



# MUKESH J & ASSOCIATES

(Company Secretaries)  
Firm No. S2021GJ796900

## FORM NO MGT-13

### Scrutinizer's Report

Pursuant to rule section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014

#### CHAIRMAN

VASA RETAIL AND OVERSEAS LIMITED  
23, Floor-5, Plot-76, Prabhat,  
Bhulabhai Desai Road,  
Cumballa Hill Mumbai-400026.

Fifth (05th) Annual General Meeting ("AGM") of the Members of VASA RETAIL AND OVERSEAS LIMITED ("the Company") held on Friday, September 30, 2022, at 11:00 a.m. at Pravin Chandra Gandhi – IMC Building, 4th Floor, IMC Marg, Churchgate, Mumbai - 400020.

Dear Sir,

I, Mukesh Jiwnani, Practicing Company Secretary and Proprietor of M/s. Mukesh J and Associates appointed by the Board of Directors of the VASA RETAIL AND OVERSEAS LIMITED (the Company) to act as a scrutinizer in terms of section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014 for the purpose of the scrutinizing the process of remote e-voting and voting through ballot papers during the 05<sup>th</sup> AGM of the Company in respect of the Resolutions as set out in the Notice, do hereby submit our report as follows:

1. The Resolutions were transacted through the process of remote e-voting and voting through ballot papers during the 05<sup>th</sup> AGM of the Company. For the Purpose of the remote E voting the Company had engaged the services of National Securities Depository Limited.
2. Voting Rights were reckoned on the paid up value of shares registered in the name of the Members as on 23<sup>rd</sup> September, 2022. (Cut-off Date).
3. The Period for remote- e voting commenced on Tuesday, 27<sup>th</sup> September, 2022 from 9:00 a.m., and concluded on Thursday the 29<sup>th</sup> September, 2022 at 5:00 p.m.
4. The facility for voting through ballot papers was made available at the AGM Venue for the members attending the Meeting and who did not cast their vote through remote e voting.
5. Further Votes cast through remote e-voting were unblocked in the presence of two witness, Mr. Sarfraz Mulla and Ms. Harshita Singhal neither of whom are in the employment of the Company.
6. The Report on votes cast through remote e-voting was generated from NSDL e-voting Website <https://www.evoting.nsdl.com>.
7. The Consolidated results of remote e-voting and voting through ballot papers at the AGM Venue are enclosed as an Annexure to this Report.

Address - 503, Suyojan Complex, Swastik Cross Road, Navrangpura, Ahmedabad, Gujarat-380009

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## MUKESH J & ASSOCIATES

(Company Secretaries)  
Firm No. S2021GJ796900

Thanking You



Mukesh Jiwnani  
Practicing Company Secretary  
C.P. No. 23381  
Date - 01/10/2022  
Place - Ahmedabad  
UDIN: A029793D001110125

Enclosed: Annexure

We, undersigned have witnessed that the votes cast through remote e voting were unblocked from NSDL e-voting Website <https://www.evoting.nsdl.com> in our Presence.

Name: Sarfraz Mulla  
Address: Ahmedabad, Gujarat

Name: Harshita Singhal  
Address: Ahmedabad, Gujarat

Countersigned by

HARDIK BHUPENDRA VASA  
Managing Director  
DIN: 03600510

Item No: 01 Ordinary Resolution

ADOPTION OF AUDITED FINANCIAL STATEMENTS

| Particulars                       | Remote E Voting             |                                       | Voting Through Ballot Papers at the venue of the AGM |                                       | Consolidated Voting Results       |                                             |                                                       |
|-----------------------------------|-----------------------------|---------------------------------------|------------------------------------------------------|---------------------------------------|-----------------------------------|---------------------------------------------|-------------------------------------------------------|
|                                   | Number of Members who voted | Number of shares for which votes cast | Number of Members who voted                          | Number of shares for which votes cast | Total Number of Members who voted | Total Number of shares for which votes cast | % Percentage of votes to total no of valid votes cast |
| Voted in favour of the Resolution | 4                           | 4176510                               | 0                                                    | 0                                     | 4                                 | 4176510                                     | 99.90                                                 |
| Voted against the Resolution      | 1                           | 4000                                  | 0                                                    | 0                                     | 1                                 | 4000                                        | 0.10                                                  |
| Invalid votes/Abstained           | 0                           | 0                                     | 0                                                    | 0                                     | 0                                 | 0                                           | -                                                     |

