



**Combined Scrutinizer's Report on Remote E-voting & E-Voting conducted during
the 33rd Annual General Meeting of 63 moons technologies limited
held on Saturday, September 18, 2021 at 11.30 a.m.**

To,
The Chairman,
63 moons technologies limited
Regd. Office: Shakti Tower-1,
7th Floor, Premises-E, 766,
Anna Salai, Thousand Lights,
Chennai 600 002.

Corp. Office: FT Tower,
CTS No. 256 & 257, Suren Road,
Chakala, Andheri (East), Mumbai - 400 093.

Sub.: Passing of Resolution(s) through remote e-voting and voting electronically at the 33rd Annual General Meeting ("AGM") of 63 moons technologies Limited held through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") on 18th September 2021, at 11.30 a.m (IST), pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, General Circular Nos. 14/2020, 17/2020, 20/2020 and 02/2021 dated 8th April 2020, 13th April 2020, 5th May 2020 and 13th January 2021 respectively, issued by the Minsitry of Corporate Affairs ("MCA") and in accordance with the circulars dated 12th May 2020 read with circular dated 15th January 2021 issued by the Securities and Exchange Board of India ("SEBI") commonly referred to as "MCA & SEBI CIRCULARS".

I, B. Narasimhan, Proprietor of B N & Associates, Company Secretaries, have been appointed by the Board of Directors of **63 moons technologies limited** (*hereinafter referred to as the "Company"*) at its Meeting held on 12th August, 2021, as the Scrutinizer for the Remote E-voting process as well as to scrutinize the electronic voting (E-Voting) conducted during the 33rd AGM, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) read with MCA & SEBI Circulars issued in this connection, providing relaxation for the manner in which the AGM shall be held and conducted through VC or OAVM. Hence, Members can attend and participate in the ensuing Annual General Meeting through VC / OAVM, which may not require physical presence of the Members at a common venue. The Notice of AGM including the Audited Financial Statements for the Financial Year 2020-21 have been sent through electronic mode to Members on their e-mail ids as made available from the Benpos provided by the two depositories. The MCA & SEBI Circulars provide for relaxation in the conduct of the AGM, sending the Notices and Annual Reports to the shareholders and the manner of voting at the meeting, which was necessitated on account of the outbreak of COVID -19 pandemic. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the relaxations as provided in the MCA & SEBI Circulars.

Report on e-Voting Scrutiny:

- The Company had appointed KFin Technologies Private Limited ('KFIN') as the **e-Voting Service Provider ('EVSP')**, for the purpose of providing the facility of remote e-Voting to the Members of the Company and extending the same during the AGM. KFIN are also the Registrar and Transfer Agents ('RTA') of the Company.
- The EVSP had provided a system for recording the votes of the Members electronically through remote e-voting as well as during the meeting on all the items of the business sought to be transacted in the 33rd AGM of the Company, which was held on Saturday, 18th September, 2021.
- The Service Provider had set up electronic voting facility on their website, <https://evoting.kfintech.com>. The Company had uploaded all the items of the business to be transacted at the AGM on its website i.e. www.63moons.com and also its Service Provider KFIN and also on the websites of Stock Exchanges viz., BSE Limited and National Stock Exchange of India Limited to facilitate the Members to cast their vote through Remote E-Voting. Pursuant to the SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December 2020, the Company had also uploaded the details of e-voting event with both the depositories viz NSDL & CDSL.
- 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.
- My responsibility as the Scrutinizer of the voting process (through e-Voting), was restricted to scrutinize the e-Voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions as stated in the Notice, based on the reports generated from the e-Voting system provided by EVSP / RTA.
- As provided in the MCA & SEBI CIRCULARS, the Company had advertised in the newspapers, informing the Members who have not registered their email ids with the Company or RTA or with the respective Depository Participant viz. National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL") to do so and to the extent, details were provided by the shareholders were considered for sending the Notice of the AGM and Annual Report for the year 2020-21.
- The service provider had sent the Notice of the AGM along with Annual Report 2020-21 and E-voting details by email to 38,711 Members, whose Email Ids were made available by the Depositories or were registered with the Company / RTA. For those Members whose email ids were not available / registered, the Notice of the AGM along with Annual Report 2020-21 could not be sent. The Notices sent through email contained the detailed procedure to be followed by the Members to cast their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and as provided in the MCA & SEBI CIRCULARS.
- As prescribed in clause IV of the Circular dated May 5, 2020 issued by MCA, which is forming part of the Applicable Circulars, the Company had released an advertisement in Chennai, prior to sending Notice of the AGM to the Shareholders which was published in English in 'The New Indian Express' newspaper dated August 23, 2021 and in Tamil in 'Dinamani'



newspaper dated August 23, 2021. The Notice contained the required information as provided under clause IV (a) to (f) of the said circular.

