



**Form No. MGT-13**

**Report of Scrutinizer**

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

To,  
Mr. NIKETBHAI MAHENDRABHAI SHAH, Chairman  
29<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of  
HILLTONE SOFTWARE AND GASES LIMITED,  
held on 29<sup>th</sup> September, 2022 at 03:30 p.m.  
through Video Conferencing/ Other Audio Visual Means (VC/OAVM)

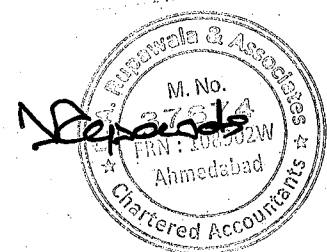
Dear Sir,

**Sub: Consolidated Scrutinizer's Report on Remote E-voting and E-voting during 29<sup>th</sup> AGM of HILLTONE SOFTWARE AND GASES LIMITED (the 'Company')**

I, D. A. Rupawala, Proprietor of M/s. D.A. Rupawala & Associates, Chartered Accountants, have been appointed as Scrutinizer by the Board of Directors of M/s. HILLTONE SOFTWARE AND GASES LIMITED (the Company), pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, to scrutinize the remote e-voting process and e-voting process at the 29<sup>th</sup> Annual General Meeting of M/s. HILLTONE SOFTWARE AND GASES LIMITED held on Thursday, 29<sup>th</sup> September, 2022 at 03:30 p.m. through VC/ OAVM. I submit my report as under:

- (i) The Company has provided remote e-voting facility as well as e-voting facility during the AGM offered by National Depository Services (India) Limited (NSDL) for casting the votes electronically by the shareholders of the Company.
- (ii) The shareholders of the Company holding shares as on the "cut-off" date i.e. on 21<sup>st</sup> September, 2022 were entitled to vote on the resolutions as set out in the Notice of the 29<sup>th</sup> AGM.
- (iii) The voting period for remote e-voting commenced from Saturday, 24<sup>th</sup> September, 2022 at 9:00 a.m. and concluded on Wednesday, 28<sup>th</sup> September, 2022 at 5:00 p.m. and thereafter the NSDL remote e-voting platform was blocked.

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- (iv) The Company had provided e-voting facility to the members who attended the AGM through VC / OAVM and had not voted on resolutions through remote e-voting, to cast their vote during the AGM.
- (v) After the completion of the e-voting process at the AGM, the votes cast through e-voting at the AGM and through remote e-voting facility were unblocked and downloaded from the e-voting website of NSDL (<https://www.evoting.nsdl.com>) in the presence of two witnesses, who are not in the employment of the Company.

(vi) I have scrutinized and reviewed the remote e-voting and voting during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The management of the Company is responsible to ensure the compliance with the requirements of the Act, Rules, circulars issued from time to time relating to voting through electronic voting system on the resolutions as set out in the Notice of the 29<sup>th</sup> AGM of the Members of Company. My responsibility as a Scrutinizer for the remote e-voting and e-voting during the AGM is restricted in making a Scrutinizer's Report of the votes cast "IN FAVOUR" or "AGAINST" on the resolutions stated in the Notice, based on the reports generated from the e-voting system of NSDL, the authorized agency engaged by the Company.

The Consolidated report of remote e-voting as well as e-voting during the AGM is as under:

> **ORDINARY BUSINESS:**

I. **Resolution No. 1:-** As an Ordinary Resolution

(a) To receive consider and adopt the audited financial statements of the Company for 2021-2022

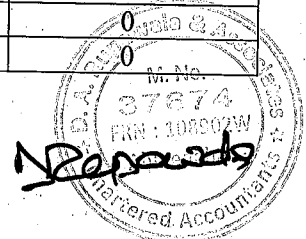
(i) Voted in favour of the resolution:

Mode of voting	Number of members who voted through	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	18	8,85,100.000	100
E-voting at the AGM	0	0	0
<b>Total :</b>	<b>18</b>	<b>8,85,100.000</b>	<b>100</b>

(ii) Voted against the resolution:

Mode of voting	Number of members who voted through	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
E-voting at the AGM	0	0	0
<b>Total :</b>	<b>0</b>	<b>0</b>	<b>0</b>

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(iii) Invalid votes

Mode of voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0
E-voting at the AGM	0	0
<b>Total :</b>	<b>0</b>	<b>0</b>

II. Resolution No. 2:- As an Ordinary Resolution

To appoint a Director in place of Mrs Sapna M Shah DIN 08615859

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

Mode of voting	Number of members who voted through	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	18	8,85,100.000	100
E-voting at the AGM	0	0	0
<b>Total :</b>	<b>18</b>	<b>8,85,100.000</b>	<b>100</b>

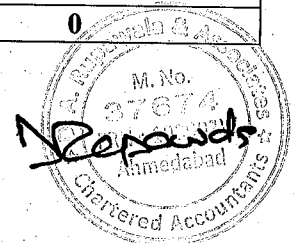
(ii) Voted **against** the resolution:

Mode of voting	Number of members who voted through	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting			
E-voting at the AGM			
<b>Total :</b>			

(iii) Invalid votes

Mode of voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0
E-voting at the AGM	0	0
<b>Total :</b>	<b>0</b>	<b>0</b>

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*D.A. Rupawala & Associates*

CHARTERED ACCOUNTANT

All the relevant records relating to remote e-voting and e-voting during the AGM will remain in our safe custody until the Chairman approves and signs the minutes of the 29<sup>th</sup> Annual General Meeting and the same shall thereafter be handed over to the Company Secretary.

Thanking you,  
Yours faithfully,

Counter Signed

D.A. Rupawala  
Proprietor of

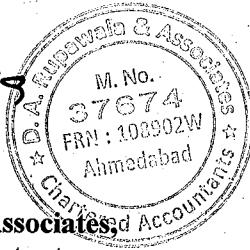
D.A Rupawala & Associates,

Chartered Accountants

Membership No. 37674

Scrutinizer

UDIN: 22037674AXNEUA2189



ABIRA IDRIS MANSURI

Company Secretary & Compliance Officer  
(Duly authorized by the Chairman of the Company)

Date : 29<sup>th</sup> September, 2022

Place: Ahmedabad

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