



MR & Associates

COMPANY SECRETARIES
(Peer Reviewed Firm)

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CONSOLIDATED SCRUTINIZER'S REPORT

(Voting through Remote e-voting, and e-voting on the day of the AGM)

[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014]

To,

The Chairman of the **Thirty-Sixth Annual General Meeting (AGM)** of the Members of PEERLESS FINANCIAL SERVICES LIMITED (CIN: U65993WB1988PLC044077), held on Friday, the 26th day of July, 2024 at 12:30 P.M. (IST) through Video Conferencing ("VC") /Other Audio Visual Means ("OAVM").

Dear Sir,

1. I, Mohan Ram Goenka, Company Secretary in Practice (FCS No. 4515, CP No. 2551), Partner of MR & Associates, was duly appointed as a Scrutinizer by the Board of Directors of PEERLESS FINANCIAL SERVICES LIMITED (the Company) for the purpose of Scrutinizing the process of voting through remote e-voting as well as venue voting on the date of the AGM on the resolutions contained in the notice dated May 29, 2024 ("Notice") issued in accordance with the Ministry of Corporate Affairs ("MCA") General Circulars No. 09/2023 dated September 25, 2023 read with General Circulars No.20/2020 dated May 5, 2020, No.02/2022 dated May 5, 2022 and No. 10/ 2022 dated December 28, 2022 (collectively referred to as 'MCA Circulars') which permitted convening the Annual General Meeting ("AGM"/ "Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the members at a common venue. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 ("the Act"), the AGM of the Company is being held through VC/OAVM. The AGM was convened on Wednesday, 26th July, 2024 at 12:30 P.M. IST through VC / OAVM.
2. The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic modes on the resolutions proposed in the Notice of Annual General Meeting of the Members of the Company dated May 29, 2024. My responsibility as a Scrutinizer for the e-voting process (i.e., through remote e-voting and e-voting at the AGM) is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice of the AGM of Company, based on the report generated from the e-voting system provided by National Securities Depository Limited (NSDL), the agency engaged by the Company to provide e-voting facility for voting through electronic means and the documents furnished to me electronically for my verification.
3. The Members holding equity shares as on the "cut-off date" i.e. July 19, 2024 were entitled to vote on the resolutions proposed in the Notice calling the Annual General Meeting.



4. In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and the Circulars issued by the Ministry of Corporate Affairs, the remote e-voting facility was kept open from Monday, July 22, 2024 (10:00 A.M. IST) till Thursday, July 25, 2024 (5.00 P.M. IST) and pursuant to MCA Circulars referred above, the Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the e-voting platform provided by NSDL.
5. After the closure of remote e-voting at the AGM, the report on voting done on the date of the AGM electronically and the votes cast under remote e-voting prior to the AGM were unblocked and were counted.
6. Based on the results made available to me, members have casted their votes either through remote e-voting facility and none of the members had casted its votes through e-voting during the AGM. The brief analysis of the results of the voting through Remote e-voting as well as venue voting during the AGM, based on the report generated by NDSL, scrutinized on test-check basis and relied upon by me, are as under:

Item No. 1- Ordinary Resolution:**Adoption of Financial Statements**

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		E-voting on date of AGM		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	27	36588522	0	0	27	36588522	100.00
Dissent	0	0	0	0	0	0	0.00
Total	27	36588522	0	0	27	36588522	100.00
Abstain / Invalid	-	-	-	-	-	-	-

Item No. 2 - Ordinary Resolution:**Reappointment of Mr. Asoke Kumar Mukhuty, Director (DIN: 00173745)**

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		E-voting on date of AGM		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	26	36587072	0	0	26	36587072	100.00
Dissent	0	0	0	0	0	0	0.00
Total	26	36587072	0	0	26	36587072	100.00
Abstain / Invalid	1	1450	-	-	-	-	-

*Mr. Asoke Kumar Mukhuty being interested in the said resolution, only his votes have been considered in Abstain / Invalid voting.



Item No. 3 – Ordinary Resolution

Change of designation of Mr. Abhishek Tania (DIN: 07651661) from Managing Director & Chief Executive Officer to non independent director with effect from 12th April 2024

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		E-voting on date of AGM		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	26	36588512	0	0	26	36588512	100.00
Dissent	0	0	0	0	0	0	0.00
Total	26	36588512	0	0	26	36588512	100.00
Abstain / Invalid	*1	*10	-	-	-	-	-

*Mr. Abhishek Tania being interested in the said resolution, only his votes have been considered in Abstain / Invalid voting.

7. Based on the foregoing, all the resolutions from 1 to 3 shall be deemed to have been passed unanimously.

All the relevant records / electronic data relating to the e-voting are under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the said AGM.

Place : Kolkata
Date : 26.07.2024



For MR & Associates
Company Secretaries
A Peer Reviewed Firm
Peer Review Certificate No.: 5598/2024

[M R Goenka]
Partner
C P No.: 2551
UDIN No.: F004515F000831121

Countersigned by:-