

CONSOLIDATED SCRUTINIZER REPORT

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

To
The Chairperson
Malabar Hill Club Limited
II-Palazzo, 10,
B. G. Kher Marg,
Malabar Hill,
Mumbai-400006

Dear Sir,

Sub: Consolidated Scrutinizer's Report for passing of Resolutions through Remote E-Voting & E-Voting during the AGM 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 at the 76th Annual General Meeting ("AGM") of the Members of Malabar Hill Club Limited ('the Club') held on Friday, 22nd September, 2023 at 4.00 p.m. through video conferencing ('VC') / other audio visual means ('OAVM').

I, CS Mannish L. Ghia, Partner, M/s. Manish Ghia & Associates, Company Secretaries, Mumbai was appointed as Scrutinizer by Executive Committee of the Club for the purpose of scrutinizing the process of voting through electronic means ("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 in a fair and transparent manner, for passing of the resolution as mentioned under item numbers 1 to 7 as set out in the Notice of AGM dated 23rd August, 2023 (collectively referred to as "Notice"), issued by the Club in accordance with General Circular No. 14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020, General Circular No. 20/2020 dated 5th May, 2020, General Circular No. 02/2021 dated 13th January, 2021, General Circular No. 19/2021 dated 8th December, 2021, General Circular No. 21/2021 dated 14th December, 2021, General Circular No. 02/2022 dated 5th May, 2022 and MCA Circular No. 10/2022 dated 28th December, 2022 issued by Ministry of Corporate Affairs, Government of India (hereinafter referred to as "MCA Circulars"), convening the 76th AGM of its members through VC / OAVM on Friday, 22nd September, 2023 at 4.00 p.m.



1. The e-voting conducted in terms of MCA Circulars, has been completed and now I submit my report as under:
 - 1.1 The management of the Club is responsible to ensure compliance with the requirements of the Act and Rules made thereunder including the above-mentioned MCA Circulars and the regulations. Our responsibility as Scrutinizer is restricted to make Scrutinizers Report of the votes cast in favor and against the resolution(s) stated in the Notice.
 - 1.2 The Club had availed the e-voting platform/facility offered by Central Depository Services (India) Limited ("CDSL") for conducting e-voting facility prior and during the AGM.
 - 1.3 The Club on Tuesday, 29th August, 2023 completed the dispatch of the Notice only through electronic mode to those members whose e-mail addresses were registered with the Club/Depositories as on the cut-off date being, 23rd August, 2023.
 - 1.4 As per applicable provisions of the rules, the Club had published an advertisement about completion of dispatch of Notice as above, provision of e-voting facility and other mandated particulars in English Newspaper "Free Press Journal" and Marathi Newspaper "Navshakti" on Wednesday, 20th August, 2023.
 - 1.5 The remote e-voting period commenced on Tuesday, 19th September, 2023 at 09.00 a.m. and ended on Thursday, 21st September, 2023 at 5.00 p.m. (IST).
 - 1.6 Votes cast through remote e-voting till 5.00 p.m. on Thursday, 21st September, 2023 being the last date and time fixed by the Club for e-voting, are considered for my scrutiny.
 - 1.7 The remote e-voting module was disabled by CDSL on Thursday, 21st September, 2023 after 5.00 p.m. and thereafter as required under the rules the votes cast under the remote e-voting facility during the voting period and e-voting during the AGM, were unblocked in the presence of Ms. Madhavi Lingayat and Ms. Dhruvi Upadhyay who are not in employment with the Club; thereafter the data of e-voting was downloaded and the shareholding was matched/confirmed with the Register of Members of the Club maintained by the Club as on the cut-off date i.e., Friday, 15th September, 2023.
 - 1.8 The remote e-voting and e-voting during the AGM data was scrutinized for verification of votes cast in favor and against the resolution.
 - 1.9 There were no invalid votes either in the remote e-voting or during the e-voting at the AGM.



2. The summary of the voting through remote e-voting and e-voting during the AGM is as follows:

Ordinary Business:

Resolution No.1: Ordinary Resolution

To receive, consider and adopt the audited Financial Statements including Profit & Loss for the financial year ended 31st March, 2023, the Balance Sheet as at that date together with the reports of the Executive Committee and Auditors thereon.

- (i) Voted In favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
153	153	99.35%

- (ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	1	0.65%

Resolution No. 2: Ordinary Resolution

To appoint **MR. HOMA PETT, (DIN: 00115010)**, who retires by rotation and being eligible, offers himself for re-appointment as a member of the Executive Committee.

- (i) Voted In favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
145	145	96.03%

- (ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
6	6	3.97%



Resolution No. 3: Ordinary Resolution

To appoint **MR. MEHUL SHAH, (DIN: 00368819)**, who retires by rotation and being eligible, offers himself for re-appointment as a member of the Executive Committee.

(i) Voted In favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
146	146	97.33%

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	4	2.67%

Resolution No. 4: Ordinary Resolution

To appoint **MR. KIRTIKUMAR DAYAL, (DIN: 00052948)**, who retires by rotation and being eligible, offers himself for re-appointment as a member of the Executive Committee.

(i) Voted In favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
142	142	94.67%

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
8	8	5.33%

Resolution No. 5: Ordinary Resolution

To appoint **MR. HARSHAD VORA, (DIN: 00061122)**, who retires by rotation and being eligible, offers himself for re-appointment as a member of the Executive Committee.



(i) Voted In favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
146	146	95.42%

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7	7	4.58%

Resolution No. 6: Ordinary Resolution

To appoint **MR. SUBHASH KULKARNI, (DIN: 03249032)**, who retires by rotation and being eligible, offers himself for re-appointment as a member of the Executive Committee.

(i) Voted In favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
145	145	96.67%

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	5	3.33%

Special Business:

Resolution No. 7: Special Resolution

Condonation of delay in submission of Application for Membership under "Widow membership category".

(i) Voted In favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
151	151	99.34%



(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	1	0.66%

Result:

- a. For Resolution No. 1 to 6 (Ordinary Resolutions) - We report that the number of votes cast in favour are more than the number of votes cast against;
- b. For Resolution No. 7 (Special Resolution) - We report that the number of votes cast in favour are more than three times the number of votes cast against.

Accordingly, the resolutions as contained in the Notice of AGM dated 23rd August, 2023 may be considered as having been passed with requisite majority.

You may accordingly declare the result of the remote e-voting and e-voting during the AGM.

For Manish Ghia & Associates
Company Secretaries
(Unique ID: P2006MH007100)



Mannish L. Ghia

CS Mannish L. Ghia
Partner

M. No. FCS 6252, C.P. No. 3531
PR 822/2020

Place: Mumbai
Date: September 22, 2023
UDIN: F006252E001061988

Countersigned by

Anand Khatau

Anand Khatau
President & Chairperson of the Meeting
Malabar Hill Club Limited

Place: Mumbai
Date: