



**J. J. Gandhi & Co.**

Practising Company Secretaries

CS J. J. Gandhi - M. Com., LL. B., D. L. P., F. C. S.

F46, India Bulls Mega Mall

Besides Dinesh Mill

Jetalpur, Vadodara - 390 007

Phone (O) 9375085022

JJ Gandhi : 9374620085

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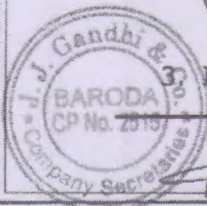
**Report of Scrutinizer  
Consolidated Report on remote E-voting and e-voting at AGM**

To,  
The Chairman  
of 50<sup>th</sup> Annual General Meeting of Members of  
**Eimco Elecon (India) Limited**  
Anand Sojitra Road,  
Anand Dist., Anand, Gujarat, India

Dear Sir,

**Re: Consolidated Scrutinizers' Report for passing resolutions through remote E-voting and E-voting during the 50<sup>th</sup> AGM of Eimco Elecon (India) Limited (CIN L29199GJ1974PLC002574) held on 25<sup>th</sup> June, 2024 at 10.30 AM through Video Conference (VC)/ Other Audio Visual Means (OAVM)**

1. I, J. J. Gandhi, Proprietor of J J Gandhi & Co. Practising Company Secretaries, has been appointed as Scrutinizer by the Board of Directors pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 as amended (herein after referred to as Rules) and in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) 2015, for scrutinizing the remote e-voting and e-voting during the AGM on the resolutions contained in the Notice (herein after referred to as "Resolutions") of the **50<sup>th</sup> Annual General Meeting (AGM)** of the Members of the Company held on **25<sup>th</sup> June, 2024 at 10.30 AM** through Video Conferencing (VC). The proceedings of the **50<sup>th</sup> AGM** will be deemed to be conducted at the Registered Office of the Company which shall be deemed venue of the AGM.
2. The Management of the Company is responsible to ensure compliance of the provisions of the Companies Act, 2013 and Rules made thereunder relating to remote e-voting and e-voting during AGM on the Resolutions contained in the Notice of AGM. My responsibilities as a scrutinizer for e-voting process are restricted to make a Scrutinizers' Report on the votes cast "In favour" or "Against" the resolutions, based on the reports generated from e-voting system provided by the **Link Intime India Pvt. Ltd.**, the agency engaged by the Company to provide remote e-voting facility (prior to AGM) and e-voting facility during the AGM.



I submit my report as under;

Scrutiniser Report - Eimco Elecon (India) Limited - AGM held on 25/06/2024

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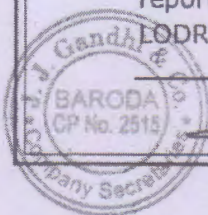
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- A. The AGM was held in compliance with the direction provided by the Ministry of Corporate Affairs (MCA) to hold through video conferencing (VC) or Other Audio-Visual Means (OAVM) by General Circular No. 14, 17 and 20 of 2020, General Circular No. 2, and 21 of 2021, General Circular No. 2 and 10 of 2022 and General Circular No. 9 dated 25/09/2023 extending time limit up to 30<sup>st</sup> September, 2024 (collectively referred as MCA circulars) and Securities and Exchange Board of India (SEBI) vide its Circulars dated 12<sup>th</sup> May, 2020, 15<sup>th</sup> January, 2021, 13<sup>th</sup> May, 2022 and 5<sup>th</sup> January, 2023 (collectively referred as SEBI Circulars).
- B. The e-voting facility both for remote e-voting i.e. prior to AGM and e-voting during AGM were provided by **Link Intime India Pvt. Ltd.**
- C. As per requirement of Rule 20(v), the Public Advertisement with respect to dispatch of AGM Notice through electronic mode and intimating the date and time of commencement and closing of E-voting have been published in English language in the newspaper "**Business Standard**" dated **1<sup>st</sup> June, 2024**, and in Gujarati language in the news paper "**Jai Hind**" dated **1<sup>st</sup> June, 2024**.
- D. The e-voting period remained open from **22<sup>nd</sup> June, 2024** (9.00 A.M.) to **24<sup>th</sup> June, 2024**. (5.00 P.M.)
- E. The Members of the Company holding shares in physical form or demat form as on "**Cut-off**" date i.e. **18<sup>th</sup> June, 2024** were entitled to vote on the resolutions mentioned in the Notice of AGM.
- F. The shareholders, who did not vote in remote e-voting, were provided facility to e-vote during the meeting and thereafter within 15 minutes of the conclusion of the AGM. After the conclusion of e-voting at the AGM, the votes cast under remote e-voting and e-voting at the AGM were unblocked.
- G. The details of Members who have voted "for" or "against" on each of the resolutions that were put to vote were generated from the E-voting website of **linkintime** viz. <https://instavote.linkintime.co.in>.

