



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

Report of Scrutinizer

[Pursuant to section 108 read with section 110 of the Companies Act, 2013 and Rule 20 and 22 of Companies (Management and Administration) Rules, 2014]

To,
The Chairman
HUBTOWN LIMITED
Hubtown Seasons, CTS NO. 469- A,
Opp. Jain Temple, R. K. Chemburkar Marg,
Chembur (East) Mumbai - 400 071, Maharashtra, India

Subject: Scrutinizer's Report on Postal Ballot conducted through Remote E-Voting by the Equity Shareholders of Hubtown Limited (the "Company") from Thursday, June 1, 2023 at 9:00 a.m. (IST) and ended on Friday, June 30, 2023 at 5:00 p.m. (IST).

Dear Sir,

We, M/s. Mihen Halani & Associates, Practicing Company Secretaries appointed as the scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the voting process conducted through Postal Ballot via remote e-voting commenced from Thursday, June 1, 2023 at 9:00 a.m. (IST) and ended on Friday, June 30, 2023 at 5:00 p.m. (IST), being undertaken under the provisions of sections 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI Listing Regulations"), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2"), each as amended, and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings / conducting postal ballot process through e-voting vide General Circulars No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 3/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 (collectively the "MCA Circulars") and circulars issued by the Securities and Exchange Board of India ("SEBI Circulars"), on the resolutions contained in the Postal Ballot Notice ("the Notice") of the Company dated May 29, 2023.

1. The Management of the Company is responsible to ensure the compliance with the provisions of the Companies Act, 2013, Rules made thereunder read with the MCA and SEBI Circulars, SS-2 and regulations contained in the SEBI Listing Regulations relating to voting through electronic means on the resolutions contained in the Notice.

2. The Company had appointed Link Intime India Private Limited (“Link Intime”) as a service provider for extending the facility of providing remote electronic voting to the Shareholders of the Company.
3. The responsibility as a scrutinizer for the Postal Ballot is restricted to the extent of preparation and presentation of Scrutinizer’s Report of the votes cast “FOR” or “AGAINST” the resolution(s) as stated in the Notice, based on the reports generated from e-voting systems provided by Link Intime India Private Limited (“LINKINTIME” or “Registrar and Transfer Agent”), the authorized agency to provide e-voting facilities.
4. The voting rights were reckoned as on Friday, May 26, 2023, being the cut-off date for the purpose of determining the entitlement of members to vote in the Postal Ballot.
5. The votes cast via remote e-voting were unblocked on June 30, 2023 at 5.32 p.m. in the presence of following two witnesses not being in the employment of the Company as under:
 - a) Mr. Bhavya Shah
 - b) Ms. Nidhi Busa
6. 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.
7. 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 Link Intime i.e. <http://www.linkintime.co.in> and based on such reports generated, the result of the remote e-voting is annexed as Annexure A;



“Annexure A”

Sr. No.	Resolution No. as given in the Postal Ballot Notice		Particulars of Votes Cast			Result Declared
			No. of members voted	No. of votes Cast by them	% of total no. of votes cast	
SPECIAL BUSINESS						
1.	Alteration of the Object Clause of the Memorandum of Association of the Company	Votes Cast in favour	89	34085131	99.93	Resolution passed as a Special Resolution
		Votes Cast against	11	22971	0.07	
		Votes Cast invalid	-	-	-	
		Total	100	34108048	100	
2.	Appointment of Mr. Jignesh Hansraj Gala (DIN: 07463896) as an Independent Director of the Company	Votes Cast in favour	92	34085788	99.93	Resolution passed as a Special Resolution
		Votes Cast against	10	22654	0.07	
		Votes Cast invalid	-	-	-	
		Total	102	34108442	100	
3.	Continuation of appointment of Mr. Hemant M. Shah (DIN:00009659) as Whole Time Director designated as an Executive Chairman of the Company upon attaining age of Seventy years	Votes Cast in favour	71	1534456	98.53	Resolution passed as a Special Resolution
		Votes Cast against	12	22901	1.47	
		Votes Cast invalid	-	-	-	
		Total	83	1557357	100	

Based on the above results, we hereby report that all the above resolutions have been duly passed by the members of the Company with the requisite majority.

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. The percentages are round off to the nearest decimals.
3. No of votes cast does not include no of votes abstained & invalid votes.
4. No of members are not grouped on the basis of PAN.

Date: 01.07.2023
Place: Mumbai
UDIN: **F009926E000531249**

For MIHEN HALANI & ASSOCIATES
Practicing Company Secretaries

MIHEN HALANI
(Proprietor)
FCS No. 9926
CP No. 12015