

Date: 31<sup>ST</sup> July, 2023

To,  
Department of Corporate Services,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400001

Script Code: 538970

Script ID: WARDINMOBI

**Subject: Outcome of Postal Ballot of Wardwizard Innovations & Mobility Limited ("The Company ") and Disclosure of Voting Results along with Scrutinizer Report**

**Listing Regulation: Regulation 30, 44 (3) and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time**

Dear Sir/Madam,

In terms of Regulation 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith Outcome of Postal Ballot and Disclosure of Voting Results along with the Scrutinizer's Report taken for:

Sr. No	Particulars	Type of Resolution
1	Appointment of Mr. Preyansh Bharkat Kumar Shah (DIN: 07885677) as Non-Executive Independent Director of the Company	Special Resolution
2	Appointment of Mrs. Rohini Abhishek Chauhan (DIN: 10147439) as Non-Executive Independent Director of the Company	Special Resolution
3	Approval for Material Related Party Transaction(s) Under Section 188 of The Companies Act, 2013 and Regulation 23 of SEBI (LODR) Regulations, 2015	Special Resolution

The remote e-voting period was closed on Friday, 28th July, 2023 at 5:00 P.M. (IST) and the Scrutinizer has submitted their report on 29<sup>th</sup> July, 2023.

The Special Resolutions in the aforesaid Postal Ballot Notice dated 23<sup>rd</sup> June, 2023 have been passed with requisite majority by the members of the Company.

In this connection, please find enclosed the following;

- Voting Results as required under Regulation 44 of SEBI (LODR), Regulations.
- Scrutinizer Report dated 29<sup>th</sup> July, 2023.

Kindly take the above intimation in your record.

Thanking You  
For Wardwizard Innovations & Mobility Limited

Jaya Ashok Bhardwaj  
Company Secretary and Compliance Officer

## Voting Results

Date of the AGM/EGM/Notice of Postal Ballot	23 <sup>rd</sup> June, 2023
Record date	16 <sup>th</sup> June, 2023
Total number of shareholders on record date	78,533
<b>No. of shareholders present in the, meeting either in person or through proxy:</b> Promoters and Promoter Group: Public:	N.A N.A
<b>No. of Shareholders attended the meeting through Video Conferencing</b> Promoters and Promoter Group: Public:	N.A N.A

Resolution required: (Ordinary/ Special)			ITEM NO. 1. SPECIAL RESOLUTION: APPOINTMENT OF MR. PREYANSH BHARATKUMAR SHAH (DIN: 07885677) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of Shares held  (1)	No. of Votes Polled  (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour  (4)	No. of Votes –against  (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	18,36,70,000	18,36,70,000	100.00	18,36,70,000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	18,36,70,000	18,36,70,000	100.00	18,36,70,000	0	100.00	0.00
Public-Institutions	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Non Institutions	E-Voting	7,70,23,875	3,12,68,293	40.60	3,12,54,940	13,353	99.96	0.04
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	7,70,23,875	3,12,68,293	40.60	3,12,54,940	13,353	99.96	0.04
Total		26,06,93,875	21,49,38,293	82.45	21,49,24,940	13,353	99.99	0.01

Resolution required: ( <del>Ordinary</del> / Special)			ITEM NO. 2. SPECIAL RESOLUTION: APPOINTMENT OF MRS. ROHINI ABHISHEK CHAUHAN (DIN: 10147439) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of Shares held  (1)	No. of Votes Polled  (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour  (4)	No. of Votes –against  (5)	% of Votes in favour on votes polled  (6)=[(4)/(2)]*100	% of Votes against on votes polled  (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	18,36,70,000	18,36,70,000	100.00	18,36,70,000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	18,36,70,000	18,36,70,000	100.00	18,36,70,000	0	100.00	0.00
Public-Institutions	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Non Institutions	E-Voting	7,70,23,875	3,12,68,263	40.60	3,12,55,152	13,111	99.96	0.04
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	7,70,23,875	3,12,68,263	40.60	3,12,55,152	13,111	99.96	0.04
Total		26,06,93,875	21,49,38,263	82.45	21,49,25,152	13,111	99.99	0.01