Based on the Reports generated from the website of **linkintime**, the consolidated report on e-voting on each of the resolution as per format of Regulation 44 of LODR is as under;



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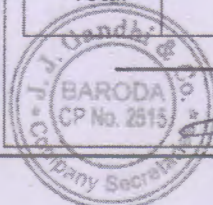
Date of Annual General Meeting	25/06/2024
Total Number of shareholders on Record date	10027
No. of shareholders present in the meeting either in person or through Proxy	0
Promoter and Promoter Group	0
Public	0
No. of shareholders attended the meeting through VC	54
Promoter and Promoter Group	7
Public	47

#### Resolution No. 1

To consider and adopt the Audited Financial Statements (Both Standalone and Consolidated) of the Company for the financial year ended on 31<sup>st</sup> March, 2024 and the Reports of the Board of Directors and Auditors thereon.

Type of Resolution	<b>Ordinary</b>
Whether promoter/ promoter group interested in the resolution?	No

Category	Mode of Voting	No. of shares held	No. of Votes polled	% of votes polled outstanding shares	No. of votes in favour	No. of votes against	% of votes In favour on votes polled	% of votes against on votes polled
		1	2	3 = (2/1)*100	4	5	6=(4/2)* 100	7=(5/2)* 100
Promoter & Promoter Group	Remote E-Voting	4271795	2822645	66.08	2822645	0	100	0
	E-voting at AGM		0	0	0	0	0	0
	Total		2822645	66.08	2822645	0	100	0
Public Institutions	Remote E-Voting	24031	1809	7.53	1809	0	100	0
	E-voting at AGM		0	0	0	0	0	0
	Total		1809	7.53	1809	0	100	0
Public Non Institutions	Remote E-Voting	1472559	3301	0.22	3301	0	100	0
	E-voting at AGM		7143	0.49	7143	0	100	0
	Total		10444	0.71	10444	0	100	0
<b>Total</b>		<b>5768385</b>	<b>2834898</b>	<b>49.15</b>	<b>2834898</b>	<b>0</b>	<b>100</b>	<b>0</b>



Scrutiniser Report - Eimco Elecon (India) Limited - AGM held on 25/06/2024



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### Resolution No. 2

To declare Dividend on Equity Shares for the financial year ended on 31<sup>st</sup> March, 2024.

Type of Resolution	<b>Ordinary</b>
Whether promoter/ promoter group interested in the resolution?	No

Category	Mode of Voting	No. of shares held	No. of Votes polled	% of votes polled outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		1	2	3 = (2/1)*100	4	5	6=(4/2)* 100	7=(5/2)* 100
Promoter & Promoter Group	Remote E-Voting	4271795	2822645	66.08	2822645	0	100	0
	E-voting at AGM		0	0	0	0	0	0
	Total		2822645	66.08	2822645	0	100	0
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	E-voting at AGM		0	0	0	0	0	0
	Total		1809	7.53	1809	0	100	0
Public Non Institutions	Remote E-Voting	1472559	3301	0.22	3301	0	100	0
	E-voting at AGM		7143	0.49	7143	0	100	0
	Total		10444	0.71	10444	0	100	0
<b>Total</b>		<b>5768385</b>	<b>2834898</b>	<b>49.15</b>	<b>2834898</b>	<b>0</b>	<b>100</b>	<b>0</b>





