



Yacob Pothumuriyil Ouseph
Practicing Company Secretary

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Peer Review Certificate No. 1710/2022

Scrutinizer Report

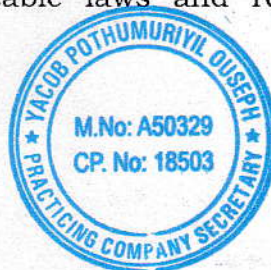
To,
The Chairman,
Salem Erode Investments Limited
CIN: L31200TN1931PLC145816
Door No. 61/A8 (38/A8), VJP Parijatham Apartments,
1st Avenue, Ashok Nagar, Chennai, Tamil Nadu - 600083

Sir,

Sub: Scrutinizer's report on remote e-voting process by Salem Erode Investments Limited

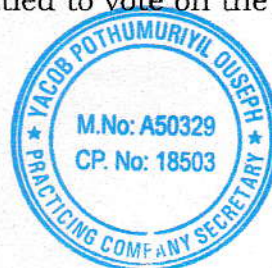
Ref: Appointment as Scrutinizer vide. Board Meeting held on Wednesday, the 29th day of March, 2023.

I, Mr. Yacob Pothumuriyil Ouseph, Practising Company Secretary having office at 02nd Floor, Kalarikkal Building, Karingachira, Tripunithura, Kerala - 682301, was appointed as Scrutinizer by the Board of Directors of Salem Erode Investments Limited ("hereinafter referred to as "the Company") on Wednesday, the 29th day of March, 2023 for the purpose of scrutinizing remote e-voting process carried out pursuant to section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as "the Act") read together with the Companies (Management and Administration) Rules, 2014, including any statutory modifications or re-enactments thereof for the time being in force, regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "the Listing Regulations"), Secretarial Standard-2 issued by the Institute of Company Secretaries of India (hereinafter referred to as "SS-2") and other applicable laws and regulations, in respect of the



resolution, as mentioned in the Notice of Postal Ballot dated 29th day of March, 2023 (hereinafter referred to as "the Notice") and submit my report as under:

- 1) The compliance with the provisions of the Act and rules made thereunder, the Listing Regulations and SS-2 relating to voting through remote e-voting by the members on the resolution proposed in the Notice is the responsibility of the Management. My responsibility as a Scrutinizer is to ensure that the voting process through remote e-voting are conducted in fair and transparent manner and render Scrutinizer's Report of the total votes cast in favour or against if any, on the resolutions to the Chairman of the Company, based on the reports generated from the electronic voting system provided by Central Depository Services Limited (hereinafter referred to as "CDSL") and the reports generated by the Registrar and Share Transfer Agent (hereinafter referred to as "RTA") of the Company.
- 2) The Company had engaged CDSL as the agency for providing the e-voting platform to the members.
- 3) Niche Technologies Private Limited, having its office at 3A, Auckland Place, 7th Floor, Room No. 7A and 7B, Kolkatta, West Bengal, India – 700 017 is the RTA of the Company.
- 4) The Company has completed dispatch of Notice to the members and list of beneficial owners, whose names made available by the RTA as on the cut-off date ie. Friday, the 24th day of March, 2023 and whose e-mail IDs was available with the Company and Depositories. Pursuant to the General Circular no. 11/2022 dated December 28, 2022 read together with General Circular nos.17/2020 dated April 13, 2020 & 14/2020 dated April 08, 2020 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars") and other applicable SEBI circulars, the Company has dispatched the notices/forms only through e-mails. The Company has not dispatched the postal ballot notices/forms to those members whose e-mail IDs were not available with the Company and Depositories. Further, the Company has also not received any physical ballot form and accordingly, voting done through e-voting only was considered for this report.
- 5) The Equity Shareholders holding shares as on the "cut off" date i.e. Friday, the 24th day of March, 2023 were entitled to vote on the proposed resolution (item no. 01 as set out in the Notice).



- 6) The Company has published advertisements on Friday, the 31st day of March, 2023 in "The New Indian Express" (English Newspaper) and "Dinamani" (Tamil Newspaper) informing about the completion of dispatch of Postal Ballot notices/forms, to the members along with the process of registration of e-mail ids with the Depositories and RTA and other related matters mentioned therein.
- 7) The e-voting remained open from Monday, the 03rd day of April, 2023 at 10.00 a.m. IST and closed on Tuesday, the 02nd day of May, 2023 at 5.00 p.m. IST.
- 8) The votes exercised through e-voting at CDSL from Monday, the 03rd day of April, 2023 at 10.00 a.m. IST to Tuesday, the 02nd day of May, 2023 at 5.00 p.m. IST., being the last day of receipt of remote e-voting were considered for scrutiny.
- 9) The votes cast through e-voting were unblocked on Wednesday, the 03rd day of May, 2023 from the CDSL e-voting platform, in the presence of two witnesses, who are not in employment of the Company.
- 10) The particulars of report downloaded from the website of CDSL have been entered in a separate register maintained for the purpose of Postal Ballot.
- 11) The votes cast through e-voting process for the purpose of this report were reconciled and matched with the records maintained with the RTA of the Company and authorizations lodged with the Company.
- 12) The result of the e-voting is as under:



1. Appointment of M/s. Manikandan & Associates, Chartered Accountants, Thrissur as the Statutory Auditors of the Company in casual vacancy and fixation of remuneration – Ordinary Resolution

Particulars	E-voting	
	Number of members voted	Votes held
Number of members & shares held by members	18	89,97,840
Less: Number of members & invalid/rejected votes	0	0
Less: Number of members & abstained from voting	0	0
Less: Number of members & votes not exercised	0	0
Number of valid votes cast	18	89,97,840

Particulars	Total number of members voted	Number of votes cast	% of total number of valid votes cast
Assent	17	89,97,839	100
Dissent	1	1	0
Total	18	89,97,840	100



- 13) The details of equity shareholders who voted "FOR","AGAINST" and those whose votes were declared invalid for each resolution, available from the CDSL e-voting platform is enclosed.
- 14) The register, other related papers and all other relevant records were sealed and handed over to the Company Secretary of the Company for safe keeping.
- 15) Based on the above reports, resolution as set out in the Notice were passed with requisite majority.



CS. Yacob Pothumuriyil Ouseph

Practising Company Secretary
02nd Floor, Kalarikkal Building,
Karingachira, Tripunithura,
Kochi, Ernakulam, Kerala – 682301
M. No. 50329 & COP No. 18503
UDIN: A050329E000243071

Place: Kochi

Date: 03.05.2023