- The Company completed the dispatch of Notice of AGM and Annual Report F.Y. 2020-21 by email to the Members on August 24, 2021.
- The Cut-off date for the purposes of identifying the Members who will be entitled to vote was September 11, 2021.
- As prescribed in the aforesaid Rules, the Remote E-Voting facility was kept open for four days i.e. from **Tuesday, September 14, 2021 (from 9.00 A.M. IST) to Friday, September 17, 2021 (upto 5:00 P.M. IST)**
- As prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company also released an advertisement in Chennai, which was published more than 21 days before the date of the AGM in English in 'The New Indian Express' newspaper dated August 26, 2021 and in Tamil in 'Dinamani' newspaper dated August 26, 2021. The notice published in the newspaper carried the required information as specified in Sub Rule 4(v) (a) to (h) of the said Rule 20.
- At the end of the e-voting period on September 17, 2021 at 5.00 P.M. IST, the voting portal of the service provider was blocked forthwith. KFIN provided me the names, DP ID/ folio numbers and shareholding of Members who had cast their votes through remote e-voting. At the 33rd AGM of the Company held through VC / OAVM, on Saturday, 18th September, 2021, the facility to vote electronically was provided to facilitate those members who are attending the meeting through VC / OAVM but could not participate in the Remote E-voting to cast their votes. On 18th September 2021, after tabulating the votes cast electronically by the system provided by KFIN, the votes cast through Remote E-Voting facility was duly unblocked by me as a Scrutinizer in the presence of Mr. R Mahesh and Mrs. Saroj Narasimhan who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20. After the voting by electronic means, the votes cast through remote E-voting process and at the AGM was tabulated for the purpose of considering the total votes cast by the shareholders.
- Thereafter, I as scrutinizer duly compiled details of the Voting carried out by the Members during the voting period and at the AGM, the details of which are as follows :

The results of the Remote E-voting together with the e-voting conducted during the 33rd AGM are as under:

Details	Remote E-voting	E-Voting at AGM	Total voting
Number of members who cast their votes	143	7	150
Total number of Shares held by them	2,15,96,530	47,55,129	2,63,51,659
Valid votes	As per details provided under each one of the Resolution(s) mentioned hereunder.		
Abstained / less voted /invalid	As mentioned under each of the Resolution.		



Note:

1. Percentage of votes cast in favour or against the resolutions is calculated based on the Valid Votes cast through E-Voting during the voting period and at the AGM.
2. The votes are not considered valid on account of abstained from voting or voting for lesser number of shares than actually held (to the extent not voted) as on the cut off date.

ORDINARY BUSINESS:

I) Item No. 1 of the Notice (As an Ordinary Resolution):

To receive, consider and adopt:

- a) the audited standalone financial statement of the Company for the financial year ended March 31, 2021 and the Reports of the Board of Directors and Auditors thereon; and
- b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2021 and the Report of the Auditors thereon.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted/Invalid
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and E-voting at meeting	2,63,47,439	99.998	557	0.002	3663

Item 1 of Notice stands **PASSED** with the requisite majority.

II) Item No. 2 of the Notice (As an Ordinary Resolution):

To declare Dividend on equity shares for the financial year ended March 31, 2021, payment of which is subject to appropriate judicial orders.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted / invalid
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and E-voting at meeting	2,63,47,580	99.998	416	0.002	3663

Item 2 of Notice stands **PASSED** with the requisite majority.

III) Item No. 3 of the Notice (As an Ordinary Resolution):

To appoint a Director in place of Mr. Devender Singh Rawat (DIN: 02587354), Non-Executive, Non-Independent Director, who retires by rotation and being eligible, offers himself for re-appointment.



Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted /invalid
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and E-voting at meeting	2,63,46,266	99.995	1320	0.005	4,073

Item 3 of Notice stands **PASSED** with the requisite majority

IV) Item No. 4 of the Notice (As an Ordinary Resolution):

To appoint a Director in place of Mr. Sunil Shah (DIN: 02569359), Non-executive, Non-independent Director, who retires by rotation and being eligible, offers himself for re-appointment.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted /invalid
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and E-voting at meeting	2,63,46,266	99.995	1328	0.005	4,065

Item 4 of Notice stands **PASSED** with the requisite majority

SPECIAL BUSINESS:

V) Item No. 5 of the Notice (As a Special Resolution):

Re-appointment of Mr. Rajendran Soundaram (DIN: 02686150) as Managing Director and Chief Executive Officer (MD & CEO) of the Company for a period of two years from June 01, 2021 till May 31, 2023.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted / invalid
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and E-voting at meeting	2,63,46,664	99.995	1,330	0.005	3665

Item 5 of Notice stands **PASSED** with the requisite majority

VI) Item No. 6 of the Notice (As a Special Resolution):

To appoint Mr. Suresh Salvi (IAS, Retd.) (DIN: 07636298), who is Non Executive, Non-Independent Director on the Board as an Independent Director for a term of two years commencing from September 18, 2021.



Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted / invalid
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and E-voting at meeting	2,63,46,848	99.996	1,146	0.004	3665

Item 6 of Notice stands **PASSED** with the requisite majority

VII) Item No. 7 of the Notice (As a Special Resolution):

To appoint Mr. Kanekal Chandrasekhar (DIN: 06861358), who is Non Executive, Non-Independent Director on the Board as an Independent Director for a term of two years commencing from September 18, 2021.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted / invalid
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and E-voting at meeting	2,63,46,848	99.996	1,146	0.004	3,665

Item 7 of Notice stands **PASSED** with the requisite majority

VIII) Item No. 8 of the Notice (As a Special Resolution):

To appoint Mr. Venkat Chary (IAS, Retd.) (DIN: 00273036), aged 81 years, Chairman and Independent Director of the Company, as a Non-Executive, Non-Independent Director of the Company, liable to retire by rotation, with effect from September 23, 2021.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted / invalid
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and E-voting at meeting	2,63,46,967	99.996	1,027	0.004	3665

Item 8 of Notice stands **PASSED** with the requisite majority

All the 8 (eight) Resolutions mentioned in the Notice of 33rd AGM dated August 12, 2021 as per the details above stand **PASSED** under remote E-voting and e-voting conducted during the voting period and at the 33rd AGM with requisite majority and hence deemed to be passed as on the date of the AGM.





I hereby confirm that I am maintaining the soft copy of the Registers received from the KFIN, the Service Provider in respect of the votes cast through E-voting conducted during the voting period and at the 33rd AGM by the Members of the Company. All other relevant records relating to E-voting is under my safe custody and will be handed over to the Company Secretary for safe keeping.

Thanking you,

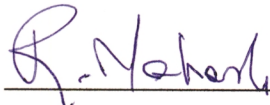
Yours faithfully,
For BN & Associates
Company Secretaries



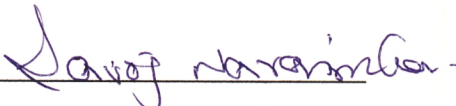

CS B Narasimhan
(Proprietor)
(FCS No. 1303 COP No.: 10440)
UDIN NO: F001303C000953639

Place: Mumbai
Date: September 19, 2021

The following were the witnesses to the unblocking the votes cast through Remote E-voting and E-voting at the AGM.

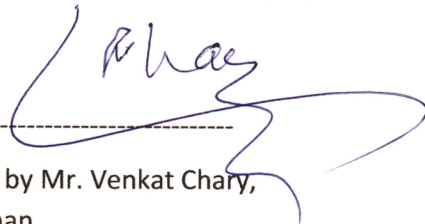
1. 

Name Mr. R Mahesh

2. 

Name Mrs. Saroj Narasimhan

Countersigned and received the report:



Signed by Mr. Venkat Chary,
Chairman

Place: Mumbai

Date: September 20, 2021