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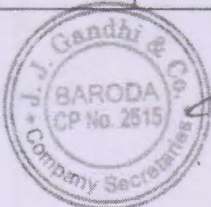
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### Resolution No. 3

Appointment of Director in place of Shri Pradip M. Patel, (DIN: 00012138), who retires by rotation and being eligible, offers himself for re-appointment and Continuation term of appointment of Shri Pradip M. Patel, who has attained the age of 75 years as a Non-Executive Director.

Type of Resolution	<b>Special</b>
Whether promoter/ promoter group interested in the resolution?	No

Category	Mode of Voting	No. of shares held	No. of Votes polled	% of votes polled outstanding shares 3 = (2/1)*100	No. of votes in favour	No. of votes against	% of votes in favour on votes polled 6=(4/2)* 100	% of votes against on votes polled 7=(5/2)* 100
		1	2	3 = (2/1)*100	4	5	6=(4/2)* 100	7=(5/2)* 100
Promoter & Promoter Group	Remote E-Voting	4271795	2822645	66.08	2822645	0	100	0
	E-voting at AGM		0	0	0	0	0	0
	Total		2822645	66.08	2822645	0	100	0
Public Institutions	Remote E-Voting	24031	1809	7.53	1809	0	100	0
	E-voting at AGM		0	0	0	0	0	0
	Total		1809	7.53	1809	0	100	0
Public Non Institutions	Remote E-Voting	1472559	3301	0.22	3301	0	100	0
	E-voting at AGM		7143	0.49	7143	0	100	0
	Total		10444	0.71	10444	0	100	0
<b>Total</b>		<b>5768385</b>	<b>2834898</b>	<b>49.15</b>	<b>2834898</b>	<b>0</b>	<b>100</b>	<b>0</b>





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### Resolution No. 4

Continuation of Shri Prashant C. Amin (DIN:01056652) as a Non-Executive Nominee Director of the Company.

Type of Resolution	Ordinary
Whether promoter/ promoter group interested in the resolution?	No

Category	Mode of Voting	No. of shares held	No. of Votes polled	% of votes polled outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		1	2	3 = (2/1)*100	4	5	6=(4/2)* 100	7=(5/2)* 100
Promoter & Promoter Group	Remote E-Voting	4271795	2822645	66.08	2822645	0	100	0
	E-voting at AGM		0	0	0	0	0	0
	Total		2822645	66.08	2822645	0	100	0
Public Institutions	Remote E-Voting	24031	1809	7.53	1809	0	100	0
	E-voting at AGM		0	0	0	0	0	0
	Total		1809	7.53	1809	0	100	0
Public Non Institutions	Remote E-Voting	1472559	3301	0.22	3301	0	100	0
	E-voting at AGM		7143	0.49	7143	0	100	0
	Total		10444	0.71	10444	0	100	0
Total		5768385	2834898	49.15	2834898	0	100	0





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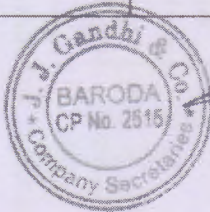
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### Resolution No. 5

Payment of commission to Non-Executive Directors of the Company for the period of 5 years

Type of Resolution	Special
Whether promoter/ promoter group interested in the resolution?	No

