

P. C. Shah & Co.

Company Secretaries

(Formerly known as P. P. Shah & Co.)

Punit Pradip Shah

B. Com, ACS

FORM NO. MGT-13 REPORT OF SCRUTINIZER

*[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21 (2) of the Companies
(Management and Administration) Rules, 2014]*

To,
Mr. Chirag A. Parekh, Chairman and Managing Director,
37th Annual General Meeting of the Equity Shareholders of Carysil Limited,
Held on Tuesday, 24th September, 2024 at 03.00 p.m. through
Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')

Dear Sir,

I, Mr. Punit Shah of M/s. P. C. Shah & Co., Practicing Company Secretaries was appointed as Scrutinizer for the 37th Annual General Meeting of the equity shareholders of Carysil Limited (Formerly known as 'Acrysil Limited') held on Tuesday, 24th September, 2024 at 3.00 p.m. through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') for the purpose of scrutinizing the E-voting process ('remote e-voting') and Electronic Voting (e-voting) at the 37th Annual General Meeting in a fair and transparent manner and ascertaining the requisite majority on E-voting ('remote e-voting') and Electronic Voting (e-voting) carried out as per the provisions of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 on the resolutions referred to in this report.

We submit our report as under:

1. The 37th AGM is held in compliance with the MCA Circular dated 25th September, 2023 read with circulars dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 (collectively referred to as 'MCA Circulars') and SEBI circular dated 12th May, 2020 read with circular dated 7th October, 2023 (collectively referred to as 'SEBI Circulars') regarding holding of the AGM through Video Conferencing (VC) / Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue.
2. The Notice of the AGM alongwith the Annual Report 2023 – 24 has been sent to all the Members on 2nd September, 2024 only through electronic mode to those Members whose email addresses are registered with the Company, RTA or CDSL / NSDL ('Depositories') as on 23rd August, 2024 to vote on the proposed 6 (Six) resolutions as mentioned in the Notice of the 37th Annual General Meeting of "Carysil Limited" [Item No. 1 (One) to 6 (Six) of the Notice of the 37th Annual General Meeting of Carysil Limited].
3. The Company had provided the e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronic means (e-voting) and had engaged the services of NSDL for this purpose.
4. Voting rights were reckoned as on Tuesday, 17th September, 2024, being the cut-off date for the purpose deciding the entitlements of members for remote e-voting and e-voting during the AGM.



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5. The remote e-voting period remained open from Saturday, 21st September, 2024 at 09.00 a.m. to Monday, 23rd September, 2024 at 05.00 p.m.
6. At the 37th Annual General Meeting of the Company held on Tuesday, 24th September, 2024, the facility to vote through electronic system had been provided to facilitate voting for those Members who were present at the Meeting through VC / OAVM but could not participate in the Remote e-Voting to record their votes on the resolutions to be passed.
7. After the closure of the e-voting at the Annual General Meeting, the votes cast through e-Voting at the AGM and through remote e-Voting prior to the date of the Annual General Meeting were unblocked on Tuesday, 24th September, 2024.
8. Since the meeting was held through VC / OAVM, no poll papers were cast.
9. The consolidated results of the remote e-voting and e-voting during AGM through VC / OAVM are as under:

ORDINARY BUSINESS:

a. RESOLUTION NO. 1

Ordinary Resolution No. 1 –					Adoption of Audited Annual Financial Statements (Standalone & Consolidated) for the financial year ended 31 st March, 2024 and reports of the Directors and Auditors thereon:				
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	1,54,17,374	100.00	0	0.00	1,54,17,374	100.00	0	0.00	1,54,17,374
Total No. of Members	512	100.00	0	0.00	512	100.00	0	0.00	512



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b. RESOLUTION NO. 2

Ordinary Resolution No. 2 – Declaration of Final Dividend of ₹ 2/- per equity share (Face value of ₹ 2/-) each for the financial year ended 31st March, 2024									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	1,54,17,289	100.00	95	0.00	1,54,17,384	100.00	0	0.00	1,54,17,384
Total No. of Members	512	99.81	1	0.19	513	100.00	0	0.00	513

c. RESOLUTION NO. 3

Ordinary Resolution No. 3 – Re-appointment of Mr. Anand Sharma (DIN: 00255426), Director who retires by rotation and, being eligible, offers himself for re-appointment:									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	1,52,70,549	99.05	1,46,810	0.95	1,54,17,359	100.00	0	0.00	1,54,17,359
Total No. of Members	501	97.85	11	2.15	512	100.00	0	0.00	512

d. RESOLUTION NO. 4

Ordinary Resolution No. 4 – Ratification of remuneration payable to Cost Auditors of the Company for the Financial Year 2024-25									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	1,54,17,359	100.00	0	0.00	1,54,17,359	100.00	0	0.00	1,54,17,359
Total No. of Members	512	100.00	0	0.00	512	100.00	0	0.00	512



