



**PATEL INTEGRATED LOGISTICS LIMITED**

**(CIN: L71110MH1962PLC012396)**

**Registered Office: Patel House, 5<sup>th</sup> Floor, Plot No. 48, Gazdarbandh,  
North Avenue Road, Santacruz (West), Mumbai-400054**

**CONSOLIDATED SCRUTINISER'S  
REPORT**

**ON**

**THE E-VOTING PROCESS (REMOTE E-VOTING) AND  
ELECTRONIC VOTING ( E-VOTING) CONDUCTED AT THE  
60<sup>TH</sup> ANNUAL GENERAL MEETING OF PATEL INTEGRATED  
LOGISTICS LIMITED HELD THROUGH VIDEO  
CONFERENCING ("VC")/ OTHER AUDIO VISUAL MEANS  
("OVAM") ON TUESDAY, AUGUST 23, 2022**



**C.S. C.A. Dinesh Kumar Deora**  
**Company Secretaries**

[Registered Valuer - Securities & Financial Assets and Insolvency Resolution Professional]

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**Report of the Scrutinizer**  
**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of Companies**  
**(Management and Administration) Rules, 2014 as amended]**

To,  
The Chairperson

Of 60<sup>th</sup> Annual General Meeting of the Members of PATEL INTEGRATED LOGISTICS LIMITED held on Tuesday, August 23, 2022 at 11:00 a.m. (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM")

Dear Madam,

I, Dinesh Kumar Deora, Practicing Company Secretary, having my Office at 205, 2<sup>nd</sup> Floor, Nadiadwala Market, Poddar Road, Malad (East), Mumbai-400097, appointed by the Board of PATEL INTEGRATED LOGISTICS LIMITED ("The Company") as the Scrutinizer for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) conducted at the 60<sup>th</sup> Annual General Meeting ("AGM") pursuant to the provisions of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the 60<sup>th</sup> AGM of the Company held *through Video Conferencing ("VC") / Other Audio Visual Means ("OVAM")* on Tuesday, August 23, 2022 at 11:00 a.m. (IST). I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

I submit report as under:

- a) The AGM is held in compliance with the MCA General Circular No. 2/2022 dated May 5, 2022 read with General Circular Nos. 20/2020 dated May 5, 2020, Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 02/2021 dated 13.01.2021 (hereinafter collectively referred to as "MCA Circulars") and SEBI Circular SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 read with SEBI circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 regarding holding of the AGM through Video Conferencing (VC) / Other Audi-Visual Means (OAVM), without the physical presence of the Members at a common venue and as confirmed by the Company, the Notice of the AGM along with the Annual Report 2021-22 has been sent on 1st August, 2022 only through electronic mode to those Members whose e-mail addresses are registered with the Company, RTA or CDSL / NSDL ("Depositories")



- b) The Compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to e-Voting (which includes remote e-Voting and the electronic voting, provided at the AGM) to the Members on the resolutions proposed in the Notice calling the 60<sup>th</sup> AGM of the Company was the responsibility of the Management. My responsibility as a scrutinizer was to ensure that the voting process is conducted in a fair and transparent manner, *and render a consolidated scrutinizer's report on the voting to the Chairman* on the resolutions.
- c) The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by *Central Depository Services Limited ("CDSL")*.
- d) The Members of the Company as on the "cut-off" date i.e. Tuesday, August 16, 2022 were entitled to vote on the resolution *no's 1 to 8 as set out in the notice of AGM*.
- e) The remote e-voting period commenced on Saturday, August 20, 2022 at 09:00 a.m. (IST) and concluded on Monday, August 22, 2022 at 5:00 p.m. (IST).
- f) At the 60<sup>th</sup> AGM of the Company held on Tuesday, August 23, 2022, the facility to vote through electronic voting system had been provided to facilitate voting for those Members who were present at the Meeting through VC/OAVM but could not participate in the Remote e-Voting to record their votes on the resolutions to be passed.
- g) After the closure of the e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked on Tuesday, August 23, 2022 around 12.10 p.m. in the presence of two witnesses who are not in the employment of the Company.
- h) *I hereby submit a consolidated scrutinizer's report pursuant to rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice of the aforesaid 60<sup>th</sup> AGM based on the scrutiny of remote e-voting and the electronic voting at the AGM and votes cast therein based on the data downloaded from the Central Depository Services Limited ("CDSL")*.
- i) The results of the Remote e-Voting together with that of the voting through electronic voting system conducted at the AGM through VC/OAVM are as under:

#### 1. RESOLUTION NO. 1 AS AN ORDINARY RESOLUTION

To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2022 including the Audited Balance Sheet as at 31st March, 2022 and the Statement of Profit and Loss Account & Cash Flow Statement for the year ended 31st March, 2022 and the Reports of the Board of Directors and Auditors thereon.



