



SCRUTINIZER'S REPORT

[Pursuant to section 110 of the Companies Act, 2013 and rule 22 (9) of the Companies (Management and Administration) Rules, 2014] as amended by Companies (Management and Administration) Amendment) Rules, 2015

To

The Chairman
MAHESH VIDYA BHAVAN LIMITED

Scrutinizer's Report for the Notice of Postal Ballot sent on 29th December, 2021 for the approval of the resolution(s) proposed to be passed vide said notice of Postal Ballot.

Dear Sir,

I, Govind Toshniwal, a Company Secretary in Practice has been appointed by the Board of Directors of **M/s. Mahesh Vidya Bhavan Limited** (the Company) as a Scrutinizer for the purpose of scrutinizing the postal ballot voting process and ascertaining the requisite majority on voting carried out as per the provisions of Section 110 of Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (Rules) as amended by Companies (Management and Administration) Amendment) Rules, 2015 on the Resolution contained in the Postal Ballot.

1. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 on the resolutions contained in the Postal Ballot Notice of the Members of the Company. My responsibility as a scrutinizer for the voting process is restricted to make a Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions stated above, based on the postal ballot forms received from the members of the Company.

My scope as a scrutinizer is:

2. To scrutinize the votes casted through Postal Ballot and check whether process was in fair and transparent manner for the voting period between Saturday, 01st Jan, 2022, to end on Sunday, 30th Jan, 2022, at 5.00 PM as stated in the Notice of Postal Ballot.

Newspaper Advertisement :

3. A public notice by way of an advertisement in newspapers was published by the Company on 01st and 02nd Jan, 2022 in terms of Rule 22 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, if any, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, in Financial Express (English newspaper having nationwide circulation) and Nava Telangana (principal vernacular language newspaper of the State in which the registered office is situated) for the purpose of voting.

4. Further to the above, I submit my report as under:-

- i. The voting period remained open from Saturday, 01st Jan, 2022, and end on Sunday, 30th Jan, 2022, at 5.00 PM.






**Govind Toshniwal
Company Secretary In Practice**

- ii. The Members of the Company as on the 'cut-off' date i.e. 17th Dec, 2021 were entitled to vote on the resolution proposed.
- iii. The votes cast were unblocked on 31st Jan, 2022 at 11.00 PM in the presence of two witnesses Mr. Ashwin Mundada and Mr. Bhupender Agarwal who were not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


Ashwin Mundada


Bhupender Agarwal

- iv. Thereafter, the details containing *inter-alia*, equity share holders, who voted 'for', 'against' each of the resolutions that were put to vote by Postal Ballot, the result of the voting is as under:

Item No. 1:-

Borrowing of monies in excess of the prescribed limit in terms of the provisions of section 180(1) (C) of the Companies Act, 2013.

Type of business: Special Business

Type of resolution: Special Resolution

Particulars	No of Votes cast	Percentage of Votes Cast	Whether the Resolution is Passed
For	68,100	88.32	The Resolution is passed with Requisite Majority
Against	9,000	11.68	
Total	77,100	100	

No of Invalid Votes:21,300

Item No. 2:-

Creation of Charge/Mortgage/Hypothecation on the movable and immovable properties of the company, both present and future, in respect of borrowings, in terms of the provisions of section 180(1)(a) of the Companies Act, 2013.

Type of business: Special Business

Type of resolution: Special Resolution

Particulars	No of Votes cast	Percentage of Votes Cast	Whether the Resolution is Passed
For	68,100	88.32	The Resolution is passed with Requisite Majority
Against	9,000	11.68	
Total	77,100	100	

No of Invalid Votes: 21,300





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Item No. 3:-

Approval for giving Loan or Guarantee or Providing Security in connection with loan availed by any person specified under section 185 of the Companies Act, 2013

Type of business: Special Business

Type of resolution: Special Resolution

Particulars	No of Votes cast	Percentage of Votes Cast	Whether the Resolution is Passed
For	68,100	88.32	The Resolution is passed with Requisite Majority
Against	9,000	11.68	
Total	77,100	100	

No of Invalid Votes: 21,300

Item No. 4:-

Approval of the limits for making Investments / Giving Loans / Providing Security(ies) / Giving Guarantee

Type of business: Special Business

Type of resolution: Special Resolution

Particulars	No of Votes cast	Percentage of Votes Cast	Whether the Resolution is Passed
For	68,100	88.32	The Resolution is passed with Requisite Majority
Against	9,000	11.68	
Total	77,100	100	

No of Invalid Votes: 21,300

Item No. 5:-

To enter into transactions with related parties

Type of business: Special Business

Type of resolution: Special Resolution

Particulars	No of Votes cast	Percentage of Votes Cast	Whether the Resolution is Passed
For	68,100	88.32	The Resolution is passed with Requisite Majority
Against	9,000	11.68	
Total	77,100	100	

No of Invalid Votes: 21,300





Govind Toshniwal Company Secretary In Practice

The compliance with the provisions of the Companies Act, 2013 and the rules made thereunder have been taken care by management of the Company.

All relevant records relating to Postal Ballot voting shall remain in my custody until the Chairman considers, approves and signs the Minutes of the Postal Ballot Meeting and the same shall be handed over to the Chairman for safe keeping and all relevant records relating to ballot voting have been handed over to Chairman of the Company for safe keeping.

Thanking you,
Yours faithfully,

Govind Toshniwal
Practising Company Secretary
Membership No: A37468
COP: 24333
UDIN: A037468C002439450



Place: Hyderabad
Date: 6th Feb, 2022