Resolution required: ( <del>Ordinary</del> / Special)			ITEM NO. 3. SPECIAL RESOLUTION: APPROVAL FOR MATERIAL RELATED PARTY TRANSACTION (S) UNDER SECTION 188 OF THE COMPANIES ACT, 2013 AND REGULATION 23 OF SEBI (LODR) REGULATIONS, 2015					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of Shares held  (1)	No. of Votes Polled  (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour  (4)	No. of Votes –against  (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	18,36,70,000	*0	0	*0	0	0	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	18,36,70,000	*0	0	*0	0	0	0.00
Public-Institutions	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Non Institutions	E-Voting	7,70,23,875	3,12,68,226	40.60	3,12,58,120	10,106	99.97	0.03
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	7,70,23,875	3,12,68,226	40.60	3,12,58,120	10,106	99.97	0.03
Total		26,06,93,875	3,12,68,226	11.99	3,12,58,120	10,106	99.97	0.03

**\*Mr. Yatin Sanjay Gupte, (Chairman, Managing Director and Promoter) holding 9,24,88,000 equity shares, Wardwizard Solution India Private Limited (Promoter Group) holding 3,31,82,000 Equity shares, Aevas Business Solutions Private Limited (Promoter Group) holding 3,00,00,000 Equity shares and Garuda Mart India Private Limited (Promoter Group) holding 2,80,00,000Equity shares are interested in the above mentioned resolution, hence e-voting done by them is not considered.**

**For Wardwizard Innovations & Mobility Limited**

**Jaya Ashok Bhardwaj  
Company Secretary and Compliance Officer**



**POOJA AMIT GALA**

**Practicing Company Secretaries**

Membership No: 69693/Cop No: 25845  
Peer Review Certificate No: 2423/2022

📍 Vasantleela CHS, Aarti Bldg, Flat No 104,  
Ghodbunder Road, Thane West - 400615  
✉ cspoojagala@gmail.com  
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**SCRUTINIZER'S REPORT**

To,  
Board of Director,  
Wardwizard Innovations & Mobility Limited  
**CIN: L35100MH1982PLC264042**

**Registered Office Address: Office No 4604, 46th Floor Kohinoor Square, Kelkar Marg, Shivaji Park, Dadar (West), Nr. R.G. Gadkari Chock, Mumbai, Maharashtra, 400028**

**Corporate Office address : Survey 26/2, Opposite Pooja Farm, Sayajipura, Ajwa Road, Vadodara, Gujarat – 390019, India**

Dear Sir,

I, Pooja Amit Gala, Practicing Company Secretary, have been appointed as a Scrutinizer by the Board of Directors in its meeting held on **23<sup>rd</sup> June, 2023** of **Wardwizard Innovations & Mobility Limited** ("Company") for the purpose of scrutinizing the E-voting process in fair and transparent manner and ascertaining the requisite majority of Postal Ballot Notice dated **23<sup>rd</sup> June, 2023** voting carried out as per the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Passing of the Resolutions by Postal Ballot) Rules, 2011 & Companies (Management & Administration) Rules, 2014 as amended from time to time on the below mentioned resolutions passed by Postal Ballot.

In view of the pandemic situation prevailing in the country and to obviate difficulties faced by corporates in providing both voting by physical ballot and e-voting provision was made for the members to vote through e-voting only. This was in accordance with the terms of the General Circular No.14/2020 dated 8th April 2020 and General Circular No. 17/2020 dated 13th April 2020 and General Circular No. 22/2020 dated 15th June 2020, MCA Circular No. 33/2020 dated 28<sup>th</sup> September, 2020, MCA Circular No. 39/2020 dated 30<sup>th</sup> December, 2020, MCA Circular no. 10/2021 dated 23<sup>rd</sup> June, 2021 and MCA Circular No. 20/2021 dated 08<sup>th</sup> December, 2021 and MCA Circular No. 03/2022 dated 05<sup>th</sup> May, 2022 and MCA circular 11/2022 dated 08<sup>th</sup> December, 2022 issued by the Ministry of Corporate Affairs, Government of India (the 'MCA Circulars').

