



Scrutinizer's Report

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

To,
Shri Basanta Kishore Bal
The Chairman,
CDSL Commodity Repository Limited
A-Wing, 25th Floor, Marathon Futurex,
Mafatlal Mills Compound,
N. M. Joshi Marg, Lower Parel (E),
Mumbai – 400013.

Sub: Scrutinizer's Report on Postal Ballot process conducted through electronic voting system in accordance with the provisions of Section 110 and other applicable provisions, if any of the Companies Act. 2013 read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014

Dear Sir,

I, **Vatsal K. Doshi**, Practicing Company Secretary, Proprietor, M/s Vatsal Doshi & Associates have been appointed as the Scrutinizer by the Board of Directors of CDSL Commodity Repository Limited ("The Company") for the purpose of scrutinizing the Postal Ballot conducted through remote e-voting and ascertaining the requisite majority as per the provisions of Section 110 of the Companies Act, 2013 with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 in respect of an Ordinary Resolution contained in the Notice of Postal Ballot dated February 7, 2023.

As per the MCA General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 02/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs ('MCA Circulars'), the Company has sent the Postal Ballot Notice dated February 7, 2023 on Wednesday, February 8, 2023 by email only to the Members who have registered their e-mail address with the Company/Depository(s) as on Tuesday, February 7, 2023.

As per the MCA Circulars, physical copies of the Notice, postal ballot forms and pre-paid Business Reply Envelopes were not dispatched to Members for this Postal Ballot. Accordingly, the communication of the assent or dissent of the Members had taken place through the remote e-voting system only.



The Company had availed the facility offered by **Central Depository Services (India) Limited** for conducting **remote e-voting** by the Shareholders of the Company.

The Notices sent contained the detailed procedure to be followed by the Members for casting their votes electronically as provided under Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and notifications issued by the Ministry of Corporate Affairs ("MCA").

As prescribed in the said Rules, the Company has also published an advertisement in newspaper on Wednesday, February 8, 2023 in Financial Express (English, all editions) and Prathkal (Marathi, Mumbai edition) and it carried the required information as specified in the said Rules.

The Members of the Company as on the "**cut-off date**" i.e. **Tuesday, February 7, 2023** were 9 (Nine), who were entitled to vote on the Resolution, as set out in the Notice of Postal Ballot.

The **remote e-voting** commenced from **Thursday, March 2, 2023 (9:00 a.m. IST)** and ended on **Friday, March 31, 2023 (5:00 p.m. IST)**. The e-Voting facility was blocked forthwith thereafter.

Further, the votes cast through e-voting were unblocked in the presence of **two witnesses, Shri Kumudchandra Doshi and Shri Naitik Doshi**, neither of whom are in the employment of the Company. The report of the Members' e-voting was downloaded thereafter.

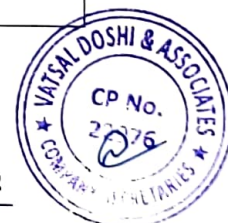
The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules, Circulars and Notifications issued by the Ministry of Corporate Affairs relating to Postal Ballot conducted through electronic means. My responsibility as Scrutinizer for the e-voting process is restricted to making a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution stated in the Postal Ballot Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company.

The Report on the results of voting through remote e-voting is as under:

SPECIAL BUSINESS:



I. Approval for payment of Managerial Remuneration to Mr. Pitambar Chowdhury, MD & CEO

Mode of e-voting	Number of Members voted	Number of Shares for which votes cast	Number of votes cast in favour	Number of votes cast against	% of votes cast		Number of votes invalid/abstained
					Favour	Against	
Remote e-voting	09	5,00,00,000	5,00,00,000	00	100	00	00



Result: In view of the above results, I hereby certify that a **Special Resolution** proposed in the Postal Ballot Notice dated February 7, 2023 at Item No. 1 - Approval for payment of Managerial Remuneration to Mr. Pitambar Chowdhury, MD & CEO have been **passed with requisite majority.**

Yours faithfully,



Vatsal K. Doshi,
FCS - 12399 CP No. - 22976
Practicing Company Secretary
Scrutinizer for Postal Ballot
conducted through e-voting
UDIN : F012399D003357829
Place : Mumbai
Date : March 31, 2023

We, the undersigned have witnessed that the votes cast through e-voting were unblocked from Central Depository Services (India) Limited e-voting website in our presence on Friday, March 31, 2023.



Shri Kumudchandra Doshi



Shri Naitik Doshi

Countersigned



31-03-2023

Shri Basanta Kishore Bal
Chairman
CDSL Commodity Repository Limited