



801, Embassy Centre, Plot No. 207, Jamnalal Bajaj Road, Nariman Point, Mumbai - 400 021.
Tel: +91-22-22824639 / 22824659 / 7021597117 / 9137774259
Mob: + 91-9819888185 • E-mail: agarwalkala@gmail.com / admin@kalaagarwal.com

www.kalaagarwal.com

FORM NO. MGT-13
SCRUTINIZER'S REPORT ON E-VOTING AND POLL

(Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 & 21(2) of the Companies (Management and Administration) Rules, 2014)

To,
The Chairman
G M BREWERIES LIMITED
Ganesh Niwas Ground Flrs
Veer Savarkar Marg Prabhadevi
Mumbai - 400025

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and e-voting conducted during the Annual General Meeting, for the 38th Annual General Meeting of G M Breweries Limited held on Tuesday, 6th July, 2021 at 11.30 a.m. through video conferencing ('VC') / other audio visual means ('OAVM').

I, Kala Agarwal, Practising Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of **G M BREWERIES LIMITED** ("the Company") to review the remote e-voting and e-voting done during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system, on the below mentioned resolutions at the **38th Annual General Meeting of the Equity Shareholders of G M BREWERIES LIMITED, held on Tuesday, 6th July, 2021 at 11.30 a.m. through video conferencing ('VC') / other audio visual means ('OAVM')**, submit my report as under:

The notice dated 06th April, 2021, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are



registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 and January, 13, 2021 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020.

The Company have extended facility of Remote e-voting to the members of the Company through NSDL from **Saturday, 03rd July, 2021 at 09.00 a.m to Monday, 5th July, 2021 till 5.00 p.m. IST.** and the NSDL e-voting platform was blocked thereafter.

The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The book closure started from 30th June, 2021 and ended on 6th July, 2021. The shareholders of the Company holding shares as on 30th June, 2021 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on e-voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and downloaded from the e-voting website of NSDL (<https://www.evoting.nsdl.com>) in the presence of two witnesses, who are not in the employment of the Company. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted and the results were prepared.

I have scrutinized and reviewed the remote e-voting and e-voting done during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and e-voting during the AGM is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of remote e-voting and e-voting during the AGM in respect of the said resolutions:



ORDINARY BUSINESS:

Item No. 1- Ordinary Resolution:

To receive, consider and adopt the Balance Sheet as at March 31, 2021 and statement of Profit and Loss Account for the year ended on that date, the Report of Directors and Auditor's thereon:

(1) Voted in favour of the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 113 | 14054276 | 100% (Rounded off) |

(2) Voted against the resolution

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 1 | 15 | 0.00% (Rounded off) |

(3) Invalid Votes

| Number of Members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |

ORDINARY BUSINESS:

Item No. 2- Ordinary Resolution:

To declare dividend on equity shares of the Company for the financial year ended 31st March, 2021:

(1) Voted in favour of the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 114 | 14054291 | 100% (Rounded off) |

(2) Voted against the resolution

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| NIL | NIL | 0.00% (Rounded off) |



(3) Invalid Votes

| Number of Members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |

ORDINARY BUSINESS:

Item No. 3- Ordinary Resolution-

To appoint a Director in place of Smt. Jyoti Almeida (DIN 00112031), who retires by rotation and being eligible, offers herself for re- appointment:

(1) Voted in favour of the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 109 | 14054211 | 100% (Rounded off) |

(2) Voted against the resolution

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 5 | 80 | 0.00% (Rounded off) |

(3) Invalid Votes

| Number of Members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |

ORDINARY BUSINESS:

Item No. 4- Ordinary Resolution-

To appoint a Director in place of Shri.Kiran Parashare (DIN 06587810), who retires by rotation and being eligible, offers himself for re- appointment:

(1) Voted in favour of the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 109 | 14054211 | 100% (Rounded off) |



(2) Voted against the resolution

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 5 | 80 | 0.00% (Rounded off) |

(3) Invalid Votes

| Number of Members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |

SPECIAL BUSINESS:

Item No. 5- Ordinary Resolution-

Appointment and payment of remuneration to Mr. Kiran Parashare (DIN: 06587810) as Whole time Director of the Company for a period of Five years from 01.04.2021 to 31.03.2026

(1) Voted in favour of the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 107 | 14054130 | 100.00% (Rounded off) |

(2) Voted against the resolution

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 6 | 103 | 0.00% (Rounded off) |

(3) Invalid Votes

| Number of Members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |



Item No. 6- Special Resolution-

Re-Appointment of Mr. Shantilal Haria (DIN: 00295097) as an Independent Director of the Company

(1) Voted in favour of the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 110 | 14054243 | 100.00% (Rounded off) |

(2) Voted against the resolution

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 4 | 48 | 0.00% (Rounded off) |

(3) Invalid Votes

| Number of Members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |

Item No. 7- Ordinary Resolution-

Appointment of Ms. Shivani Soni (DIN: 08936153) as an Independent Director of the Company:

(1) Voted in favour of the resolution:

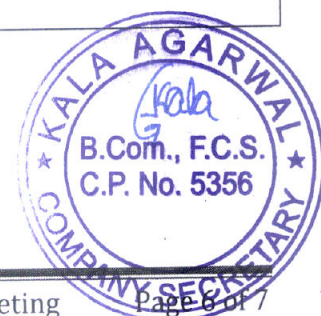
| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 109 | 14054158 | 100.00% (Rounded off) |

(2) Voted against the resolution

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 4 | 75 | 0.00% (Rounded off) |

(3) Invalid Votes

| Number of Members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |



Item No. 8- Ordinary Resolution-

Appointment of Ms. Urmi Shah (DIN: 08934537) as an Independent Director of the Company:

(1) Voted in favour of the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 109 | 14054158 | 100.00% (Rounded off) |

(2) Voted against the resolution

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 4 | 75 | 0.00% (Rounded off) |

(3) Invalid Votes

| Number of Members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |

All of the above Eight (8) Resolutions mentioned in the Notice of the AGM dated 06th April, 2021 as per the details mentioned above stand "PASSED" under Remote E-voting and voting conducted during the AGM through E-voting with requisite majority and hence deemed to be passed as on the date of AGM.

I hereby confirm that I am maintaining the Register received from NSDL electronically in respect of Remote E-voting conducted before the AGM and E-voting conducted during the AGM. I shall arrange to hand over these records to the Authorized Director(s) of the Company for safe keeping, after the Chairman signs the Minutes.

Thanking you,
Yours Faithfully,

Kala

KALA AGARWAL
(PRACTISING COMPANY SECRETARY)
COP No.: 5356
UDIN: F005976C000582530



Place: Mumbai
Date: 06th July, 2021