



S ANAND SS RAO

M.Com., LL.B., F.C.S

COMPANY SECRETARY IN PRACTICE

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REPORT OF SCRUTINIZER – COMBINED (ON E-VOTING & VC/OAVM POLL)

Date: 26th SEPTEMBER 2022

The Chairman
M/s. LAMINA FOUNDRIES LIMITED,
Regd.Office: NITTE, KARKALA TALUK, UDIPI DIST,
KARNATAKA STATE, 574110

Ref : Annual General Meeting of the members of M/s. LAMINA FOUNDRIES LIMITED held through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) on **26th September 2022 at 10.00 AM at Deemed Venue i.e, Registered office of the Company at Lamina Foundries Ltd, Kuntadi Road, Nitte, Karkala Taluk, Udupi District, Karnataka – 574110.**

Dear Sir,

We, S.ANAND SS RAO, Company Secretaries have been appointed as the Scrutinizer by:

•The Board of Directors of M/s. LAMINA FOUNDRIES LIMITED vide resolution dated **22nd August 2022** pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process held between **Thursday, 22nd September, 2022 at 9:00 A.M. and ends on Sunday, 25th September, 2022 at 5:00 P.M**

•The Chairman of the Annual General Meeting (AGM) on Poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 on the Resolutions contained in the Notice of the M/s. LAMINA FOUNDRIES LIMITED AGM of the members of the Company, held on **26th September 2022 at 10.00 AM at Registered office of the Company at Lamina Foundries Ltd, Kuntadi Road, Nitte, Karkala Taluk, Udupi District, Karnataka – 574110.**

Based on the report furnished on the Poll conducted at the AGM through VC/OAVM and based on the data downloaded from the Official website of the NSDL e-Voting website (<https://www.evoting.nsdl.com/> for the E-Voting process, we now submit combined report (E-Voting and VC Poll) as under:

Item No:1

Adoption of Financial Statements as an Ordinary Resolution.

(i) Voted in favour of the resolution:

<i>Number of members voted in E- Voting</i>	Number of Votes cast (shares)- E - Voting	Number of Members Voted through VC/OAVM POLL	Number of Votes cast (shares)- through VC/OAVM POLL	Total Number of Votes Cast through E voting and through VC/OAVM Poll	% of total number of valid votes cast
8	3609338	0	0	3609338	100

(ii) Voted against the Resolution

<i>Number of members voted in E Voting</i>	Number of Votes cast (shares)- E Voting	Number of Members Voted-through VC/OAVM POLL	Number of Votes cast (shares)- through VC/OAVM POLL	Total Number of Votes Cast through E-voting and through VC/OAVM Poll	% of total number of valid votes cast
0	0	0	0	0	0

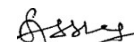
(iii) Invalid Votes

<i>Number of members voted in E -Voting</i>	Number of Votes cast (shares)- E Voting	Number of Members Voted-through VC/OAVM POLL	Number of Votes cast (shares)- through VC/OAVM POLL	Total Number of Votes Cast through E-voting and through VC/OAVM Poll
0	0	0	0	0

No Votes are casted in both E-voting and VC/OAVM Poll at the AGM by the same shareholder .

RESULT

As the number of votes cast in favour of the resolution was more/~~less~~ than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no.1 as set out in the Notice of the AGM is passed in **favour**/~~against~~ of the resolution with requisite majority.



Item No:2

To Appoint a Director in Place of Mr. Avinash Shenoy (DIN 00043540) who retires by rotation and being eligible, offers himself for re-appointment as an Ordinary Resolution.

(i) Voted in favour of the resolution:

<i>Number of members voted in E- Voting</i>	Number of Votes cast (shares)- E - Voting	Number of Members Voted-through VC/OAVM POLL	Number of Votes cast (shares)- through VC/OAVM POLL	Total Number of Votes Cast through E-voting and through VC/OAVM Poll	% of total number of valid votes cast
7	3609238	0	0	3609238	100

(ii) Voted against the Resolution

<i>Number of members voted in E- Voting</i>	Number of Votes cast (shares)- E Voting	Number of Members Voted-through VC/OAVM POLL	Number of Votes cast (shares)- through VC/OAVM POLL	Total Number of Votes Cast through E -voting and through VC/OAVM Poll	% of total number of valid votes cast
1	100	0	0	100	100

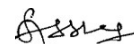
(iii) Invalid Votes

<i>Number of members voted in E Voting</i>	Number of Votes cast (shares)- E Voting	Number of Members Voted-through VC/OAVM POLL	Number of Votes cast (shares)- through VC/OAVM POLL	Total Number of Votes Cast through E-voting and through VC/OAVM Poll
0	0	0	0	0

No Votes are casted in both E-voting and VC/OAVM Poll at the AGM by the same shareholder.

RESULT

As the number of votes cast in favour of the resolution was more/less than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no.2 as set out in the Notice of the AGM is passed in **favour/against** of the resolution with requisite majority.



Item No:3

To Appoint a Director in Place of Mr. Mr. Guruprasad Adyanthaya (DIN 00043142) who retires by rotation and being eligible, offers himself for re-appointment as an Ordinary Resolution.