Item No: 02 Ordinary Resolution

RE-APPOINTMENT OF A DIRECTOR

| Particulars                       | Remote E Voting             |                                       | Voting Through Ballot Papers at the venue of the AGM |                                       | Consolidated Voting Results       |                                             |                                                       |
|-----------------------------------|-----------------------------|---------------------------------------|------------------------------------------------------|---------------------------------------|-----------------------------------|---------------------------------------------|-------------------------------------------------------|
|                                   | Number of Members who voted | Number of shares for which votes cast | Number of Members who voted                          | Number of shares for which votes cast | Total Number of Members who voted | Total Number of shares for which votes cast | % Percentage of votes to total no of valid votes cast |
| Voted in favour of the Resolution | 4                           | 4176510                               | 0                                                    | 0                                     | 4                                 | 4176510                                     | 99.90                                                 |
| Voted against the Resolution      | 1                           | 4000                                  | 0                                                    | 0                                     | 1                                 | 4000                                        | 0.10                                                  |
| Invalid votes/Abstained           | 0                           | 0                                     | 0                                                    | 0                                     | 0                                 | 0                                           | -                                                     |



Item No: 03 Ordinary Resolution

APPOINTMENT OF M/S AMIT RAY & CO, CHARTERED ACCOUNTANTS AS STATUTORY AUDITORS OF THE COMPANY.

| Particulars                       | Remote E Voting             |                                       | Voting Through Ballot Papers at the venue of the AGM |                                       | Consolidated Voting Results       |                                             |                                                       |
|-----------------------------------|-----------------------------|---------------------------------------|------------------------------------------------------|---------------------------------------|-----------------------------------|---------------------------------------------|-------------------------------------------------------|
|                                   | Number of Members who voted | Number of shares for which votes cast | Number of Members who voted                          | Number of shares for which votes cast | Total Number of Members who voted | Total Number of shares for which votes cast | % Percentage of votes to total no of valid votes cast |
| Voted in favour of the Resolution | 4                           | 4176510                               | 0                                                    | 0                                     | 4                                 | 4176510                                     | 99.90                                                 |
| Voted against the Resolution      | 1                           | 4000                                  | 0                                                    | 0                                     | 1                                 | 4000                                        | 0.10                                                  |
| Invalid votes/Abstained           | 0                           | 0                                     | 0                                                    | 0                                     | 0                                 | 0                                           | -                                                     |

Item No: 04 Special Resolution

REGULARIZATION OF ADDITIONAL INDEPENDENT DIRECTOR, MR. VIKAS RAJKUMAR GOYAL (DIN: 09665353) BY APPOINTING HIM AS AN INDEPENDENT DIRECTOR OF THE COMPANY.

| Particulars                       | Remote E Voting             |                                       | Voting Through Ballot Papers at the venue of the AGM |                                       | Consolidated Voting Results       |                                             |                                                       |
|-----------------------------------|-----------------------------|---------------------------------------|------------------------------------------------------|---------------------------------------|-----------------------------------|---------------------------------------------|-------------------------------------------------------|
|                                   | Number of Members who voted | Number of shares for which votes cast | Number of Members who voted                          | Number of shares for which votes cast | Total Number of Members who voted | Total Number of shares for which votes cast | % Percentage of votes to total no of valid votes cast |
| Voted in favour of the Resolution | 4                           | 4176510                               | 0                                                    | 0                                     | 4                                 | 4176510                                     | 99.90                                                 |
| Voted against the Resolution      | 1                           | 4000                                  | 0                                                    | 0                                     | 1                                 | 4000                                        | 0.10                                                  |
| Invalid votes/Abstained           | 0                           | 0                                     | 0                                                    | 0                                     | 0                                 | 0                                           | -                                                     |

