



**SCRUTINIZER'S REPORT**

(Pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 & Regulation 44 of SEBI [Listing Obligations & Disclosure Requirements] Regulations 2015)

To,

The Chairman

BARTRONICS INDIA LIMITED

CIN: L29309TG1990PLC011721

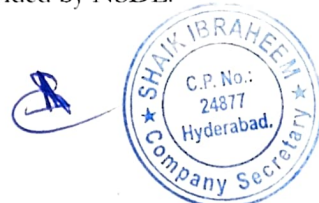
Survey No. 351, Raj Bollaram Village, Medchal Mandal, Telangana, India, 501401

Dear Sir,

**Subject:** 32<sup>nd</sup> Annual General Meeting of Equity Shareholders of the Company held on Thursday, 26.09.2024 at 11.30 a.m. (IST) through video conference (VC) /Other Audio-Visual Means (OAVM).

I, Shaik Ibraheem, Practicing Company Secretary having CP number: 24877 and Proprietor of SI and Associates, Company Secretaries, Hyderabad, have been appointed as a Scrutinizer of M/s. Bartronics India Limited (the Company) pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules 2014 and (Amendment Rules 2015) in respect of the resolution(s) as mentioned in the Report, proposed at the 32<sup>ND</sup> Annual General Meeting of Equity Shareholders of the Company held on Thursday, 26.09.2024 at 11.30 a.m. (IST) through video conference (VC) /Other Audio-Visual Means (OAVM). The meeting concluded at 11:52 a.m. I hereby submit my report as under:

1. In compliance with the provisions of Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (remote e-voting and e-voting at general meeting) at the AGM by shareholders on the resolutions proposed in the Notice of the 32<sup>nd</sup> Annual General Meeting of the Company, our responsibility as a scrutiner is to ensure that the voting process both through remote e-voting and e-voting at general meeting are conducted in a fair and transparent manner and render Consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting prior to the AGM (e-voting) and voting at AGM by electronic means (e-voting) system provided by NSDL.
2. In accordance with the Notice of 32<sup>ND</sup> Annual General Meeting sent to the shareholders dated 22.08.2024 and the 'Advertisement' published pursuant to Rule 20 (4) (v) of the Companies (Management and Administration) Rules 2014, (Amendment Rules 2015) and the e-voting opened on Monday, 23<sup>rd</sup> September, 2024 at 9:00 A.M. and ends on Wednesday, 25<sup>th</sup> September, 2024 at 5:00 P.M.
3. The equity shareholders holding shares as on 20.09.2024, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 32<sup>nd</sup> Annual General Meeting of the Company.
4. After declaration of voting by the Chairman, the shareholders present at the AGM through Video conference voted through e-voting facility provided by NSDL.



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5. The e-voting results were unblocked on 26.09.2024 and the votes cast through e-voting at the AGM were unblocked in the presence of two witnesses who are not the employees of the Company and the e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of NSDL (www.evoting.nsdl.com) which were scrutinised and reviewed, the votes were counted and results were prepared accordingly.
6. The Management of the Company is responsible to ensure compliance with the requirements of the Act, Rules, Circulars issued by MCA and SEBI relating to remote e-voting and electronic voting at the AGM on the resolutions contained in the notice of the AGM. My responsibility as scrutinizer for the remote e-voting and electronic voting at the AGM is restricted to making a Consolidated Scrutinizer's Report of the votes cast in favour or against the resolutions.
7. 3 (Three) members have voted at AGM. The results of the remote e-voting and electronic voting at AGM are as under

**ORDINARY BUSINESS:**

**Resolution No.1: Ordinary Resolution**

To receive, consider, approve and adopt the Audited Balance Sheet as at 31st March, 2024, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto, along with the Report of Auditors and Directors thereon.

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast in favour of the resolution	% of Total number of Valid Votes cast
Remote E- Voting	207	261010840	99.99
Electronic voting e-voting at the AGM)	2	15012	0.01
Total	209	261025852	100.00

(ii).Voted against the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast against the resolution	% of Total number of Valid Votes cast
Remote E- Voting	16	2555	0.00
Electronic voting (e-voting at the AGM)	Nil	Nil	Nil
Total	16	2555	0.00



(iii). Invalid Votes:

Mode of Voting	Total number of members (In person or by Proxy) whose votes were declared invalid	Total Number of Votes cast by them
Remote E-Voting	-	-
Electronic voting (e-voting at the EGM)	-	-
Total	-	-

**Resolution No. 2: Ordinary Resolution**

To appoint a director in place of Ms. Vilasitha Dandamudi (DIN 08272465) who retires by rotation and being eligible, offers herself for re-appointment.