(i) Voted in favour of the resolution:

<i>Number of members voted in E Voting</i>	Number of Votes cast (shares)- E Voting	Number of Members Voted-through VC/OAVM POLL	Number of Votes cast (shares)- through VC/OAVM POLL	Total Number of Votes Cast through E -voting and through VC/OAVM Poll	% of total number of valid votes cast
7	3609238	0	0	3609238	100

(ii) Voted against the Resolution

<i>Number of members voted in E Voting</i>	Number of Votes cast (shares)- E Voting	Number of Members Voted-through VC/OAVM POLL	Number of Votes cast (shares)- through VC/OAVM POLL	Total Number of Votes Cast through E-voting and through VC/OAVM Poll	% of total number of valid votes cast
1	100	0	0	100	100

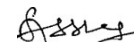
(iii) Invalid Votes

<i>Number of members voted in E Voting</i>	Number of Votes cast (shares)- E Voting	Number of Members Voted-through VC/OAVM POLL	Number of Votes cast (shares)- through VC/OAVM POLL	Total Number of Votes Cast through E-voting and through VC/OAVM Poll
0	0	0	0	0

No Votes are casted in both E-voting and VC/OAVM Poll at the AGM by the same shareholder.

RESULT

As the number of votes cast in favour of the resolution was more/less than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no.3 as set out in the Notice of the AGM is passed in **favour/against** of the resolution with requisite majority.



Item No: 4.

To Make investment and acquire by way of subscription, purchase or otherwise, securities of any other company, provided that the total amount of such investments outstanding at any time “shall not exceed Rupees Four Crores” as a Special Resolution.

(i) Voted in favour of the resolution:

<i>Number of members voted in E Voting</i>	Number of Votes cast (shares)- E Voting	Number of Members Voted-through VC/OAVM POLL	Number of Votes cast (shares)- through VC/OAVM POLL	Total Number of Votes Cast through E-voting and through VC/OAVM Poll	% of total number of valid votes cast
8	3609338	0	0	3609338	100

(ii) Voted against the Resolution

<i>Number of members voted in E Voting</i>	Number of Votes cast (shares)- E Voting	Number of Members Voted-through VC/OAVM POLL	Number of Votes cast (shares)- through VC/OAVM POLL	Total Number of Votes Cast through E-voting and through VC/OAVM Poll	% of total number of valid votes cast
0	0	0	0	0	0

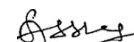
(iii) Invalid Votes

<i>Number of members voted in E Voting</i>	Number of Votes cast (shares)- E Voting	Number of Members Voted-through VC/OAVM POLL	Number of Votes cast (shares)- through VC/OAVM POLL	Total Number of Votes Cast through E-voting and through VC/OAVM Poll
0	0	0	0	0

No Votes are casted in both E-voting and VC/OAVM Poll at the AGM by the same shareholder.

RESULT

As the number of votes cast in favour of the resolution was more/less than the number of votes cast against, we report that the Special Resolution with regard to Item no.4 as set out in the Notice of the AGM is passed in **favour**/~~against~~ of the resolution with requisite majority.



Item No: 5.

To increase the remuneration payable to Mr. Gopalkrishna Shenoy (DIN:00043378), Managing Director (Marketing) from the current Rs. 1,19,000 per month to Rs.2,19,000 per month w.e.f.1st March 2022 as a Special Resolution.

(i) Voted in favour of the resolution:

<i>Number of members voted in E Voting</i>	Number of Votes cast (shares)- E Voting	Number of Members Voted-through VC/OAVM POLL	Number of Votes cast (shares)- through VC/OAVM POLL	Total Number of Votes Cast through E-voting and through VC/OAVM Poll	% of total number of valid votes cast
7	3609238	0	0	3609238	100

(ii) Voted against the Resolution

<i>Number of members voted in E Voting</i>	Number of Votes cast (shares)- E Voting	Number of Members Voted-through VC/OAVM POLL	Number of Votes cast (shares)- through VC/OAVM POLL	Total Number of Votes Cast through E-voting and through VC/OAVM Poll	% of total number of valid votes cast
1	100	0	0	100	100

(iii) Invalid Votes

<i>Number of members voted in E Voting</i>	Number of Votes cast (shares)- E Voting	Number of Members Voted-through VC/OAVM POLL	Number of Votes cast (shares)- through VC/OAVM POLL	Total Number of Votes Cast through E-voting and through VC/OAVM Poll
0	0	0	0	0

No Votes are casted in both E-voting and VC/OAVM Poll at the AGM by the same shareholder.

RESULT

As the number of votes cast in favour of the resolution was more/less than the number of votes cast against, we report that the Special Resolution with regard to Item no.5 as set out in the Notice of the AGM is passed in **favour/against** of the resolution with requisite majority.

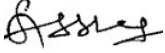


A Compact Disc (CD) containing a list of equity shareholders who voted "FOR"/ "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

The relevant records relating to E- Voting and VC/OAVM Poll were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,



For S.ANAND SS RAO

Company Secretaries

Name of Proprietor: **S, ANAND SS RAO**

CP No. 5687

FCS No. 5716

DATE: 26 09 2022.

