



Ladhawala and Associates

Company Secretaries

308, Devshikhar Commercial, Near Ganesh Chokdi, Anand - 388001

FORM NO. MGT-13

Report of Scrutinizer(s)

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

SCRUTINIZER'S REPORT

To,
The Chairman
Annual General Meeting of the members of the Company
VINNY OVERSEAS LIMITED
held on September 30, 2023 at 02.30 P.M.
CIN: L51909GJ1992PLC017742
B/H INTERNATIONAL HOTEL NAROL-ISANPUR ROAD
NAROL AHMEDABAD GJ 382405 IN

Dear Sir,

Sub: Scrutinizer's Report

We, M/s. Ladhawala And Associates, a Practicing Company Secretaries firm, having its office at A/26, Silver Arc, Ellsibridge, Ahmedabad - 380006 Gujarat India, have been appointed as Scrutinizer by the Board of Directors of VINNY OVERSEAS LIMITED (the "Company") in connection with e- voting held between September 27th 2023 to September 29th 2023 on the resolution(s), as set out in the notice convening the Annual General Meeting of Equity shareholders held on Saturday 30, 2023 at 02:30 PM for the purpose of scrutinizing the remote e-voting in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

Responsibility as Scrutinizer

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, Rules relating to voting by electronic means for the resolutions so contained in the notice of the AGM dated 01st September, 2023.

My responsibility as a Scrutinizer for the remote e-voting is restricted to make a consolidated Scrutinizer's Report for the votes casted "in Favor" or "Against" the resolutions as 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 at AGM, in a fair and transparent manner.

I submit this report as under:

1. The remote e-voting period remained open from 09:00 AM IST on 27th September 2023 till 29th September, 2023 up to 5:00 PM IST.
2. The shareholders holding shares as on the "cut off" date, 23rd September 2023 were entitled to vote on the proposed Four resolutions as mentioned in the Notice/s circulated.
3. The votes were unblocked on Saturday, 30th September 2023 around 04:15 PM after completion of AGM.
4. On completion of e-voting by the members of the Company, Bigshare Services Private Limited provided us with the voting results.
5. The votes were reconciled with the records maintained by the Company / Registrar and Share Transfer Agent of the Company and the authorizations/proxies lodged with the Company.
6. The votes which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separate.
7. The consolidated result of e-voting (Event ID: 168) is as under:

A. ORDINARY BUSINESS:

1. To consider and adopt the audited financial statements of the company for the year ended 31st March 2023 together with the reports of Board of Directors and the Auditors thereon.

(i) Voted in favor of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	40	155719925	99.99

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1	1906	0.001

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

2. To appoint a director in place of Mrs. Vandani Sumanth Chowdhary (DIN 03048990) who retires by rotation and being eligible offers herself for re-appointment.

(i) Voted in favor of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	38	155719395	99.99

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	2436	0.001

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

3. Ratification of Remuneration of cost auditors for the Financial Year 2023-24:

(i) Voted in favor of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	36	155718873	99.99

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	5	2728	0.001

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

8. All the resolutions proposed herein above have been passed with requisite majority.
9. The remote e-voting register and other records shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to CFO as authorized by the Board of Directors for safe keeping.

**Thanking you,
Yours faithfully,**

**For Ladhawala and Associates
Company Secretaries**



[Handwritten Signature]

**Ladhawala Ronak
Proprietor
Mem No: A41819, CP No: 16599
Peer Review No: 2872/2023**

UDIN: A041819E001153281

Place: Ahmedabad

Dated: 02/10/2023

**Received the report of the Scrutinizer
for VINNY OVERSEAS LIMITED**

Hiralal Jagdishchand
Parekh

Digitally signed by Hiralal Jagdishchand Parekh
Date: 2023.10.02 16:00:34 +05'30'

**HIRALAL JAGDISHCHAND PAREKH
Authorized Representative**