The Company had appointed National Securities Depository Limited (NSDL) as the service provider for remote E-Voting to the shareholders from **29<sup>th</sup> June, 2023** (9.00 a.m.) to **28<sup>th</sup> July, 2023** (5.00 p.m.). On completion of e-voting period, in compliance of the provisions of Rule 20 (4) (xii) of the Companies (Management and administration) Amendment Rule, 2015, I have unblocked the E-Voting Votes on **28<sup>th</sup> July, 2023**.



**POOJA AMIT GALA**

**Practicing Company Secretaries**

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**Special Business:**

**ITEM NO:-1 - APPOINTMENT OF MR. PREYANSH BHARATKUMAR SHAH (DIN: 07885677) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY:**

**To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution**

“RESOLVED THAT, pursuant to sections 149, 150, 152 and other applicable provisions, if any, of The Companies Act, 2013 (“the Act”) read with Rule 8, 9 and 14 of the Companies (Appointment and Qualification of Directors) Rules, 2014, [including any statutory modification(s) or re-enactment thereof for the time being in force] and Schedule IV to the Act and various Regulation 16, 17, 25 and other relevant regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulation”), as amended from time to time, the Articles of Association of the Company, Mr. Preyansh Bharatkumar Shah (DIN: 07885677), who was appointed as an Additional Non-Executive Independent Director on 08th May, 2023, and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed, as an “Non- Executive Independent Director” of the Company to hold office for a first term of 5 (five) consecutive years commencing from 28th July,2023 to 27th July,2028 (both days inclusive), not liable to retire by rotation.”

“RESOLVED FURTHER THAT any Director and/or Key Managerial Personnel of the Company be and is hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this resolution, matters incidental thereto and/or otherwise considered by them to be in the best interest of the Company, inter-alia, filings of required forms / documents with the Ministry of Corporate Affairs and Stock Exchange and / or other authorities as may be required to give effect to this resolution.”

**ITEM NO. 2: APPOINTMENT OF MRS. ROHINI ABHISHEK CHAUHAN (DIN: 10147439) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY:**

**To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:**

“RESOLVED THAT, pursuant to sections 149, 150, 152 and other applicable provisions, if any, of The Companies Act, 2013 (“the Act”) read with Rule 8, 9 and 14 of the Companies (Appointment and Qualification of Directors) Rules, 2014, [including any statutory modification(s) or re-enactment thereof for the time being in force] and Schedule IV to the Act and various Regulation 16, 17, 25 and other relevant regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulation”), as amended from time to time, the Articles of Association of the Company, Mrs. Rohini Abhishek Chauhan (DIN: 10147439), who was appointed as an Additional Non-Executive Independent Director on 08<sup>th</sup> May, 2023, and who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed, as an “Non-Executive Independent Woman Director” of the Company to hold office for a first term of 5 (five) consecutive years commencing from 28th July, 2023 to 27th July, 2028 (both days inclusive), not liable to retire by rotation.”



**POOJA AMIT GALA**

**Practicing Company Secretaries**

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**“RESOLVED FURTHER THAT** any Director and/or Key Managerial Personnel of the Company be and is hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this resolution, matters incidental thereto and/or otherwise considered by them to be in the best interest of the Company, inter-alia, filings of required forms / documents with the Ministry of Corporate Affairs and Stock Exchange and / or other authorities as may be required to give effect to this resolution.”

