link Intime India Private Limited (LIPL). The remote e-voting period commenced on Monday,

September 26, 2022 (9.00 a.m. IST) and ended on Wednesday, September 28, 2022 (5.00 p.m. IST). (“remote e-voting period”).

4. The Company has also availed e-voting facility provided by LIPL to the shareholders 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 through e-voting facility prior to the meeting and during the meeting were unblocked in the presence of two witnesses, Mr. Bhavya shah and Ms. Divya Padhiyar 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 : Mr. Bhavya shah  
Sd/-  
Signature

Name: Ms. Divya Padhiyar  
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 September 30, 2022.
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 shareholders, 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 to ensure 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 34<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 LIPL, the authorised 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 LIPL 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.	Resolution No. as given in the Notice of 34 <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.	To receive, consider and adopt Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2022 together with the Reports of the Board of Directors and the Auditors thereon;	Votes Cast in favour	99	3,27,31,958	99.98	The resolution passed as an <b>Ordinary Resolution</b>
		Votes Cast against	5	6,990	0.02	
		Votes Cast invalid	-	-	-	
		<b>Total</b>	<b>104</b>	<b>3,27,38,948</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	93	3,27,28,928	99.97	The resolution passed as an <b>Ordinary Resolution</b>
		Votes Cast against	10	9,688	0.03	
		Votes Cast invalid	-	-	-	
		<b>Total</b>	<b>103</b>	<b>3,27,38,616</b>	<b>100</b>	
<b>SPECIAL BUSINESS</b>						
3.	Ratification of remuneration payable to the Cost Auditor's of the Company for the Financial Year 2022-2023	Votes Cast in favour	94	3,27,30,875	99.98	The resolution passed as an <b>Ordinary Resolution</b>
		Votes Cast against	8	7,666	0.02	
		Votes Cast invalid	-	-	-	
		<b>Total</b>	<b>102</b>	<b>3,27,38,541</b>	<b>100</b>	
4.	Approval of material transactions with related parties under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Votes Cast in favour	72	16,77,845	99.94	The resolution passed as an <b>Ordinary Resolution</b>
		Votes Cast against	10	9,685	0.06	
		Votes Cast invalid	-	-	-	
		<b>Total</b>	<b>82</b>	<b>16,87,530</b>	<b>100</b>	

**Notes:**

1. If any promoter shareholders / directors / key-managerial personnel's / related party (ies) / other shareholders are interested and have cast their votes in said resolutions, the same has not been counted in the above results.
2. No of votes cast does not include no of votes abstained & invalid votes.
3. Numbers of shareholders are not grouped on the basis of PAN.

For Mihen Halani & Associates  
(Practicing Company Secretaries)

Date: September 30, 2022  
Place: Mumbai  
UDIN: F009926D001090731

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