Category	Mode of Voting	No. of shares held	No. of Votes polled	% of votes polled outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		1	2	3 = (2/1)*100	4	5	6=(4/2)* 100	7=(5/2)* 100
Promoter & Promoter Group	Remote E-Voting	4271795	2822645	66.08	2822645	0	100	0
	E-voting at AGM		0	0	0	0	0	0
	Total		2822645	66.08	2822645	0	100	0
Public Institutions	Remote E-Voting	24031	1809	7.53	1809	0	100	0
	E-voting at AGM		0	0	0	0	0	0
	Total		1809	7.53	1809	0	100	0
Public Non Institutions	Remote E-Voting	1472559	3301	0.22	3301	0	100	0
	E-voting at AGM		7143	0.49	7143	0	100	0
	Total		10444	0.71	10444	0	100	0
<b>Total</b>		<b>5768385</b>	<b>2834898</b>	<b>49.15</b>	<b>2834898</b>	<b>0</b>	<b>100</b>	<b>0</b>





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### Resolution No. 6

Approval of material related party transactions between the Company and Emtici Marketing LLP, for the FY 2024-25 in the ordinary course of business and at arm's length basis.

Type of Resolution	<b>Ordinary</b>
Whether promoter/ promoter group interested in the resolution?	Yes

Category	Mode of Voting	No. of shares held	No. of Votes polled	% of votes polled outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		1	2	3 = (2/1)*100	4	5	6=(4/2)* 100	7=(5/2)* 100
Promoter & Promoter Group	Remote E-Voting	4271795	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Institutions	Remote E-Voting	24031	1809	7.53	0	1809	0	100
	E-voting at AGM		0	0	0	0	0	0
	Total		1809	7.53	0	0	0	100
Public Non Institutions	Remote E-Voting	1472559	3301	0.22	3301	0	100	0
	E-voting at AGM		7143	0.49	7143	0	100	0
	Total		10444	0.71	10444	0	100	0
<b>Total</b>		<b>5768385</b>	<b>12253</b>	<b>0.21</b>	<b>10444</b>	<b>1809</b>	<b>85.24</b>	<b>14.76</b>

Being a related party to the aforesaid resolution No. 6, 958426 vote casted in favour of the resolution, are not considered and treated as invalid.







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### Resolution No. 7

Approval of payment of remuneration to M/s. Diwanji & Co. as Cost Auditors, for the F.Y. 2024-25.

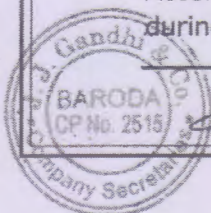
Type of Resolution	Ordinary
Whether promoter/ promoter group interested in the resolution?	No

Category	Mode of Voting	No. of shares held	No. of Votes polled	% of votes polled outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
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	E-voting at AGM		0	0	0	0	0	0
	Total		1809	7.53	1809	0	100	0
Public Non Institutions	Remote E-Voting	1472559	3301	0.22	3301	0	100	0
	E-voting at AGM		7143	0.49	7143	0	100	0
	Total		10444	0.71	10444	0	100	0
Total		5768385	2834898	49.15	2834898	0	100	0

The figures in percentage have been rounded off to 2 decimal points.  
The votes cast does not include abstained votes.

Based on the aforesaid results, I report that all resolutions contained in the AGM Notice have been passed with the requisite majority by the Members.

Accordingly, you may declare the result of the remote e-voting and e-voting during the AGM.



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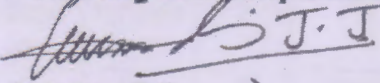
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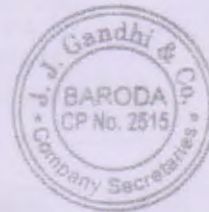
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The relevant records relating to E-voting is being handed over to the Company Secretary for safe custody.

**Restriction on use :** This Report has been issued to the Company for submission to Stock Exchange and for placing on website of the Company and for placing on website of e-voting service provider. This Report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care for any other purpose to any other party.

For J J Gandhi & Co.  
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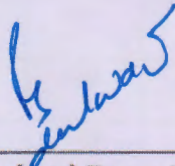
  
(J J Gandhi)  
Proprietor



Place : Vadodara  
Date: 26<sup>th</sup> June, 2024

FCS No. 3519 and CP No. 2515  
P R No. 1174/2021

UDIN number F003519F000621675





Received Report