



# Anant Gude & Associates

B.Com., LL.B., ACS

**COMPANY SECRETARIES**

6, Jay Kiran, Liberty Garden,  
Malad (West), Mumbai-400 064

Mobile No : 99300 53007

Email : gudeanant@gmail.com

## SCRUTINISER'S REPORT

To,  
The Chairman of  
**the Eighth Annual General Meeting ("AGM") of the Members of  
Praxis Home Retail Limited**  
held on Saturday, 21<sup>st</sup> September, 2019 at 11:00 a.m. at Sunville Banquet & Conference,  
9, Dr. Annie Besant Road, Siddharth Nagar, Worli, Mumbai – 400 018

Dear Sir,

1. The Board of Directors of the Company at its meeting held on 23<sup>rd</sup> May, 2019, has appointed me as the Scrutiniser for the purpose of scrutinising the remote e-voting process and ballot voting conducted at the AGM for all the Resolutions as set out in the Notice calling the AGM.
2. In compliance with the provisions of section 108 of the Companies Act, 2013 ("the Act") and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and the applicable provisions of Secretarial Standards issued by ICSI as amended from time to time, the Company had provided its Members the Remote e-voting facility as provided by the National Securities Depository Limited ("NSDL") for all the Resolutions as set out in the Notice calling the AGM.
3. Further, the facility for voting through ballot paper was also made available at the AGM for those Members / Proxy Holders who attended the AGM and had not cast their vote through remote e-voting.
4. I submit my report as under:
  - 4.1 The Company had given the ballot paper to the Members / Proxy Holders who were present at the AGM held on Saturday, 21<sup>st</sup> September, 2019 at 11:00 a.m. at Sunville Banquet & Conference, Siddharth Nagar, Worli, Mumbai – 400 018.
  - 4.2 Particulars of all the ballot papers received from the Members and the votes cast by electronic mode have been entered in the register maintained for the purpose.
  - 4.3 The ballot papers were kept under my safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such ballot papers.
  - 4.4 The ballot box was opened in my presence.
  - 4.5 The ballot forms were duly opened in my presence and scrutinised and the shareholding was matched / confirmed with the Register of Members of the Company as on 16<sup>th</sup> September, 2019 ("cut-off date").
  - 4.6 I did not find any defaced or mutilated ballot papers.





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- 4.7 The remote e-voting period had commenced on Wednesday, 18th September, 2019 at (9:00 a.m.) and ended on Friday 20<sup>th</sup> September, 2019 at (5:00 p.m.).
- 4.8 I have also received a complete record of votes cast through electronic mode, upto 5:00 p.m. on 20<sup>th</sup> September, 2019 from NSDL, the agency appointed for providing and supervising electronic platform. The votes cast were unblocked on 21<sup>st</sup> September, 2019 at 12:28 p.m. in the presence of two witnesses, Mr. Chetan Dalal and Mr. Arpit Maheshwari who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name: Chetan Dalal

Name: Arpit Maheshwari

- 4.1 The remote e-voting data was scrutinised by me for verification of the votes cast in favour and against the Resolutions, as set in the Notice of the AGM.
5. A summary of the combined voting results of the votes cast through ballot papers received and remote e-voting is given as "Annexure 1".
6. I have handed over the ballot papers and other related papers/ registers and records for the safe custody to the Chairman who has been authorised by the Board to supervise the ballot process.
7. On the basis of the scrutiny of the votes cast by ballot papers and through remote e-voting, the Resolution no. 1 to Resolution no. 5 as set out in the Notice calling the AGM have been passed by the Members of the Company with the requisite majority.

You may accordingly declare the aforesaid voting result of votes cast through remote e-voting and ballot papers.

Thanking you,

FOR ANANT GUDE & ASSOCIATES  
Practicing Company Secretary

Anant Gude  
Proprietor  
Membership No. 7219 / CP No. 18623



Date : 21<sup>st</sup> September, 2019  
Place : Mumbai





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## Annexure 1

### RESOLUTION – 1

**ADOPTION OF AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON**

Particulars	Remote e-voting		Polling at the Meeting		Consolidated Voting Results		
	No. of Members Voted	No. of Valid votes cast	No. of Members / Proxy Voted	No. of Valid votes cast	Total No. of Members Voted	Total No. of Votes casted	% of total number of valid votes cast
Voted in favour of the Resolution	108	19132512	23	111168	131	19243680	99.9999
Voted against the Resolution	2	26	0	0	2	26	0.0001
Invalid Votes	Nil						

### RESOLUTION – 2

**APPOINTMENT OF MR. SHRIRANG SARDA (DIN: 00576667), NON-EXECUTIVE NON-INDEPENDENT DIRECTOR, WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.**

Particulars	Remote e-voting		Polling at the Meeting		Consolidated Voting Results		
	No. of Members Voted	No. of Valid votes cast	No. of Members / Proxy Voted	No. of Valid votes cast	Total No. of Members Voted	Total No. of Votes casted	% of total number of valid votes cast
Voted in favour of the Resolution	106	19132505	23	111168	129	19243673	99.9998
Voted against the Resolution	4	33	0	0	4	33	0.0002
Invalid Votes	Nil						





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## RESOLUTION – 3

**APPROVAL FOR MODIFICATION IN PRAXIS HOME RETAIL LIMITED SHARE VALUE APPRECIATION RIGHTS, PLAN - 2018 AND GRANT OF SHARE BASED EMPLOYEE BENEFITS THEREOF**

Particulars	Remote e-voting		Polling at the Meeting		Consolidated Voting Results		
	No. of Members Voted	No. of Valid votes cast	No. of Members / Proxy Voted	No. of Valid votes cast	Total No. of Members Voted	Total No. of Votes casted	% of total number of valid votes cast
Voted in favour of the Resolution	107	19132507	23	111168	130	19243675	99.9998
Voted against the Resolution	3	31	0	0	3	31	0.0002
Invalid Votes	Nil						

## RESOLUTION – 4

**APPROVAL FOR MODIFICATION IN GRANT OF EMPLOYEE STOCK OPTIONS / SHARE VALUE APPRECIATION RIGHTS TO THE EMPLOYEES OF THE SUBSIDIARY COMPANY(IES), IF ANY, OF THE COMPANY UNDER PRAXIS HOME RETAIL LIMITED SHARE VALUE APPRECIATION RIGHTS, PLAN – 2018**

Particulars	Remote e-voting		Polling at the Meeting		Consolidated Voting Results		
	No. of Members Voted	No. of Valid votes cast	No. of Members / Proxy Voted	No. of Valid votes cast	Total No. of Members Voted	Total No. of Votes casted	% of total number of valid votes cast
Voted in favour of the Resolution	107	19132507	23	111168	130	19243675	99.9998
Voted against the Resolution	3	31	0	0	3	31	0.0002
Invalid Votes	Nil						





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## RESOLUTION – 5

### APPROVAL FOR ENTERING INTO RELATED PARTY TRANSACTION(S) FOR THE FINANCIAL YEAR 2019-20

Particulars	Remote e-voting		Polling at the Meeting		Consolidated Voting Results		
	No. of Members Voted	No. of Valid votes cast	No. of Members / Proxy Voted	No. of Valid votes cast	Total No. of Members Voted	Total No. of Votes casted	% of total number of valid votes cast
Voted in favour of the Resolution	75	5180707	20	1117	95	5181824	99.9995
Voted against the Resolution	2	26	0	0	2	26	0.0005
Invalid Votes	Nil						

