
Consolidated Scrutinizer's Report

(Pursuant to section 108 and 109 of the Companies Act, 2013 read with SS2 and Rule 20(xi) and 21(2) of the Companies [Management and Administration] Rules, 2013 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

To,
The Chairman
MEMG Securities Limited,
N-115, 1st Floor, Manipal Centre,
Dickenson Road,
Bangalore - 560042.

Dear Sir,

Sub: Consolidated Scrutinizer's Report on Annual General Meeting ("26th AGM") of the Equity Shareholders of MEMG Securities Limited held on 30th September, 2021 at 04.00 PM through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM').

I, S.N.Mishra, Practicing Company Secretary, having office at No. P 41, 9th A Main, LIC Colony, Jeevanbhima Nagar, Bangalore - 560075, was appointed as the Scrutinizer of MEMG SECURITIES LIMITED ("**the Company**") for the purpose of scrutinizing the remote e-voting process as well as voting by the Members of the Company through '**Central Depository Services (India) Limited (CDSL)**' at the AGM, to scrutinize the conduct of e-voting in a fair and transparent manner as per the provisions of Companies Act, 2013 read with Rule 20 of the Companies [Management and Administration] Rules, 2014 and to scrutinize the electronic voting provided during the AGM through 'Central Depository Services (India) Limited (CDSL)' pursuant to the Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, issued by the Ministry of Corporate Affairs (MCA) and ascertaining the requisite majority on below mentioned resolutions, at the AGM of the Equity Shareholders of the Company.

The compliance with the provisions of (i) the Companies Act, 2013 and the Rules made thereunder and (ii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and (iii) Circular No. 14/2020 and 17/2020, relating to voting through remote e-voting and electronic voting on **Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM')** by the shareholders on the resolutions proposed in the notice of the AGM of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process, both through remote e-voting process and electronic voting by use of **VC/OAVM** at the AGM, 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 system provided by Central Depository Services (India) Limited (CDSL) at the AGM.

I submit herewith my Consolidated Scrutinizer's Report as under:

1. The e-voting remained opened from 27th September 2021 (9.00 AM) to 29th September 2021 (5.00 PM)
2. The Members holding shares as on the "cut off" date i.e. 23rd September 2021 were entitled to vote on the proposed resolutions (Item No.1 and Item No.2 out in the Notice of AGM of the Company).
3. At the AGM held through Video Conferencing (VC) or Other Audio-Visual Means (OAVM), facility for voting through 'Central Depository Services (India) Limited (CDSL)'- electronically was provided to the members to enable them to exercise their voting rights on the Resolutions as contained in the AGM Notice. Pursuant to the Circular No. 14/2020 dated April 8, 2020, issued by the MCA, the facility to appoint a proxy to attend and cast vote for the members was not made available for the AGM. However, Body Corporates were entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
4. Shareholders/ Members, who were present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, were eligible to vote through e-Voting provided by 'Central Depository Services (India) Limited (CDSL)'- electronically . Shareholders/ Members who have voted through Remote e-Voting prior to the AGM were not eligible to vote again during the meeting.
5. The votes were unblocked on 30th September 2021 at around 05.30 PM in the presence of two witnesses namely Mr. Sunil Mishra & Mr. Sumanth More residing at Bangalore who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name: Sunil Mishra

Name: Sumanth More

6. Thereafter the details containing, interalia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of www.Evotingindia.com
 7. The result of the e-voting, voting at the AGM through 'Central Depository Services (India) Limited (CDSL)'- electronically is as under.
- (a) **Resolution 1- To receive consider and adopt the audited financial statements for the year ended 31 March 2021 and the report of directors and auditors thereon (As Ordinary Resolution)**

Voted in favour of the resolution.

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
E-voting	23	2562653	100
CDSL (electronically at EGM)	0	0	0
Total	23	2562653	100

Voted against the resolution.

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
E-voting	0	0	0
CDSL (electronically at EGM)	0	0	0
Total	0	0	0

Invalid votes

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
E-voting	0	0	0
CDSL (electronically at EGM)	0	0	0
Total	0	0	0

The resolution passed unanimously

- (b) **Resolution 2- To appoint a Director in place of Mr Rajesh Krishna Swamy Moorti (DIN 01480683) who retires by rotation and being eligible offers himself for re appointment (As Ordinary Resolution)**

Voted in favour of the resolution.

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
E-voting	23	2562653	100
CDSL (electronically at EGM)	0	0	0
Total	23	2562653	100

Voted against the resolution.

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
E-voting	0	0	0
CDSL (electronically at EGM)	0	0	0
Total	0	0	0

Invalid votes

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
E-voting	0	0	0
CDSL (electronically at EGM)	0	0	0
Total	0	0	0

The resolution passed unanimously

8. The register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairperson considers, approves, signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Director/Chairman for safe keeping.

Thanking you,

Yours faithfully,

Signature

Name : S. N. Mishra

Company Secretary

Place: Bangalore

Date: October 02, 2021

C.P.No. : 4684

FCS No. : 6143

UDIN NO.: F006143C001072153