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SPECIAL BUSINESS:

e. RESOLUTION NO. 5

Special Resolution No. 5 – Re-appointment of Mr. Chirag Parekh (DIN: 00298807) as Chairman and Managing Director of the Company and payment of remuneration									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	66,31,247	97.75	1,52,632	2.25	67,83,879	100.00	0	0.00	67,83,879
Total No. of Members	493	96.67	17	3.33	510	100.00	0	0.00	510

f. RESOLUTION NO. 6

Special Resolution No. 6 – Appointment of Ms. Rhea Parekh to hold and continue to hold office or place of profit in the Company									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	1,52,84,532	99.14	1,32,827	0.86	1,54,17,359	100.00	0	0.00	1,54,17,359
Total No. of Members	495	96.68	17	3.32	512	100.00	0	0.00	512

10. Since the votes cast FOR the resolutions exceed the number of votes cast AGAINST the resolutions by requisite majority, all the resolutions as set out in item no. 1 to 6 of the Notice of the 37th Annual General Meeting have been passed with requisite majority.



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11. The consolidated result of the votes cast (by remote e-voting and e-voting during AGM) is provided as Annexure - 1 to this report.

Thanking You,
Yours Faithfully,

For P. C. Shah & Co.,
(Formerly known as 'M/s. P. P. Shah & Co.')
Company Secretaries
Unique ICSI ID No.: S2023MH955400



Punit P. Shah

Punit Shah

Proprietor

ACS No: 20536, COP No: 7506

UDIN: A020536F001308603

Peer Review: 666/2020

Date: 25th September, 2024

Place: Mumbai

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Annexure – 1

Consolidated Result of Voting (by Remote E-voting and E-voting) for Resolution Nos. 1 to 6 of the Notice of the 37th Annual General Meeting of 'Carysil Limited' held on Tuesday, 24th September, 2024 at 3.00 p.m. by VC / OAVM

Resolution # 1 – Ordinary Resolution	Remote E-voting			E-Voting			Total		
	No.	Shares	%	No.	Shares	%	No.	Shares	%
Total Valid Votes Cast	509	1,54,17,174	100.00	3	200	100.00	512	1,54,17,374	100.00
Voted In Favour Of Resolution	509	1,54,17,174	100.00	3	200	100.00	512	1,54,17,374	100.00
Voted against the resolution	0	0	0.00	0	0	0.00	0	0	0.00

Resolution # 2 – Ordinary Resolution	Remote E-voting			E-Voting			Total		
	No.	Shares	%	No.	Shares	%	No.	Shares	%
Total Valid Votes Cast	510	1,54,17,184	100.00	3	200	100.00	513	1,54,17,384	100.00
Voted In Favour Of Resolution	509	1,54,17,089	100.00	3	200	100.00	512	1,54,17,289	100.00
Voted against the resolution	1	95	0.00	0	0	0.00	1	95	0.00

Resolution # 3 – Ordinary Resolution	Remote E-voting			E-Voting			Total		
	No.	Shares	%	No.	Shares	%	No.	Shares	%
Total Valid Votes Cast	509	1,54,17,159	100.00	3	200	100.00	512	1,54,17,359	100.00
Voted In Favour Of Resolution	498	1,52,70,349	99.05	3	200	100.00	501	1,52,70,549	99.05
Voted against the resolution	11	1,46,810	0.95	0	0	0.00	11	1,46,810	0.95

Resolution # 4 – Ordinary Resolution	Remote E-voting			E-Voting			Total		
	No.	Shares	%	No.	Shares	%	No.	Shares	%
Total Valid Votes Cast	509	1,54,17,159	100.00	3	200	100.00	512	1,54,17,359	100.00
Voted In Favour Of Resolution	509	1,54,17,159	100.00	3	200	100.00	512	1,54,17,359	100.00
Voted against the resolution	0	0	0.00	0	0	0.00	0	0	0.00



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Resolution # 5 – Special Resolution	Remote E-voting			E-Voting			Total		
	No.	Shares	%	No.	Shares	%	No.	Shares	%
Total Valid Votes Cast	507	67,83,679	100.00	3	200	100.00	510	67,83,879	100.00
Voted In Favour Of Resolution	490	66,31,047	97.75	3	200	100.00	493	66,31,247	97.75
Voted against the resolution	17	1,52,632	2.25	0	0	0.00	17	1,52,632	2.25

Resolution # 6 – Special Resolution	Remote E-voting			E-Voting			Total		
	No.	Shares	%	No.	Shares	%	No.	Shares	%
Total Valid Votes Cast	509	1,54,17,159	100.00	3	200	100.00	512	1,54,17,359	100.00
Voted In Favour Of Resolution	492	1,52,84,332	99.14	3	200	100.00	495	1,52,84,532	99.14
Voted against the resolution	17	1,32,827	0.86	0	0	0.00	17	1,32,827	0.86