**ITEM NO. 3: APPROVAL FOR MATERIAL RELATED PARTY TRANSACTION (S) UNDER SECTION 188 OF THE COMPANIES ACT, 2013 AND REGULATION 23 OF SEBI (LODR) REGULATIONS, 2015:**

To consider and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 (“the Act”) and other applicable provisions, if any, read with Rule 15 of the Companies (Meeting of Board and its power) Rules, 2014 and any other rules made thereunder, including any statutory modification(s) or re-enactment thereof for the time being in force, and Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and the Company’s Policy on Related Party Transaction(s) and as per recommendation of Audit Committee and such other approvals as may be required, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (“Board”), for approval of material related party transaction(s), which term shall include any Committee thereof constituted/ to be constituted by the Board, to enter into and/or carrying out and/or as fresh and independent transaction(s) or otherwise {whether 2 individually or series of transaction(s) taken together or otherwise} or continuing with existing contract(s)/ arrangement(s)/ transaction(s) with “Related Parties” within the meaning of Section 2 (76) of the Companies Act, 2013 and Regulation 2 (1) (zb) of the SEBI Listing Regulations, to the extent of the maximum amounts as provided below, on such term(s) and condition(s) as the Board of Directors may deem fit, provided that the said contract(s)/ arrangement(s)/ transaction(s) so carried out shall be at ARM’S LENGTH BASIS and in the ORDINARY COURSE OF BUSINESS of the Company for the Financial Year 2023-24 with respect to sale, purchase or supply of any good(s) or material(s), selling or otherwise disposing of, or buying, leasing of property of any kind, availing or rendering of any service(s), appointment of agent for purchase or sale of good(s), material(s), service(s) or property or otherwise disposing of any good(s), material(s) or property or availing or rendering of any service(s) or appointment of such related party to any office or place of profit in the Company, to give premises on rent, to give donation, to give inter corporate deposits (i.e Short term loans/ borrowings) , as per the details set out in the explanatory statement annexed to this notice, for an amount which may exceed the prescribed thresholds as per provisions of the Listing Regulations as applicable from time to time, provided, however, that the said material related party transaction(s)/ contract(s)/ arrangement(s), for the financial year 2023-2024 on such term(s) and condition(s) as may be decided by the Board and recommended and reviewed by audit committee.

Sr. No	Name of the Related Party	Relationship	Nature of Transaction	Transaction Amount in Rs.	Financial year
1	Yatin Gupte- HUF	Mr. Yatin Sanjay Gupte Promoter & Director of the company, is a Karta of HUF.	As per Section 188 and RPT policy of the Company	10 Crores	2023-2024
2	Wardwizard Entertainment Private Limited	Mr. Yatin Gupte-HUF is Shareholder of Wardwizard Entertainment Private Limited	As per Section 188 and RPT policy of the Company	10 Crores	2023-2024

