

Manish K & Associates

Company Secretaries

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Office: 214, Durga Chambers, DB Gupta Road, Karol Bagh, New Delhi - 110005

SCRUTINIZER'S REPORT

To,
The Chairman
Studds Accessories Limited
CIN: U25208HR1983PLC015135
Plot No, 918, Sector 68, IMT, Faridabad-121004, Haryana

Sub: Scrutinizer's Report on Postal Ballot voting through Remote E-Voting in respect of the resolution(s) set-out in the Postal Ballot Notice dated March 5, 2022.

Dear Sir,

I, **Manish Kumar**, partner, **Manish K & Associates**, Company Secretaries in whole time practice, having office at 214, Durga Chambers, D.B Gupta Road, Karol Bagh, New Delhi-110005 have been appointed as the Scrutinizer by the board of directors of Studds Accessories Limited ("the Company") to scrutinize the postal ballot conducted through remote e-voting process in fair and transparent manner, in respect of the items/ resolution(s) contained in the postal ballot notice dated March, 05 2022 ("Notice") issued in accordance with the provisions of Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020, the General Circular No. 39/2020 dated December 31, 2020, the General Circular No. 10/2021 dated June 23, 2021 and General Circular No. 20/2021 dated December 08, 2021, issued by the Ministry of Corporate Affairs ("MCA Circulars") (including any statutory modification or re-enactment thereof for the time being in force, and as amended from time to time).

In compliance with the provisions of the Act read with the rules made there under and MCA Circulars relating to postal ballot through e-voting is the responsibility of management of the Company. My responsibility as a Scrutinizer is to render Scrutinizer's Report of the total votes cast in favour or against if any, on the resolutions in fair and transparent manner.

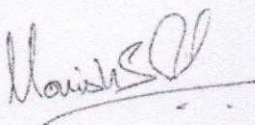
I hereby submit my report as under:

1. In terms of Section 108, 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and MCA Circulars, the Company has engaged the services of Link Intime Private Limited, (LINKINTIME), as the agency for the purpose of providing remote e-voting facility to its shareholders/ members.
2. The members of the Company whose names were recorded in the register of members or in the register of beneficial owners maintained by the depositories (in case of shares held in dematerialized form) as on the cut-off date i.e., Friday, March 11, 2022, were entitled to avail the facility of remote e-voting on the items / resolutions (item no.1 and 2) as set out in the Notice.
3. As stated in Rule 22 of Companies (Management and Administration) Rules, 2014, as amended, advertisements were published by the Company in "Business Standard in Hindi ("the vernacular Language") and "Business Standard" in English on March 16, 2022, confirming completion of dispatch of Notice of Postal Ballot and E-voting information by e-mail.

4. In terms of the Notice, e-voting commenced from Wednesday, March 16, 2022, at 09:00 a.m. (IST) and ends on Thursday, April 14, 2022, at 05:00 p.m. (IST). At the end of the remote e-voting period, remote e-voting facility was disabled by LINKINTIME forthwith.
5. The votes cast during the remote e-voting were unblocked on Thursday, April 14, 2022, at 05:01 p.m (IST) after conclusion of e-voting period for Postal Ballot and was witnessed by two witnesses (a) Ms. Naina Goel and (b) Mr. Bharat Narula who are not in employment of the Company or/ and LINKINTIME. They have signed below the confirmation of the same.
- a) Naina Goel
- b) Bharat Narula
6. Based on the report generated by LINKINTIME and relied upon by me, the result of remote e-voting on the items/ resolutions as set out in the Notice are attached as **Annexure-1** hereto.
7. Based on the aforesaid results, 2 (Two) **Special Resolution(s)**, as contained in Notice have been passed with requisite majority as per the provisions of the Companies Act, 2013.
8. Since there was no voting by physical ballot form, the question of keeping the physical postal ballot under my safe custody before commencing the scrutiny, reporting on number of envelopes containing postal ballot form received after due date and upto the date of this report, reporting on number of envelopes containing postal ballot form returned undelivered and reporting on finding of defaced or mutilated ballot paper does not arise.
9. I will be returning the register(s) and all other paper(s), if any, relating to remote e-voting on the items /resolutions (item no.1 and 2) as set out in the Notice to the Company after the Chairman considers, approves, and signs the minutes of the Postal Ballot.

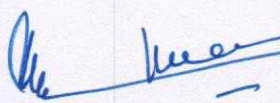
Thanking You,
Yours Truly,

For Manish K & Associates
Company Secretaries
(FRN: P2016DE087200)


CS Manish Kumar
Partner
ACS No: 43111, CP No: 15931
UDIN: A043111D000120485



Countersigned by


Mr. Madhu Bhushan Khurana
Chairman and Managing Director
Studds Accessories Limited
DIN: 00172770



Place: New Delhi
Dated: April 15, 2022

RESULTS ON POSTAL BALLOT VOTING THROUGH REMOTE E-VOTING

Annexure-1

SPECIAL BUSINESS(S)

ITEM NO. 1: SHIFTING OF REGISTERED OFFICE OF THE COMPANY WITHIN THE STATE OF HARYANA (SPECIAL RESOLUTION):

Particulars	Number of members who cast their valid votes	Total Number of valid votes cast through E-voting	Percentage (%) of votes cast
Votes in favour	17	12920004	99.9999
Votes Against	4	10	0.0001
Total	21	12920014	100

Mode of Voting	Number of members whose votes were declared invalid / Abstain from Voting:	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	-	-
Total	-	-

RESULT:

Special Resolution(s) under **Item No. 1** stand passed through postal ballot by remote e-voting process with requisite majority.

ITEM NO. 2: AMENDMENT OF THE OBJECT CLAUSE IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY (SPECIAL RESOLUTION):

Particulars	Number of members who cast their valid votes	Total Number of valid votes cast through E-voting	% of total member of valid votes cast
Votes in favour	17	12920004	99.9999
Votes Against	4	10	0.0001
Total	21	12920014	100

Mode of Voting	Number of members whose votes were declared invalid / Abstain from Voting:	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	-	-
Total	-	-

RESULT:

Special Resolution(s) under **Item No. 2** stand passed through postal ballot by remote e-voting process with requisite majority.