

SCRUTINIZER'S REPORT FOR REMOTE E-VOTING

[Pursuant to rule Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules,2015]

To,
The Chairman,
RACE ECO CHAIN LIMITED
Unit No.203,Plaza-P 3,Central Square,
Bara Hindu Rao,
New Delhi-110006

Dear Sir,

1. I, CS Hemant Kumar Sajnani, Proprietor of Hemant Kumar Sajnani & Associates, Company Secretary in practice, have been appointed as a Scrutinizer by the Board of Directors of **RACE ECO CHAIN LIMITED** (the 'Company') for the purpose of scrutinizing the e-voting by Members on Postal Ballot Notice pursuant to provisions of Section 108 of the Companies Act, 2013 ('Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('Rules') in respect of the resolutions contained in the Postal Ballot Notice. Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's Report on e-voting process on the resolutions proposed in Postal Ballot Notice of the Company based on the reports generated from the electronic voting system.

2. The Management of the Company is responsible to ensure the compliance with the requirements of (i) the Companies Act, 2013 and the Rules made thereunder; (ii) Ministry of Corporate Affairs ('MCA') Circulars; and (iii) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR') relating to e-voting process on the resolutions contained in the Postal Ballot Notice of the Company. The Management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.
3. My responsibility as a Scrutinizer for e-voting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Postal Ballot Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL") (the Authorized Agency engaged by the Company to provide remote e-voting facility, Bigshare Services Private Limited, the Registrar and Transfer Agent ('RTA') of the Company and the others papers / documents furnished to me electronically by the Company for my verification.
4. **Dispatch of Postal Ballot Notice**
 - (i) In accordance with General Circulars Nos. 14/2020 dated 8th April, 2020, General Circulars 17/2020 dated 13th April, 2020, General Circulars 22/2020 dated 15th June, 2020, General Circulars 33/2020 dated 28th September, 2020 and General Circulars 39/2020 dated 31st December, 2020 respectively issued by the Ministry of Corporate Affairs ('MCA Circulars') and SEBI (Issue of Capital and Disclosure Requirements) Regulation, 2018 and Regulation 277 of SEBI(ICDR) Regulation, 2018 read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the postal ballot notice will be sent only through electronic mode to all the Members of the Company who have registered their e-mail IDs with the Depository Participants/ Registrar and Transfer Agents ("RTA") of the Company and the manner of registration of e-mail IDs by the Members (both physical and demat) who are yet to register their e-mail IDs with the Company.



- (ii) In accordance with Rule 20 (4) (v) of the Companies (Management and Administration) Rules, 2014, a public notice by way of advertisement was published on 11th October, 2021 in 'The Pionner'(English) .and in 'The Pionner'(Hindi)inter-alia, specifying the period of book closure, date, time and the manner of voting through remote e-voting which remained opened from Tuesday, the 12th October,2021 (09.00 A.M.) to Wednesday, the 10th November, 2021 (5.00 P.M.) through NSDL.
- (iii) The Company hosted the postal ballot notice on its website, website of NSDL, the Agency providing the platform for remote e-voting and also intimated the same to BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE').
- (iv) The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by Bigshare Services Private Limited, the Registrar and Share Transfer Agents ('RTA') of the Company and the Depositories viz; National Securities Depository Limited ('NSDL'), the Company had completed the dispatch of Notice of postal ballot on 09th October,2021 by e-mail to 459 shareholders who had registered their email IDs with the Company / Depositories.

5. Cut-off Date

Voting rights were reckoned as on Wednesday, 12th May, 2021, being the 'cut-off date' for the purpose of deciding the entitlements of members for remote e-voting.

6. Remote e-voting process

(i) Agency for e-voting

The Company has appointed National Securities Depository Limited ('NSDL') as the agency for providing the platform for remote e-voting.

(ii) Remote e-voting period

Remote e-voting platform was open from Tuesday, the 12th October, 2021 (09.00 A.M.) to Wednesday, the 10th November, 2021 (5.00 P.M.) and members were

required to cast their votes electronically conveying their 'Assent' or 'Dissent' in respect of the resolutions (Item Nos. 1 to 2) as set out in the Notice of the Company, on the remote e-voting platform provided by 'NSDL'.

7. Counting Process

On completion of e-voting, we unblocked the results of the remote e-voting on the NSDL e-voting platform and downloaded the results.

8. Results

- (i) The results with respect to each item of business as set out in the postal ballot Notice dated 6th October, 2021 and the votes cast by the Shareholders through remote e-voting are as under:-

ITEM NO. 1 SPECIAL RESOLUTION FOR MIGRATION FROM BSE SME PLATFORM TO MAIN BOARD OF BSE AND NSE

Particulars	Remote E-voting		Percentage (%)
	Number	Votes	
Assent	7	43750	100
Dissent	0	0	0
Total	7	43750	100

Result: Based on the aforesaid result, we report that the Special Resolution in respect of Item No. 1 of the postal ballot Notice has been passed unanimously.

"In accordance with Regulation 277 of SEBI ICDR Regulations, 2018, the above-mentioned resolution shall be acted upon if and only if the votes cast by shareholders other than promoters in favour of the proposal amount to at least two times the number of votes cast

by shareholders other than promoter shareholders against the proposal. The voting patterns on the resolution no. 1 in compliance of the aforesaid Regulation 277 are as under:

Particulars	No. of Shareholders voted	No. of Votes	No. of Shareholders voted	No. of Votes
	Promoter		Non-promoter	
Assent	0	0	7	43750
Dissent	0	0	0	0
Total	0	0	7	43750

As the votes cast by shareholders other than promoters in favour of the proposal amount to more than two times the number of votes cast by shareholders other than promoter shareholders against the proposal for the migration from SME platform of BSE, the aforesaid resolution is also deemed to complied the conditions prescribed under Regulation 277 of SEBI ICDR Regulations, 2018.

ITEM NO.2 SPECIAL RESOLUTION FOR AMENDMENT IN THE ARTICLES OF ASSOCIATION

Particulars	Remote E-voting		Percentage (%)
	Number	Votes	
Assent	7	43750	100
Dissent	0	0	0
Total	7	43750	100

Result: Based on the aforesaid result, we report that the Special Resolution in respect of Item No. 2 of the postal ballot Notice has been passed unanimously.

- (ii) The above results may accordingly, be declared by the Chairman of the Company / any other person authorized by Chairman in writing. The Company is also hereby



HEMANT KUMAR SAJNANI & ASSOCIATES

Company Secretary

CHAMBERNO. 9, 10, BHR COMPLEX,
119/538-A, GUMTI NO. 5, KANPUR-208012

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instructed to put up the results on its Website and also that of "NSDL" and inform the BSE and NSE accordingly.

- (iii)** The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary for preserving safely.

Thanking you,

Yours Faithfully,

FOR HEMANT KUMAR SAJNANI & ASSOCIATES

Company Secretaries

(CS HEMANT KUMAR SAJNANI)

Proprietor

FCS No: 7348

CP No.: 14214

UDIN: F007348C001411575

Place: KANPUR

Date: 11/11/2021