**POOJA AMIT GALA****Practicing Company Secretaries**

Membership No: 69693/Cop No: 25845

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3	Bluebells Insurance Broking Private Limited	Mr. Yatin Sanjay Gupte & Wardwizard Solutions India Private Limited promoters of the Company are also the shareholders of Bluebells Insurance Broking Private Limited	As per Section 188 and RPT policy of the Company	10 Crores	2023-2024
4	Mrs. Sheetal Mandar Bhalerao	Mrs. Sheetal Mandar Bhalerao is a Director of Company.  Mr. Yatin Sanjay Gupte and Mrs. Sheetal Mandar Bhalerao are the Business partners.	As per Section 188 and RPT policy of the Company	10 Crores	2023-2024
5	JZ hospitality Private Limited	Mr. Yatin Sanjay Gupte holds shares in the JZ hospitality Private Limited.  Mr. Mandar Bhalerao Director & Promoter of JZ hospitality Private Limited and he is a husband of Ms. Sheetal Bhalerao, Director of the Company	As per Section 188 and RPT policy of the Company	10 Crores	2023-2024
6	Aevas Visual Magic Private Limited	Mr. Sojan Avirachan is a Director and Promoter of Aevas Visual Magic Private Limited and Aevas Business Solutions Private Limited. Aevas Business Solutions Private Limited is in the category of "Promoter and Promoter group" of the Company.	As per Section 188 and RPT policy of the Company	10 Crores	2023-2024
7	Wardwizard Medicare Private Limited	Wardwizard Medicare Private Limited is promoted by Mr. Yatin Sanjay Gupte. Mr. Yatin Sanjay Gupte and Mrs. Sheetal Mandar Bhalerao are common directors in the Company	As per Section 188 and RPT policy of the Company	20 Crores (out of 20 Crores Company has already taken approval for 5 Crores from Shareholders in Extra ordinary General Meeting dated 03 <sup>rd</sup> March, 2023)	2023-2024
8	Ayoki Mercantile Ltd	Mr. Yatin Sanjay Gupte and Mrs. Sheetal Mandar Bhalerao are the Acquirers of Ayoki Mercantile Ltd.	As per Section 188 and RPT policy of the Company	20 Crores	2023-2024
9	Wardwizard Foundation	Mr. Yatin Sanjay Gupte and Mrs. Sheetal Mandar Bhalerao, both are the trustees in the Trust.	As per Section 188 and RPT policy of the Company	20 Crores (out of 20 Crores Company has already taken approval for 5 Crores from Shareholders in Extra ordinary General Meeting dated 03 <sup>rd</sup> March, 2023)	2023-2024
10	Mr. Sanjay Mahadev Gupte	Relative of Promoter & Managing Director of the Company, He is an Executive Director of the Company.	As per Section 188 and RPT policy of the Company	5 Crores (out of 5 Crores Company has Already taken approval for 1 Crore from Shareholders in Extra ordinary General Meeting dated 03 <sup>rd</sup> March, 2023)	2023-2024

**"RESOLVED FURTHER THAT** any Director and/or Company Secretary of the Company be and is hereby severally authorized to negotiate, finalize, vary, amend, renew and revise the terms and conditions of the transactions and enter into, sign, execute, renew, modify and amend all agreements, documents, instruments and writings as deemed necessary, and letters thereof, from time to time and to do all acts deeds, things and matters and give all such directions as it may in its absolute discretion deem necessary, expedient or desirable, in order to give effect to this resolution."

**"RESOLVED FURTHER THAT** all actions taken by the Board in connection with any matter referred to or contemplated in any of the foregoing resolutions are hereby approved ratified and confirmed in all respects."





**POOJA AMIT GALA**

**Practicing Company Secretaries**

Membership No: 69693/Cop No: 25845

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I, Submit the Report on Postal Ballot as under:

1. In compliance with the requirements of the MCA Circulars, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope were not being sent to the Members for this Postal Ballot. Shareholders were requested to follow the procedure as stated in the notes and instructions for casting of votes by remote E-voting.
2. On account of threat posed by COVID-i.9 and in terms of the MCA Circulars, the Company had sent the Postal Ballot Notice in electronic form only to those members whose email id was registered with the two depositories and the RTA and hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope were not sent to the Members as per the exemptions provided in the MCA circulars mentioned above. Accordingly, the communication of the assent or dissent of the Members had to take place through the E-voting system only. In order to facilitate those members who had not yet registered their e-mail address, a proper procedure was laid down for the shareholders to get their email registered with the RTA so that they could also participate in the e-voting facility extended by the Company.
3. The Company had uploaded the Notice together with the explanatory statement on their website of the Company [www.wardwizard.in](http://www.wardwizard.in). The RTA has generated Electronic Voting Event Number **124318** for the votes cast through e-voting mode. As directed by the Company, all necessary formalities specified under the Act and the Rules framed there under have been duly complied with by the Service Provider barring the ones as mentioned above.
4. The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules there under and SEBI Listing Regulations relating to the items being placed for approval of the members through postal ballot by voting through E-voting.
5. The Postal Ballot e-voting result open by me scrutinized and the shareholding was confirmed with the Register of Members of the Company.
6. As stated in sub rule 3 of Rule 20 under the Chapter on “Management and Administration “Rules as notified by MCA on March 27, 2014 an advertisement was published by the Company in “Business Standard (All over India publication in English Newspaper– English Language), Free Press Journal (English Newspaper– English Language), Navshakti (Marathi Newspaper – Marathi Language). on **28<sup>th</sup> June, 2023**, informing about the completion of dispatch of the Postal Ballot Notices.
7. On scrutiny, I report that out of 78533 shareholders, 377 (Three hundred and Seventy Seven) shareholders have exercised their vote through e-voting. The details of Postal Ballot results for the item placed for consideration by the members are given below;



