

# SUMIT SINGH & ASSOCIATES



Company Secretaries

A-3, THIRD FLOOR, NEETA APARTMENT,  
SHIVRAJ NAGAR, MAHMOORGANJ, VARANASI-221010 (U.P.)

Phone: 0522 – 4024033, Mobile : 9956214749

E-mail:cssumitsingh03@gmail.com

To,  
The Chairperson  
UTKARSH COREINVEST LIMITED  
(Erstwhile Utkarsh Micro Finance Limited)  
REGISTRED OFFICE S-24/1-2, Fourth Floor,  
Mahavir Nagar, Orderly Bazar,  
Near Mahavir Mandir, Varanasi,  
Uttar Pradesh, India – 221002

Ref : Extra Ordinary General Meeting (EOGM)

Sub. : Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

Dear Sir,

I, Sumit Kumar Singh, Practicing Company Secretaries, proprietor of M/s. Sumit Singh & Associates, Company Secretaries have been appointed as the Independent Scrutinizer by M/s. Utkarsh CoreInvest Limited pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process held between June 26, 2024 at 10:00 AM and ended on June 28, 2024 at 5:00 PM. During the Extra-Ordinary General Meeting conducted on 29<sup>th</sup> June, 2024, a chance was given to those members who had not cast their votes during the schedule period of e-voting, by providing e-voting facility till 04:00 p.m.

The Notice dated 07<sup>th</sup> June, 2024 convening Extra-Ordinary General Meeting (EGM) of the Company along with Statement setting out material facts under Section 102 of the Companies Act, 2013 was sent to the Shareholders in respect of the below mentioned resolution(s) to be passed at the said Extra-Ordinary General Meeting of the Company to be held on 29<sup>th</sup> June, 2024 at Registered and Corporate officer at Varanasi through remote e-voting process.

The Company has availed the e-voting facility offered by NSDL Limited for conducting e-voting by the Shareholders of the Company.

The Shareholders of the Company holding shares as on the "cut- off" date of June 21, 2024 were entitled to vote on the proposed resolution(s) as set out at item nos. 1 to 3 Special businesses in the Notice of the EOGM of M/s Utkarsh CoreInvest Limited.

The voting period for e-voting commenced on June 26, 2024 at 10:00 AM and ended on June 28, 2024 at 5:00 PM. and for those members who could not vote, an opportunity was given to cast their votes through the E-voting facility opened again during EOGM till 04:00 P.M., the NSDL e-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked in the presence of following two witnesses not being in the employment of the Company:



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Sidhant Sharma

Shreyansh Singh

We have scrutinized and reviewed the voting through electronic means and votes tendered therein based on the data downloaded from the PQR e-voting system.

We now submit the Report as under on the result of the voting through electronic means in respect of the said Resolutions.

### SPECIAL BUSINESS:

Item No. 1:

**TO APPROVE THE PROPOSAL TO COMPENSATE THE TRUST BY WAY OF SETTLEMENT AMOUNT AS CONSIDERATION IN LIEU OF SHARES ENTITLEMENT IN RELATION TO THE 'PERMITTED SPONSOR ISSUANCE' CLAUSE UNDER THE SHAREHOLDERS AGREEMENT (SPECIAL RESOLUTION)**

(i) Voted in favour of the resolution:

Number of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
26	6,54,65,618	99.9985

(ii) Voted against the resolution:

Number of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
1	1000	0.0015

(iii) Invalid Votes:

Number of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
0	0	0

### RESULT

As the 1000 votes cast against the resolution and 6,54,65,618 in favour, we report that the Special Resolution with regard to Item no. 1 Special Business as set out in the Notice of the EOGM is passed in favour of the resolution with requisite majority.





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Item No. 2:

**APPROVAL FOR AMENDMENT OF ARTICLES OF ASSOCIATION OF THE COMPANY (SPECIAL RESOLUTION)**

(i) Voted in favour of the resolution:

Number of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
26	6,54,65,618	99.9985

(ii) Voted against the resolution:

Number of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
1	1000	0.0015

(iii) Invalid Votes:

Number of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
0	0	0

**RESULT**

As the 1000 votes cast against the resolution and 6,54,65,618 in favour, we report that the Special Resolution with regard to Item no. 2 Special Business as set out in the Notice of the EOGM is passed in favour of the resolution with requisite majority.

Item No. 3:

**APPOINTMENT OF MR. SUMAN SAURABH AS MANAGING DIRECTOR & CEO OF THE COMPANY (SPECIAL RESOLUTION)**

(i) Voted in favour of the resolution:

Number of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
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27	6,54,66,618	100
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(ii) Voted against the resolution:

Number of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes:

Number of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
0	0	0

### RESULT

As the no votes cast against the resolution, we report that the Special Resolution with regard to Item no. 3 Special Business as set out in the Notice of the EOGM is passed in favour of the resolution with requisite majority.

The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Extra Ordinary General Meeting and the same will be handed over to the Company Secretary for safe keeping.

Thanking you,  
Yours faithfully,

For Sumit Singh & Associates  
Company Secretaries

Sumit Kumar Singh  
Proprietor  
CP No. 18848  
ACS No. 50243  
UDIN- A050243F000637874

Place: Varanasi  
Date: 29/06/2024

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We the Undersigned witnessed that the Votes were Unblocked from the e-voting website of National Securities Depository Limited (NSDL) in our presence, ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)) extended e-Voting facility was closed on 29<sup>th</sup> June 2024 at 04:00 p.m.

*Sidhant Sharma*

Sidhant Sharma  
Witness

*Shreyansh Singh*

Shreyansh Singh  
Witness

*Sumit Singh*

