

CONSOLIDATED REPORT OF THE SCRUTINIZER

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

To
The Chairperson/Company Secretary
Artefact Projects Limited
Block No. 106, 3rd Floor,
"Artefact Towers",
54/3, Chhatrapati Square,
Wardha Road, Nagpur - 440 015
Maharashtra

Respected Sir,

Sub: Consolidated Scrutinizer's Report for passing of Resolutions through Remote E-Voting Process and Voting by Ballot at the 34th Annual General Meeting ("AGM") of the Members of Artefact Projects Limited ('the Company') held on Friday, 30th September, 2022 at 11:00 a.m. at the Registered office of the Company i.e Block No. 106, 3rd Floor, "Artefact Towers", Chhatrapati Square, Wardha Road, Nagpur-440015.

1. I, CS Mannish L. Ghia of M/s. Manish Ghia & Associates, Practicing Company Secretaries, Mumbai was appointed as Scrutinizer by the Board of Directors of the Company for the purpose of:
 - a) Scrutinizing the remote e-voting process in terms of the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
 - b) Conducting Poll through ballot forms under the provisions of Section 109 of the Companies Act, 2013 ('the Act') read with Rule 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time; and scrutinizing the votes cast through ballot forms (at the AGM) for those shareholders, who do not have access to/availed the remote e-voting facility;

in a fair and transparent manner, for passing of the Resolutions as mentioned under item numbers 1 to 5 as set out in the Notice of 34th Annual General Meeting (AGM) of the members of the Company dated 01st September, 2022 ("Notice"), issued by the Company convening the said AGM of its members on Friday, September 30, 2022 at 11:00 a.m. at the Registered office of the Company i.e., Block No. 106, 3rd Floor, "Artefact Towers", Chhatrapati Square, Wardha Road, Nagpur-440015.



2. The management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting by ballot forms at AGM on the resolutions contained in the Notice of AGM of the members of the Company. My responsibility as a Scrutinizer for the remote e-voting process and Poll conducted at the AGM is restricted to make a Consolidated Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions stated in the said Notice, based on the reports generated from the remote e-voting system provided by Central Depository Services (India) Limited ("CDSL"), the agency engaged by the Company to provide remote e-voting facility, and Poll conducted at the AGM in a fair and transparent manner.
3. As per the confirmation received from the Company, it has on Thursday, 08th September, 2022, completed the dispatch of the Notice only through electronic mode to those members whose e-mail addresses were registered with the Company/ Depositories as on the cut-off date being, Friday, 23rd September, 2022.

Since the present AGM of the company has been held physically, the company was required to dispatch the Notice of the AGM to the registered address of those members who have not registered their e-mail ID with the company/its Registrar and Share Transfer Agent.
4. As per the provisions of Rule 20 of the Companies (Management and Administration) Amendment Rules, 2016, the Company has published advertisement about completion of dispatch of Notice of meeting and providing remote e-voting facility in the English newspaper "Indian Express" and Marathi newspaper "Loksatta" on Friday, 09th September, 2022.
5. The voting rights of members was considered in proportion to the shares held by them in the paid up equity share capital of the Company as on the cut-off date i.e. Friday 23rd September, 2022
6. The remote e-voting period commenced on Tuesday, 27th September, 2022, 9:00 a.m. (IST) onwards and ended on Thursday, 29th September, 2022 at 5.00 p.m. (IST).
7. As required under the said rules, after the closure of physical voting by ballot forms at the AGM, the votes cast through ballot were counted; thereafter the votes cast under the remote e-voting facility was disabled by CDSL on Thursday, 29th September, 2022 after 5.00 p.m. and were unblocked in the presence of Ms. Avni Gaglani and Ms. Dhruti Upadhyay who are not in employment with the Company.
8. The remote e-voting during the AGM data was scrutinized for verification of votes cast in favor and against the resolution.
9. There were no incomplete/defective/invalid ballot forms of votes cast through polling paper during the AGM.



10. Summary of the remote e-voting and voting by poll at the AGM is as follows:

A. ORDINARY BUSINESS

Resolution No. 1: Ordinary Resolution

To receive, consider and adopt the audited financial statements of the company for the year ended March 31, 2022 together with the Boards' Reports and the Auditors' Report 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
Remote e-voting	6	801271	-
Physical	16	2478491	-
Total	22	3279762	99.85

(ii) Voted against the resolution:

	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	1	5000	-
Physical	0	0	-
Total	1	5000	0.15

(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	0	0	0
Physical	0	0	0
Total	0	0	0



Resolution No. 2: Ordinary Resolution

To appoint a Director in place of Mr. Siddharth Shah (DIN: 05304116), Director who retires by rotation and being eligible, offers himself for re-appointment.

(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
Remote e-voting	6	801271	-
Physical	16	2478491	-
Total	22	3279762	99.85

(ii) Voted against the resolution:

	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	1	5000	-
Physical	0	0	-
Total	1	5000	0.15

(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	0	0	0
Physical	0	0	0
Total	0	0	0



Resolution No. 3: Ordinary Resolution

To appoint M/s. Naresh Patadia & Co., Chartered Accountants, Nagpur, (having FRN: 106936W) as Statutory Auditors of the Company to hold office from the conclusion of 34th Annual General Meeting upto the conclusion of 39th Annual General Meeting and to fix remuneration in place of retiring Statutory Auditors M/s Banthia Damani & Associates, Nagpur (FRN: 126132W) who hold office upto the conclusion of ensuing Annual General Meeting.

(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
Remote e-voting	6	801271	-
Physical	16	2478491	-
Total	22	3279762	99.85

(ii) Voted against the resolution:

	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	1	5000	-
Physical	0	0	-
Total	1	5000	0.15

(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	0	0	0
Physical	0	0	0
Total	0	0	0



B. SPECIAL BUSINESS

Resolution No.4: Ordinary Resolution

Approval of Related Party transactions

(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
Remote e-voting	6	801271	-
Physical	16	2478491	-
Total	22	3279762	99.85

(ii) Voted against the resolution:

	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	1	5000	-
Physical	0	0	-
Total	1	5000	0.15

(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	0	0	0
Physical	0	0	0
Total	0	0	0



Resolution No.5: Ordinary Resolution

Re-Appointment of Mr. Siddharth P. Shah (Din: 05304116) as Whole Time Director of the Company for a period of 3 years.

(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
Remote e-voting	6	801271	-
Physical	16	2478491	-
Total	22	3279762	99.85

(ii) Voted against the resolution:

	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	1	5000	-
Physical	0	0	-
Total	1	5000	0.15

(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	0	0	0
Physical	0	0	0
Total	0	0	0



Result:

For Resolution No. 1 to 5 (all Ordinary Resolutions) - We report that number of votes cast in favour are more than the number of votes cast against;

Accordingly, the resolutions as contained in the Notice of Annual General Meeting dated 1st September, 2022 may be considered as passed with requisite majority subject to our observation mentioned at para 3 of this report.

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

I further report that:

- a. I have received all the documents as mentioned in Sections 105 and 113 of the Companies Act, 2013 and such other applicable provisions under the relevant Rules, thereunder, together with Attendance Register/s and also the Poll Box used at the venue of the AGM, duly sealed; and
- b. the Register/s, all other papers and relevant records relating to the Remote E-Voting and Poll at the AGM, shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Chairman/Company Secretary & Compliance Officer of the Company for safe keeping.

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: October 1, 2022
UDIN: F006252D001107761

Countersigned and received the report:

[Handwritten signature]

Chairman/Authorized Signatory
Artefact Projects Limited

Place: Nagpur
Date: October 1, 2022