(i) Voted in favour of the resolution:

Particulars of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Fully Paid Ordinary Shares	95	7544388	28.86
Partly paid Ordinary Shares	37	18595466	71.14
<b>TOTAL</b>	<b>132</b>	<b>26139854</b>	<b>100.00%</b>

(ii) Voted against the resolution:

Particulars of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Fully Paid Ordinary Shares	0	0	0
Partly paid Ordinary Shares	0	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0</b>

(iii) Invalid Votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes held by them
Fully Paid Ordinary Shares	0	0
Partly paid Ordinary Shares	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

Thus, the Ordinary Resolution as contained in Item No. 1 of the Notice dated 1<sup>st</sup> August, 2022 is passed with REQUISITE MAJORITY.

## 2. RESOLUTION NO. 2 AS AN ORDINARY RESOLUTION

To declare a dividend on the Equity Shares @ Rs. 0.10 per share on the face value of Rs. 10/- each for the financial year ended 31<sup>st</sup> March, 2022.

(i) Voted in favour of the resolution:

Particulars of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Fully Paid Ordinary Shares	95	7544388	28.86
Partly paid Ordinary Shares	37	18595466	71.14
<b>TOTAL</b>	<b>132</b>	<b>26139854</b>	<b>100.00%</b>

(ii) Voted against the resolution:



Particulars of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Fully Paid Ordinary Shares	0	0	0
Partly paid Ordinary Shares	0	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0</b>

(iii) **Invalid Votes:**

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes held by them
Fully Paid Ordinary Shares	0	0
Partly paid Ordinary Shares	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

Thus, the **Ordinary Resolution** as contained in Item No. 2 of the Notice dated 1<sup>st</sup> August, 2022 is passed with **REQUISITE MAJORITY**.

**3. RESOLUTION NO. 3 AS AN ORDINARY RESOLUTION**

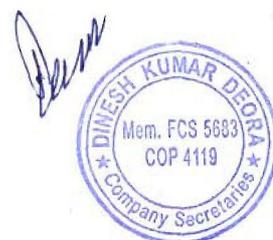
To appoint a Director in place of Ms. Jasmin Lalla (DIN: 00074858), who retires by rotation and being eligible, offers himself for re-appointment.

(i) **Voted in favour of the resolution:**

Particulars of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Fully Paid Ordinary Shares	93	7544133	28.86
Partly paid Ordinary Shares	37	18595466	71.13
<b>TOTAL</b>	<b>130</b>	<b>26139599</b>	<b>99.999%</b>

(ii) **Voted against the resolution:**

Particulars of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Fully Paid Ordinary Shares	2	255	0.001
Partly paid Ordinary Shares	0	0	0
<b>TOTAL</b>	<b>2</b>	<b>255</b>	<b>0.001%</b>



(iii) Invalid Votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes held by them
Fully Paid Ordinary Shares	0	0
Partly paid Ordinary Shares	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

Thus, the Ordinary Resolution as contained in Item No. 3 of the Notice dated 1<sup>st</sup> August, 2022 is passed with REQUISITE MAJORITY.

4. RESOLUTION NO. 4 AS AN ORDINARY RESOLUTION

Re-appointment of Statutory Auditors Ms. Hitesh Shah & Associates, Chartered Accountant for a period of five years.

(i) Voted in favour of the resolution:

Particulars of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Fully Paid Ordinary Shares	93	7544133	28.86
Partly paid Ordinary Shares	37	18595466	71.13
<b>TOTAL</b>	<b>130</b>	<b>26139599</b>	<b>99.999%</b>

(ii) Voted against the resolution:

Particulars of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Fully Paid Ordinary Shares	2	255	0.001
Partly paid Ordinary Shares	0	0	0
<b>TOTAL</b>	<b>2</b>	<b>255</b>	<b>0.001%</b>

(iii) Invalid Votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes held by them
Fully Paid Ordinary Shares	0	0
Partly paid Ordinary Shares	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

Thus, the Ordinary Resolution as contained in Item No. 4 of the Notice dated 1<sup>st</sup> August, 2022 is passed with REQUISITE MAJORITY.



