



Anant Gude & Associates

B.Com., LL.B., ACS

COMPANY SECRETARIES

1603, 16th Floor, Alpina Acme
Ozone, Near Khewara Circle,
Chitalsar, Manpada, Thane
(West) - 400607

REPORT OF SCRUTINIZER IN RESPECT OF POSTAL BALLOT

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

August 29, 2024

To,
The Chairman
Praxis Home Retail Limited
2nd Floor, Knowledge House, Shyam Nagar,
Off Jogeshwari Vikhroli Link Road, Jogeshwari (East),
Mumbai – 400060.

Dear Sir,

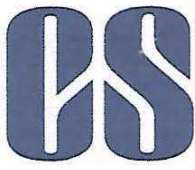
Subject: Scrutinizer's Report on Postal Ballot by E-voting Process

I, Anant Gude, Proprietor of M/s. Anant Gude & Associates, Company Secretary and a Whole-time Practicing Company Secretary has been appointed as the 'Scrutinizer' by the Board of Directors of Praxis Home Retail Limited (hereinafter referred to as (the "Company") for the purpose of conducting Postal Ballot through electronic means ("e-voting") pursuant to Section 108 & 110 of the Act read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s), amendment(s), clarification(s), re-enactment(s) or substitution(s) thereof for the time being in force) and other applicable provisions, if any, read with General Circular No.14/2020 dated April 8, 2020, General Circular No.17/2020 dated April 13, 2020, General Circular No.22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No.39/2020 dated December 31, 2020 and General Circular No.10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021, General Circular No.21/2021 dated December 14, 2021, General Circular No. 10/22 dated December 18, 2022, General Circular No. 11/2022 dated December 28, 2022 and General Circular No.09/2023 dated September 25, 2023 issued by Ministry of Corporate Affairs, Government of India (hereinafter referred to as "MCA Circulars"), and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") in respect of the matter(s) as set out in the Postal Ballot Notice dated July 26, 2024 (hereinafter referred to as "Postal Ballot Notice" or "Notice"), in fair and transparent manner.

I submit my report as under:

- ❖ The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to postal ballot process through e-voting and the MCA circulars is the responsibility of the management. My responsibility as a 'Scrutinizer' for the e-voting process is limited to providing a Scrutinizer's Report to the Chairman, based on the Reports generated from the electronic voting system being provided by National Securities Depository Limited ("NSDL"), as engaged by the Company.
- ❖ In terms of the MCA Circulars, the Notice of Postal Ballot was sent in electronic form only. The physical copy of the Notice along with Postal Ballot forms and pre-paid business envelope were not sent to the Members for the Postal Ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the Members took place through the remote e-voting system only.





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- ❖ On Tuesday, July 30, 2024, the Company had completed the despatch of Postal Ballot Notice electronically to those shareholders who have registered email id with their Depository Participants and whose names appear in the Register of Members / records of Depositories as at the close of business hours on July 26, 2024 i.e. **the Cut-off Date**. In the Postal Ballot Notice, the Company had also requested the Members who have not registered their e-mail address and had also provided the detailed procedure for registration of their e-mail addresses.
- ❖ The Company had engaged National Securities Depositories Limited (“NSDL”) as the Service Provider, for the purpose of extending the facility of e-voting to enable the members to cast their votes electronically (hereinafter referred to as the “Remote e-voting”).
- ❖ Link Intime India Private Limited is the Registrar & Share Transfer Agent (the “RTA”) of the Company having SEBI Registration No. INR000004058.
- ❖ The Remote e-voting commenced on Wednesday, July 31, 2024 at 9.00 AM (IST) and ended on Thursday, August 29, 2024 at 5.00 PM (IST). E-voting facility was blocked by NSDL forthwith thereafter.
- ❖ The Postal Ballot Notices sent by email contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time.
- ❖ As prescribed under Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended, the Company also released an advertisement in “**The Free Press Journal**” Newspaper in English language and in “**Navshakti**” Newspaper in Marathi language both dated **July 31, 2024**. The Notice published in the aforesaid Newspapers carried all the required information as specified in the said Rules.
- ❖ The votes were unblocked on Thursday, August 29, 2024 after 5:00 PM (IST) in the presence of two witnesses Mrs. Nutan Gude and Mr. Vrushank Gude who are not in the employment of the Company and the details containing the list of Members who voted “for” or “against” the Resolution(s), was downloaded from the e-voting website of NSDL.
- ❖ All votes casted on NSDL e-voting platform upto 5:00 PM (IST) of Thursday, August 29, 2024 were considered for my scrutiny.
- ❖ The result of the scrutiny of the above Remote e-voting in respect of passing of Resolutions contained in the Notice, through Postal Ballot, is given in **ANNEXURE-I**.
- ❖ Resolution stands passed on Postal ballot e-voting with requisite majority. You may accordingly declare the result of the voting by Postal Ballot e-voting. All the relevant records of remote e-voting will be handed over to the Chairman/ Company Secretary for safe keeping.

For ANANT GUDE & ASSOCIATES



ANANT GUDE

Practicing Company Secretary

Proprietor

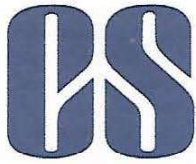
Membership No.: 7219 CP No.: 18623



UDIN: A007219F001073471

Place: Mumbai

Date: August 29, 2024



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ANNEXURE-I

ITEM NO. 1 OF THE NOTICE (AS AN ORDINARY RESOLUTION)

Increase in the Authorised Share Capital of the Company and consequent amendment to the Memorandum of Association of the Company

i. Voted IN FAVOUR of the Resolution:

Type of Voting	No. of Members Voting	No. of Votes cast by them	% of Total No. of Valid votes cast
E-Voting	197	5977062	98.904
Total	197	5977062	98.904

ii. Voted AGAINST the Resolution:

Type of Voting	No. of Members Voting	No. of Votes cast by them	% of Total No. of Valid votes cast
E-Voting	12	66212	1.096
Total	12	66212	1.096

For ANANT GUDE & ASSOCIATES

ANANT GUDE
Practicing Company Secretary
Proprietor
Membership No.: 7219 CP No.: 18623



UDIN: A007219F001073471

Place: Mumbai

Date: August 29, 2024

Details of Voting Results

Part A

Day & Date of the Meeting	Postal Ballot Notice dated July 26, 2024
Total Number of Shareholders on Record Date / Cut-off Date	25,325 (as on cut-off date i.e. July 26, 2024)
No. of Shareholders present in the Meeting either in person or through Proxy: Promoters & Promoter Group: Public:	Not Applicable
No. of Shareholders attended the Meeting through Video Conferencing ('VC') facility or other audio-visual means ('OAVM') Promoters and Promoter Group: Public:	Not Applicable
Mode of Voting	Remote e-Voting only

Part - B

Resolution (1)

Resolution (1)								
Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Increase the Authorised Share Capital and consequent amendment to the Memorandum of Association of the Company						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4928944	4928944	11.8718	4928944	0	100.0000	0.0000
	Poll	41518054						
	Postal Ballot (if applicable)							
	Total	41518054	4928944	11.8718	4928944	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0.0000	0	0	0	0
	Poll	3034686						
	Postal Ballot (if applicable)							
	Total	3034686	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1114330	1114330	1.3814	1048118	66212	94.0581	5.9419
	Poll	80665444						
	Postal Ballot (if applicable)							
	Total	80665444	1114330	1.3814	1048118	66212	94.0581	5.9419
Total		125218184	6043274	4.8262	5977062	66212	98.9044	1.0956
Whether resolution is Pass or Not.							Yes	