



The SCRUTINIZER'S REPORT

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

To,

Naman In-Store (India) Limited

Corporate Office: S. No 90 H No 3B Kantharia Compound,
Opp Sopara Phata Police Station, Pelhar, Thane, Vasai,
Maharashtra, India, 401208.

Sub: Scrutinizer's Report for passing of resolution through Remote e-voting and e-voting by members under Section 108 of the Companies Act, 2013 and Rules 20 of the Companies (Management and Administration) Rules, 2014 of Naman In-Store (India) Limited ("the Company") for its Extra Ordinary General Meeting ("EGM") held on Thursday, 12th September 2024 at 11:30 AM (IST) through Video conferencing ('VC')/Other Audio Visual means ("OAVM").

Dear Sir,

1. With reference to the above subject, I, CS Bhavesh Chheda, Proprietor of M/s. Bhavesh Chheda & Associates, Practicing Company Secretary having membership no. A48035 and certificate of practice no. 24147 have been appointed as Scrutinizer by the Board of Directors of Naman In-Store (India) Limited ("**the Company**") for the purpose of scrutinizing the e-voting by equity shareholders through the remote e-voting process ("**e-voting**") in terms of the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("**the Rules**") as amended from time to time and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in a fair and transparent manner, for passing of the resolutions as mentioned under item numbers 1 and 2 as set out in the notice of Extra Ordinary General Meeting dated 19th August, 2024 ("**Notice**") issued by the Company in accordance with the Circulars issued by Ministry of Corporate Affairs (MCA), Government of India and the Securities and Exchange Board of India (hereinafter referred to as "**relevant Circulars**"), for convening the EGM of its members through VC/OAVM on 12th September 2024.
2. The management of the Company is responsible for ensuring compliance with the requirements of the Act, the Rules, and relevant Circulars relating to remote e-voting and e-voting during the EGM on the resolutions contained in the Notice. My responsibility as a Scrutinizer for the e-voting process is restricted to making a Consolidated Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions stated in the said Notice, based on the reports generated from the e-voting system provided by Bigshare Services Private Limited, the agency engaged by the Company to provide E-voting facility, and that the e-voting is conducted fairly and transparently.
3. As per the information received from the Company and/or information available on the stock exchange website:



- i. The Notice of EGM was sent to the members through e-mail on 19th August 2024, whose email addresses are registered with the Company or with the depositories/Bigshare Services Private Limited, Registrar, and Share Transfer Agent. The said notice was dispatched based on the Register of Members and List of Beneficiaries on 16th August 2024. The Company has also issued a Corrigendum to the Notice of EGM on 6th September 2024.
 - ii. The cut-off date for reckoning the voting rights of the equity shareholders was on Thursday, 05th September 2024 ("**Cut-off date**"). The voting rights of the Equity Shareholders were in proportion to their shareholding in the paid-up equity share capital of the Company as of the Cut-off Date.
 - iii. As per the Notice, the remote e-voting period commenced on Monday, 09th September 2024 at 9.00 A.M. (IST) and ended on Wednesday, 11th September 2024 at 5.00 P.M. (IST) both days inclusive.
 - iv. In compliance with the relevant Circulars, physical copies of the Notice were not sent to equity shareholders of the Company.
4. As per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, and as required under the relevant Circulars, the Company published an advertisement about sending the Notice of EGM in the English newspaper "Free Press Journal" and in Marathi newspaper "Navashakti" on Tuesday, 20th August 2024.
 5. As required under the relevant Circulars, the Company had also provided an e-voting facility to the members attending the EGM through VC/OAVM and who had not cast their vote earlier.
 6. The remote e-voting module was disabled by Bigshare Services Private Limited on Wednesday, 11th September 2024 after 5:00 P.M., and as required under the said rules, the votes cast under the remote e-voting facility before the EGM and e-voting facility during the EGM were unblocked in the presence of two witnesses Mr. Sachin Kotian and Mr. Hanuman Patel who are not in employment of Company. They have signed below in confirmation of the same:

Name of witness	Signature
Mr. Sachin Kotian	
Mr. Hanuman Patel	



7. I have scrutinized and reviewed the remote e-voting and e-voting during the EGM and votes cast therein based on the data downloaded from the e-voting system of Bigshare Services Private Limited and the summary of the e-voting process is as follows:

Resolution No. 01:

To increase the authorized share capital and consequent alteration in the capital clause of the Memorandum of Association of the Company. (Special Business, Ordinary Resolution).								
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of Votes - in against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter and Promoter Group	E-Voting	7700000	7700000	100%	7700000	0	100.00	0.00
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7700000	7700000	100%	7700000	0	100.00
Public-Institutions	E-Voting	57600	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		57600	0	0.0000	0	0	0.0000
Public-Non Institutions	E-Voting	2790400	1600	0.06%	1600	0	100.00	0.00
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2790400	1600	0.06%	1600	0	100.00
Total		10548000	7701600	73.01%	7701600	0	100.00	0.00



Summary of total valid votes for resolution no 1.

Particulars	Number of equity shareholders	Number of votes casted by equity shareholders	% of the total no. of valid votes casted by equity shareholders
Votes in favour	8	7701600	100.00
Votes against	0	0	100.00
Total	8	7701600	100.00

Resolution No. 02:

To create, offer, issue, and allot equity shares on a preferential basis. (Special Business, Special Resolution).								
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of Votes - in against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter and Promoter Group	E-Voting	7700000	7700000	100%	7700000	0	100.00	0.00
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7700000	7700000	100%	7700000	0	100.00
Public-Institutions	E-Voting	57600	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		57600	0	0.0000	0	0	0.0000
Public-Non Institutions	E-Voting	2790400	1600	0.06%	1600	0	100.00	0.00
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2790400	1600	0.06%	1600	0	100.00
Total		10548000	7701600	73.01%	7701600	0	100.00	0.00



Summary of total valid votes for resolution no 2.

Particulars	Number of equity shareholders	Number of votes casted by equity shareholders	% of the total no. of valid votes casted by equity shareholders
Votes in favour	8	7701600	100.00
Votes against	0	0	100.00
Total	8	7701600	100.00

Based on the aforesaid results, I report that the resolutions mentioned in the Notice stand approved as the resolutions were passed with the requisite majority by equity shareholders on Thursday, 12th September 2024.

All relevant records of voting are available only in the electronic format and there was no physical voting. The electronic data and all other relevant records relating to e-voting have been handed over to the Company Secretary of the Company for preservation and safekeeping. Based on the above information, you may accordingly declare the result of the e-voting, as required.

For Bhavesh Chheda & Associates

CS Bhavesh Chheda

Proprietor

Practising Company Secretary

Membership No.: A48035

COP No.: 24147

UDIN: A048035F001204071

Date: 12-09-2024

Place: Mumbai

Countersigned by

For Naman In-Store (India) Limited

Authorized signatory