(i). Voted in favour of the resolution:

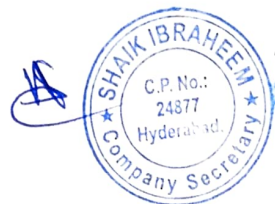
Mode of Voting	Number of Members voted	Number of Votes cast in favour of the resolution	% of Total number of Valid Votes cast
Remote E-Voting	184	260961329	99.97
Electronic voting e-voting at the AGM)	3	15013	0.01
Total	187	260976342	99.98

(ii). Voted against the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast against the resolution	% of Total number of Valid Votes cast
Remote E-Voting	22	49555	0.02
Electronic voting (e-voting at the AGM)	Nil	Nil	Nil
Total	22	49555	0.02

(iii). Invalid Votes:

Mode of Voting	Total number of members (In person or by Proxy) whose votes were declared invalid	Total Number of Votes cast by them
Remote E-Voting	-	-



Electronic voting (e-voting at the EGM)	-	-
Total	-	-

**SPECIAL BUSINESS:**

**Resolution No. 3: Special Resolution**

**Appointment of Mr. Ganesh Balaji Lakshmanan (DIN: 10676656) as an Independent Director of the Company.**

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast in favour of the resolution	% of Total number of Valid Votes cast
Remote E-Voting	187	260961771	99.97
Electronic voting (e-voting at the AGM)	3	15013	0.01
Total	190	260976784	99.98

(ii) Voted against the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast against the resolution	% of Total number of Valid Votes cast
Remote E-Voting	19	49113	0.02
Electronic voting (e-voting at the AGM)	Nil	Nil	Nil
Total	19	49113	0.02

(iii) Invalid Votes:

Mode of Voting	Total number of members (In person or by Proxy) whose votes were declared invalid	Total Number of Votes cast by them
Remote E-Voting	-	-
Electronic voting (e-voting at the EGM)	-	-
Total	-	-



**Resolution No. 4: Special Resolution**

**Appointment of Mr. Iswar Chandra Mishra (DIN: 10697690) as an Independent Director of the Company:**

(i). Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast in favour of the resolution	% of Total number of Valid Votes cast
Remote E-Voting	185	260961296	99.97
Electronic voting (e-voting at the AGM)	3	15013	0.01
Total	188	260976309	99.98

(ii). Voted against the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast against the resolution	% of Total number of Valid Votes cast
Remote E-Voting	21	49588	0.02
Electronic voting (e-voting at the AGM)	Nil	Nil	Nil
Total	21	49588	0.02

(iii). Invalid Votes:

Mode of Voting	Total number of members (In person or by Proxy) whose votes were declared invalid	Total Number of Votes cast by them
Remote E-Voting	-	-
Electronic voting (e-voting at the EGM)	-	-
Total	-	-

**Resolution No. 5: Special Resolution**

**Power to give loans or invest funds of the Company in excess of the limits specified under section 186 of the Companies Act, 2013.**





(i). Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast in favour of the resolution	% of Total number of Valid Votes cast
Remote E-Voting	181	260957435	99.97
Electronic voting (e-voting at the AGM)	3	15013	0.01
Total	184	260972448	99.98

(ii). Voted against the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast against the resolution	% of Total number of Valid Votes cast
Remote E-Voting	26	53649	0.02
Electronic voting (e-voting at the AGM)	Nil	Nil	Nil
Total	26	53649	0.02

(iii). Invalid Votes:

Mode of Voting	Total number of members (In person or by Proxy) whose votes were declared invalid	Total Number of Votes cast by them
Remote E-Voting	-	-
Electronic voting (e-voting at the EGM)	-	-
Total	-	-

**Resolution No. 6: Special Resolution**

**Issuance of securities for an amount not exceeding INR 200 crores.**

(i). Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast in favour of the resolution	% of Total number of Valid Votes cast
Remote E-Voting	190	260967697	99.97



Electronic voting (e-voting at the AGM)	3	15013	0.01
Total	193	260982710	99.98

(ii). Voted against the resolution:


Mode of Voting	Number of Members voted	Number of Votes cast against the resolution	% of Total number of Valid Votes cast
Remote E-Voting	16	43327	0.02
Electronic voting (e-voting at the AGM)	Nil	Nil	Nil
Total	16	43327	0.02

(iii). Invalid Votes:

Mode of Voting	Total number of members (In person or by Proxy) whose votes were declared invalid	Total Number of Votes cast by them
Remote E-Voting	-	-
Electronic voting (e-voting at the EGM)	-	-
Total	-	-

8. All the Electronic data and all other relevant records of voting were handed over to the Chairman authorized by the Board for safe keeping.

Thanking you,  
Yours faithfully,  
For SI AND ASSOCIATES

  
**SHAIK IBRAHEEM**  
Proprietor,  
FCS No. 7642, CP No. 24877  
Peer Review No.3010/2023  
UDIN: F007642F001331844



Place: Hyderabad  
Date: 26<sup>th</sup> September, 2024