



EMKAY TOOLS

EMKAY TAPS AND CUTTING TOOLS LTD.

Registered Office & factory Address: B-27 & B-27/1, M.I.D.C. Industrial Area, Hingna Road, Nagpur-440016 (India)
CIN: L29220MH1995PLC091091

VOTING RESULTS OF THE 1st EXTRA ORDINARY GENERAL MEETING (EGM) PURSUANT TO REGULATION 44 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Date of EGM	May 02 2024
Total number of shareholders on cut-off date (i.e., as on April 26, 2024)	369
No. of shareholders present in the meeting either in person or through proxy:	29
Promoter(s) and Promoter(s) group	05
Public	24
No. of shareholders attended the meeting through Video Conferencing:	
Promoter(s) and Promoter(s) group	NA
Public	NA



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ANNEXURE -I

Agenda- wise disclosure (to be disclosed separately for each agenda item) : Resolution No. 1

Special Business

To Approve scheme of arrangement between Emkay Taps and Cutting Tools Ltd and Emkay Tools Ltd.

Resolution required: (Ordinary/ Special) : Special

Whether promoter/ promoter group are interested in the agenda/resolution: Yes



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Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Invalid Votes [8]
Promoter and Promoter Group	E-Voting	8002800	1755240	21.93	1755240	0	21.93	0	0
	Poll		6247560	78.07	6247560	0	78.07	0	0
	Postal ballot (if Applicable)		0	0	0	0	0	0	0
	Total valid		8002800	100	8002800	0	100.00	0	0
Public-Institutional holders	E-Voting	0	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0
	Postal ballot (if Applicable)		0	0	0	0	0	0	0
	Total Valid		0	0	0	0	0	0	-
Public- Non Institutions	E-Voting	2323800	150600	6.48	150600	0	6.48	0	0
	Poll		1088400	93.52	2173200	0	93.52	0	0
	Postal ballot (if Applicable)		0	0	0	0	0	0	0
	Total Valid		2323800	100	2323800	0	100.00	0	0
Total		10326600	10326600	100	10326600	0	100	0	0

CS ROSHAN HARDE ACS, B. Com	H. ROSHAN & ASSOCIATES
	COMPANY SECRETARIES
	Business Plaza, Ground Floor, 6 Farmland
	Central Bazar Road, Near Lokmat Square,
	NAGPUR-440010.
Phone:2437195,2438181 FAX: 0712-2435068	

**Consolidated Report of Scrutinizer on Remote e-voting and electronic voting at the
Hon'ble National Company Law Tribunal (Hon'ble NCLT) convened Meeting of Equity
Shareholders**

To

Mr. Vipul Joshi

Chairperson appointed by the Hon'ble NCLT, Mumbai Bench

for the Hon'ble NCLT Convened meeting of equity shareholders (**hereinafter referred to as "the Meeting"**) of **Emkay Taps and Cutting Tools Limited** (**hereinafter referred to as "the Company"**), held on Thursday, May 2, 2024, at 11:00 AM, pursuant to the Order dated March 13, 2024, at the registered office of the Company.

A. I, **Roshan Harde, Practicing Company Secretary** have been appointed by the Hon'ble NCLT, Mumbai Bench - II, by its Order dated March 13, 2024, as **"the Scrutinizer"** to conduct the following:

- (i). **Remote e-voting process** done by the shareholders of the Company
- (ii). **Ballot or Polling Paper** at the venue of the meeting held on Thursday, May 2, 2024, at 11:00 AM

in terms of provisions of the Companies Act, 2013 (hereinafter referred to as "the Act") read with Rules issued there under, the Hon'ble NCLT Order dated March 13, 2024, and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

B. Pursuant to the Order of the Hon'ble NCLT, Mumbai Bench – II and applicable provisions of the Companies Act, 2013, the Company has confirmed that the Electronic copy of the Notice for NCLT convened meeting of Equity Shareholders of the Company along with the process of electronic voting at the meeting and the remote e-voting were sent to the shareholders whose e-mail addresses are registered with the



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Company/Depository Participant(s) for communication purposes and courier to those Equity Shareholders whose e-mail ids are not registered with the Company.