## 5. RESOLUTION NO. 5 AS A SPECIAL RESOLUTION

Re-appointment of Mr. Hari Nair (DIN: 02362137) as a Managing Director of the Company.

(i) Voted in favour of the resolution:

Particulars of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Fully Paid Ordinary Shares	93	7544133	28.86
Partly paid Ordinary Shares	37	18595466	71.13
<b>TOTAL</b>	<b>130</b>	<b>26139599</b>	<b>99.999%</b>

(ii) Voted against the resolution:

Particulars of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Fully Paid Ordinary Shares	2	255	0.001
Partly paid Ordinary Shares	0	0	0
<b>TOTAL</b>	<b>2</b>	<b>255</b>	<b>0.001%</b>

(iii) Invalid Votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes held by them
Fully Paid Ordinary Shares	0	0
Partly paid Ordinary Shares	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

Thus, the Special Resolution as contained in Item No. 5 of the Notice dated 1<sup>st</sup> August, 2022 is passed with REQUISITE MAJORITY.

## 6. RESOLUTION NO. 6 AS AN ORDINARY RESOLUTION

Change in designation of Mr. Mahesh Fogla (DIN: 05157688) from Non-Executive Director to Executive Director of the Company.

(i) Voted in favour of the resolution:

Particulars of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Fully Paid Ordinary Shares	93	7544133	28.86
Partly paid Ordinary Shares	37	18595466	71.13
<b>TOTAL</b>	<b>130</b>	<b>26139599</b>	<b>99.999%</b>



(ii) Voted against the resolution:

Particulars of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Fully Paid Ordinary Shares	2	255	0.001
Partly paid Ordinary Shares	0	0	0
<b>TOTAL</b>	<b>2</b>	<b>255</b>	<b>0.001%</b>

(iii) Invalid Votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes held by them
Fully Paid Ordinary Shares	0	0
Partly paid Ordinary Shares	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

Thus, the Ordinary Resolution as contained in Item No. 6 of the Notice dated 1<sup>st</sup> August, 2022 is passed with REQUISITE MAJORITY.

#### 7. RESOLUTION NO. 7 AS AN ORDINARY RESOLUTION

Appointment of Ms. Bindiya Raichura (DIN: 02579891) as a Director of the Company.

(i) Voted in favour of the resolution:

Particulars of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Fully Paid Ordinary Shares	94	7544308	28.86
Partly paid Ordinary Shares	37	18595466	71.13
<b>TOTAL</b>	<b>131</b>	<b>26139774</b>	<b>99.9997%</b>

(ii) Voted against the resolution:

Particulars of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Fully Paid Ordinary Shares	1	80	0.003
Partly paid Ordinary Shares	0	0	0
<b>TOTAL</b>	<b>1</b>	<b>80</b>	<b>0.0003%</b>

(iii) Invalid Votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes held by them
Fully Paid Ordinary Shares	0	0



Partly paid Ordinary Shares	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

Thus, the **Ordinary Resolution** as contained in Item No. 7 of the Notice dated 1<sup>st</sup> August, 2022 is passed with **REQUISITE MAJORITY**.

#### 8. RESOLUTION NO. 8 AS A SPECIAL RESOLUTION

**Alteration of the Object Clause of the Memorandum of Association of the Company.**

(i) Voted in favour of the resolution:

Particulars of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Fully Paid Ordinary Shares	94	7544213	28.86
Partly paid Ordinary Shares	36	18595456	71.13
<b>TOTAL</b>	<b>130</b>	<b>26139669</b>	<b>99.9993%</b>

(ii) Voted against the resolution:

Particulars of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Fully Paid Ordinary Shares	1	175	99.992%
Partly paid Ordinary Shares	1	10	0
<b>TOTAL</b>	<b>2</b>	<b>185</b>	<b>0.0007%</b>

(iii) Invalid Votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes held by them
Fully Paid Ordinary Shares	0	0
Partly paid Ordinary Shares	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

Thus, the **Special Resolution** as contained in Item No. 8 of the Notice dated 1<sup>st</sup> August, 2022 is passed with **REQUISITE MAJORITY**.



All the relevant records of voting is under my safe custody until the Chairperson considers, approves and signs the Minutes of the 60<sup>th</sup> Annual General Meeting and the same shall be handed over to the Chairperson or the Company Secretary of the Company for safe keeping.

Thanking You,  
Sincerely,



**Dinesh Kumar Deora**  
Practising Company Secretary  
FCS No. 5683 CP No. 4119  
[UDIN: F005683D000831002]



Place: Mumbai

Date: August 23, 2022