

SCRUTINIZER'S REPORT

Scrutinizer Report on Remote E-Voting in Respect of Resolutions Proposed through Postal Ballot
(Pursuant to Sections 108 & 110 of the Companies Act, 2013 read with Rules 20 and 22 of the
Companies (Management and Administration) Rule 2014)

To

Mr. Sandeep Jain
Chairman & Managing Director
Lorenzini Apparels Limited
C-64, Okhla Industrial Area Phase-I
New Delhi-110020

Sub: Report of Scrutinizer on Voting Process (including Physical Postal Ballot and Remote E-voting) conducted pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 ('the Act') read with Companies (Management and Administration) Rules, 2014

Dear Sir,

The Board of Directors of Lorenzini Apparels Limited ("the Company") issued postal ballot notice dated 12th February 2023 (hereinafter referred as "Notice") and decided to provide to the members of the Company, facility to exercise their voting rights on the resolutions as set out in the notice by way of postal ballot process through electronic voting process ("remote e-voting") as required under the provisions of Section 108 and 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014.

In terms of the Circular No. No. 14/2020 dated April 8, 2020, General Circular No. L7/2020 dated April 13, 2020, General Circular No. 2012020 dated 5 May, 2020, General Circular No. 22/2020 dated 15 June, 2020, General Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 (collectively referred as the "MCA Circulars"). The hard copy of this Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelopes were not sent to the members for the postal ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the members would take place through the remote e-voting system only. To facilitate such members to receive this notice electronically and cast their vote electronically, the Company had made arrangement for registration of email addresses in terms of the MCA Circulars. The Notice had also been placed on website of the Company at <https://www.edgindia.com> and e-voting website at <https://www.edgindia.com> and was also available on the website of stock exchanges at www.bseindia.com and www.nseindia.com.

We, M/s. Anuj Gupta & Associates., Company Secretaries (FRN:S2015DL314800) having office at Office No.3, Ground Floor, Ashram Chowk, 102-G/1, Hari Nagar Ashram, New Delhi-110014, was appointed as the Scrutinizer by the Board of Directors of the Company vide resolution passed on 12th February, 2024 as required under Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 for the purpose of



Anuj Gupta
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scrutinizing the results of postal ballot process through electronic voting process ("remote e-voting") in a fair and transparent manner

Management's Responsibility

The management of the Company is responsible to ensure compliances with the requirements of the relevant provisions of (i) Companies Act, 2013 and the Rules made thereunder and (ii) the SEBI (Listing obligation & Disclosure Requirements) Regulations 2015, (LODR), relating to postal ballot voting including voting by electronic means for the resolutions stated in the Postal Ballot Notice.

Further to above, I submit my report as under

1. The members of the Company whose names were recorded in the Register of Members or in the Register of Beneficial Owners maintained in the depositories as on the Cut-off date i.e. Friday, February 09, 2024 were entitled to vote on the Resolutions in the notice.
2. The Postal ballot notice was mailed electronically to the members who had registered their emails with the depositories.
3. The Company has published on February 14, 2024, an advertisement about the dispatch of Postal Ballot Notice in Financial Express (English) and Jansatta (Hindi).
4. The votes exercised through e-voting facility from 9.00 AM. (IST) on Wednesday, February 14, 2024 and will end at 5.00 PM (IST) on Thursday, March 14, 2024 and voting end at 5:00 p.m. on Thursday, March 14, 2024 being the last date of e-voting/remote e-voting; were considered for my scrutiny. The e-voting after 5:00 p.m. on Thursday, March 14, 2024 were not considered for my scrutiny.
5. After the closure of Voting period on Thursday, March 14, 2024, I have unblocked the electronic votes in the presence of two witnesses not in the employment of the Company.

Shivam Gupta

(Signature of witness)

Witness 1: Shivam Gupta.

Ayushi Pandey

(Signature of witness)

Witness 2: Ayushi Pandey

6. The details containing list of the shareholders who casted their votes electronically on each of the resolutions; was downloaded from the e-voting website of CDSL www.evotingindia.com.
7. I have scrutinized, downloaded and counted the votes casted through remote e-voting facility and their particulars have been recorded in accordance with the Companies (Management and Administration) Rules, 2014; for the purpose of this report.
8. No member has voted through both the modes i.e. remote e-voting as well as physical postal ballot

On proper scrutiny of all the Postal Ballot votes cast by way of e-voting, I report the result of the Postal Ballot as under

The result of the E-voting and Postal Ballot are as under:



Shivam Gupta
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RESOLUTION NO.1

Sub-division of face value of equity shares of the Company from Rs. 10/- (Rupees Ten Only) each to Re. 1/- (Rupee One) Each

Valid votes in favour of the Resolution			Valid votes against the Resolution			Abstain votes
No. of shareholders who cast the vote	No of valid votes	% of total valid votes	No. of shareholders who cast the vote	No of votes	% of total against votes	No.
33	7178985	99.9996	2	31	0.0004	-

RESOLUTION NO. 2

To increase the authorized share capital of the Company and consequent alteration in capital clause of the Memorandum of Association of the Company.

Valid votes in favour of the Resolution			Valid votes against the Resolution			Abstain votes
No. of shareholders who cast the vote	No of valid votes	% of total valid votes	No. of shareholders who cast the vote	No of votes	% of total against votes	No.
33	7178985	99.9996	2	31	0.0004	-

RESOLUTION NO. 3

Issue of bonus equity shares to the shareholders of the Company

Valid votes in favour of the Resolution			Valid votes against the Resolution			Abstain votes
No. of shareholders who cast the vote	No of valid votes	% of total valid votes	No. of shareholders who cast the vote	No of votes	% of total against votes	No.
33	7178985	99.9996	2	31	0.0004	-

Company may accordingly declare the results of the voting by postal ballot only by way remote E-voting.

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 Resolutions passed by way of Postal Ballot and the same will be handed over to the Company Secretary of the Company for safe keeping.



Restriction to use:

This report has been issued at the request of the Company for (i) Submission to Stock Exchanges, and(ii) Placing on website of the Company This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

I thank you for the opportunity given, to act as a Scrutinizer for the above Postal Ballot and E-voting process of your Company.

For Anuj Gupta & Associates
(Company Secretaries)



Cs Anuj Gupta
(Proprietor)

M.No.31025
COP No. 13025

FRN: S2015DE314800
UDIN: A031025E003586511

Date: 15/03/2024
Place: New Delhi