**POOJA AMIT GALA**

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**Item No. 1. Special Resolution: Appointment of Mr. Preeyansh Bharatkumar Shah (DIN: 07885677) as Non-Executive**

**Independent Director of the company:**

Total No. of Shareholders	78533						
Total No. of Shares	26,06,93,875						
Receipt of Postal Ballot Forms	Not Applicable						
E-Voting start date & end date	From 29 <sup>th</sup> June, 2023 to 28 <sup>th</sup> July, 2023						
		Total Number of Votes		Votes in favor of the resolution		Votes in against of the resolution	
		No. of Votes	No. of Shares	No. of Votes	No. of Shares	No. of Votes	No. of Shares
Total Votes Cast through e-Voting	A	377	214938293	352	214924940	25	13353
Total Votes Cast through Postal Ballot Forms Received	B	0	0	0	0	0	0
Grand Total of e-voting/ Postal Ballot Form (A+B)	C	377	214938293	352	214924940	25	13353
Less: Invalid e-voting/ Postal Ballot Forms	D	0	0	0	0	0	0
Net e-voting/ Postal Ballot Forms (C-D)	E	377	214938293	352	214924940	25	13353

Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes –against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	183670000	183670000	100.00	183670000	0	100.00	0.00
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total	183670000	183670000	100.00	183670000	0	100.00	0.00
Public-Institutions	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Non Institutions	E-Voting	77023875	31268293	40.60	31254940	13353	99.96	0.04
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total	77023875	31268293	40.60	31254940	13353	99.96	0.04
Total		260693875	214938293	82.45	214924940	13353	99.99	0.01

**POOJA AMIT GALA****Practicing Company Secretaries**

Membership No: 69693/Cop No: 25845

Peer Review Certificate No: 2423/2022

Vasantleela CHS, Aarti Bldg, Flat No 104,  
Ghodbunder Road, Thane West - 400615  
cspoojagala@gmail.com  
8355959800

**Item No. 2. Special Resolution: Appointment of Mrs. Rohini Abhishek Chauhan (DIN: 10147439) as Non-Executive Independent****Director of the company:**

Total No. of Shareholders	78533						
Total No. of Shares	26,06,93,875						
Receipt of Postal Ballot Forms	Not Applicable						
E-Voting start date & end date	From 29 <sup>th</sup> June, 2023 to 28 <sup>th</sup> July, 2023						
		Total Number of Votes		Votes in favor of the resolution		Votes in against of the resolution	
		No. of Votes	No. of Shares	No. of Votes	No. of Shares	No. of Votes	No. of Shares
Total Votes Cast through e-Voting	A	376	214938263	350	214925152	26	13111
Total Votes Cast through Postal Ballot Forms Received	B	0	0	0	0	0	0
Grand Total of e-voting/ Postal Ballot Form (A+B)	C	376	214938263	350	214925152	26	13111
Less: Invalid e-voting/ Postal Ballot Forms	D	0	0	0	0	0	0
Net e-voting/ Postal Ballot Forms (C-D)	E	376	214938263	350	214925152	26	13111

Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes –against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	183670000	183670000	100.00	183670000	0	100.00	0.00
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total	183670000	183670000	100.00	183670000	0	100.00	0.00
Public-Institutions	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Non Institutions	E-Voting	77023875	31268263	40.60	31255152	13111	99.96	0.04
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total	77023875	31268263	40.60	31255152	13111	99.96	0.04
Total		260693875	214938263	82.45	214925152	13111	99.99	0.01