- C. The Company had appointed National Securities Depository Limited (NSDL) for conducting the electronic voting by the shareholders of the Company at the Meeting. After the time fixed for closing of electronic voting at Meeting by the Chairman, voting was closed, and votes cast were unblocked.
- D. The Company had availed the remote e-voting facility provided by NSDL for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on 9:00 Monday, April 29, 2024, at 9 AM (IST) and ended on Wednesday, May 1, 2024, at 5 PM (IST) and the NSDL remote e-voting portal was blocked for voting thereafter.
- E. The notice along with all the annexures are being sent to all the equity shareholders whose names appear in the register of members/list of beneficial owners on Tuesday, March 26, 2024. Further, an advertisement in respect of the notice of the meeting was also published in 'The Indian Express' in English, and 'Loksatta' in Marathi on Thursday, 28th March 2024.
- F. The cut-off date was Friday, April 26, 2024, for the purpose of deciding the Equity Shareholders entitled to vote through e-voting and remote e-voting by the equity shareholders on the resolution seeking their approval.
- G. On the basis of the votes exercised by the shareholders of the Company by way of remote e-voting prior to Meeting and Ballot voting at the Meeting of the Company held on Thursday, May 2, 2024, I have issued this Consolidated Scrutinizer's Report dated 02nd May, 2024.



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H. Votes cast by public shareholders (excluding promoter & promoter group, subsidiaries and associates of the Company) as required under Part I(A)(IO)(b) of the Securities and Exchange Board of India Circular SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated 20th June 2023 (SEBI Scheme Circular).

(i). Voted in **favour** of the Resolution: -

Mode of Voting	No. of Public Shareholders	No. of Votes cast by Public Shareholders	% of total no. of valid votes cast
Remote E-Voting	55	150,600	6.49%
Voting through Ballot or Polling Paper	25	21,73,200	93.51%
Total	80	23,23,800	100.00%

(ii). Voted **against** of the Resolution: -

Mode of Voting	No. of Public Shareholders	No. of Votes cast by Public Shareholders	% of total no. of valid votes cast
Remote E-Voting	0	0	0
Voting through Ballot or Polling Paper	0	0	0
Total	0	0	0

(iii). Invalid Votes: -



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Mode of Voting	No. of Public Shareholders	No. of Votes cast by Public Shareholders	% of total no. of valid votes cast
Remote E-Voting	0	0	0
Voting through Ballot or Polling Paper	0	0	0
Total	0	0	0

I. Votes cast by equity shareholders of the Company: -

(i). Voted in **favour** of the Resolution: -

Mode of Voting	No. of equity shareholders	No. of votes cast by equity shareholders	% of total no. of valid votes cast
Remote E-Voting	59	19,05,840	18.46%
Voting through Ballot or Polling Paper	27	84,20,760	81.54%
Total	86	1,03,26,600	100.00%

(ii). Voted **against** of the Resolution: -

Mode of Voting	No. of equity shareholders	No. of votes cast by equity shareholders	% of total no. of valid votes cast
Remote E-Voting	0	0	0



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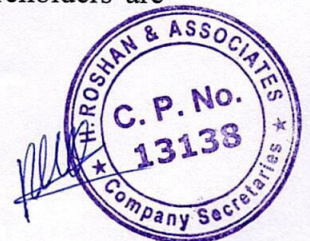
Voting through Ballot or Polling Paper	0	0	0
Total	0	0	0

(iii). Invalid Votes: -

Mode of Voting	No. of equity shareholders	No. of votes cast by equity shareholders	% of total no. of valid votes cast
Remote E-Voting	0	0	0
E-Voting at the Meeting	0	0	0
Voting through Ballot or Polling Paper	0	0	0
Total	0	0	0

Pursuant to the provisions of Section 230 to 232 read with Section 66 of the Companies Act, 2013, the votes cast by majority of persons representing three fourth in value of the equity shareholders in favor of the proposed resolution.

Further, pursuant to the SEBI Scheme Circular, the votes cast by the public equity shareholders in favor of the proposed resolution are more than the number of votes cast by the public equity shareholders against it, the Composite Scheme of Arrangement between Emkay Taps and Cutting Tools Limited (“the Demerged Company”) and Emkay Tools Limited (“the Resulting Company”) their respective shareholders are approved.



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Pursuant to Hon'ble NCLT Order dated March 13, 2024, we are submitting this consolidated report on the results of remote e-voting together with the results of the electronic voting facilitated at the meeting.

It is to be noted that:

1. The votes cast does not include abstained votes.
2. Based on the foregoing, the Resolution as proposed in the Notice dated March 27, 2024 of the NCLT convened Meeting shall be deemed to have been approved on the date of the NCLT convened meeting of Equity Shareholders of the Company, i.e., May 2, 2024 with requisite majority. Further, the Company has received the consent majority of public shareholder as per the SEBI Scheme Circular.

For, H. Roshan & Associates,
Company Secretaries



CS Roshan Harde

(Proprietor)

ACS: 34630

CP. No. 13138

UDIN: A034630F000290380

Place: Nagpur

Dated: 02/05/2024

For, Emkay Taps and Cutting Tools
Limited,

Mr. Aditya Kokil

(Company Secretary)