**POOJA AMIT GALA**

Practicing Company Secretaries

Membership No: 69693/Cop No: 25845

Peer Review Certificate No: 2423/2022

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8355959800

**Item No. 3. Special Resolution: Approval For Material Related Party Transaction (S) Under Section 188 Of the Companies Act,****2013 And Regulation 23 Of SEBI (LODR) Regulations, 2015.**

Total No. of Shareholders	78533						
Total No. of Shares	26,06,93,875						
Receipt of Postal Ballot Forms	Not Applicable						
E-Voting start date & end date	From 29 <sup>th</sup> June, 2023 to 28 <sup>th</sup> July, 2023						
		Total Number of Votes		Votes in favor of the resolution		Votes in against of the resolution	
		No. of Votes	No. of Shares	No. of Votes	No. of Shares	No. of Votes	No. of Shares
Total Votes Cast through e-Voting	A	*370	*31268226	*346	*31258120	*24	*10106
Total Votes Cast through Postal Ballot Forms Received	B	0	0	0	0	0	
Grand Total of e-voting/ Postal Ballot Form (A+B)	C	*370	*31268226	*346	*31258120	*24	*10106
Less: Invalid e-voting/ Postal Ballot Forms	D	0	0	0	0	0	
Net e-voting/ Postal Ballot Forms (C-D)	E	*370	*31268226	*346	*31258120	*24	*10106

Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes –against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	183670000	*0	0	*0	0	0	0.00
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total	183670000	*0	0	*0	0	0	0.00
Public-Institutions	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Non Institutions	E-Voting	77023875	31268226	40.60	31258120	10106	99.97	0.03
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total	77023875	31268226	40.60	31258120	10106	99.97	0.03
Total		260693875	31268226	11.99	31258120	10106	99.97	0.03

\*Mr. Yatin Sanjay Gupte, (Director) holding 9,24,88,000 equity shares, Wardwizard Solution India Private Limited holding 3,31,82,000 Equity shares, Aevas Business Solutions Private Limited holding 3,00,00,000 Equity shares and Garuda Mart India Private Limited holding 2,80,00,000 Equity shares are interested in the above mentioned resolution, hence e-voting done by them is not considered.



**POOJA AMIT GALA**

**Practicing Company Secretaries**

Membership No: 69693/Cop No: 25845

Peer Review Certificate No: 2423/2022

📍 Vasantleela CHS, Aarti Bldg, Flat No 104,  
Ghodbunder Road, Thane West - 400615  
✉ cspoojagala@gmail.com  
☎ 8355959800

Percentage of Votes cast in favor: 100.00%

Percentage of Votes cast against: 00.00%

As the number of votes castes casted in favor of the Resolution No.1 to 3 i.e. 100%, I report that the Special Business in Special Resolutions under section 110 of the Companies Act, 2013, and the Companies (Management & Administration Rules 2014, as set out in Notice of Postal Ballot dated **23<sup>rd</sup> June, 2023** has been passed by the shareholders with requisite majority. The Resolution is deemed to be passed as on the date of the announcement of the results.

I further report that Rule 22 of the Companies (Management and Administration) Rules, 2014 has been duly complied with. I further report that, the records maintained by me including the data as obtained from NSDL, the Service Provider for the e-voting facility extended by them and other related data/papers are in my safe custody which will be handed over to the Company Secretary of the Company.

I thank you for the opportunity given to act as a Scrutinizer for the above Postal Ballot.

Thanking You,

Yours Faithfully,

**Pooja  
Amit  
Gala**

Digitally signed  
by Pooja Amit  
Gala  
Date: 2023.07.29  
14:58:47 +05'30'

**Pooja Amit Gala**

**(Practicing Company Secretary)**

**Membership No: 69393**

**Cop: 25845**

**Peer Review Number: 2423/2022**

**ICSI UDIN: A069393E000700540**

**Date: 29-07-2023**

**Place: Thane**