

VIJAY KUMAR MISHRA

B. Com (Hons), A C A . F.C.S

PARESH D PANDYA

B. Com., A.C.S

VKM & ASSOCIATES

PRACTISING COMPANY SECRETARIES

116, Trinity Building, 1st Floor, 227, Dr. C. H. Street, Behind

.Parsi Dairy, Marine Lines (E), Mumbai - 2. Tel.: 2207 7267

Fax : 2207 7542 Mob.: 93229 77388

E-mail: [vkmassociates@yahoo.com](mailto:vkmassociates@yahoo.com)

**Scrutinizer's Report**

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

To,

The Chairman of Twenty-Third Annual General Meeting of the Equity Shareholders of AAA TECHNOLOGIES LIMITED held on Saturday, 16<sup>th</sup> September, 2023 at 11:00 am IST through Video Conferencing ("VC") .

Dear Sir(s),

- A. Pursuant to the resolution passed by the Board of Directors of AAA Technologies Limited (hereinafter referred as "**the Company**") on August 11, 2023, I, Vijay Kumar Mishra, Partner of M/s. VKM & Associates, Practicing Company Secretaries, have been appointed as a Scrutinizer to receive, process and scrutinize the voting through electronic means ("**e-voting**") on the resolutions contained in the notice dated August 11, 2023 ("**Notice**") the Ministry of Corporate Affairs ("**MCA**") has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020, May 05, 2020 and January 13, 2021 and General Circular No. 21/2021 dated 14/12/2021 (collectively referred to as "**MCA Circulars**") permitted the holding of the Annual General Meeting ("**AGM**") through VC, without the physical presence of the Members at a common venue. In compliance with the provisions of Companies Act, 2013 ("**Act**"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**") and MCA Circulars, the AGM of Company is being held through VC . The Registered office of the Company shall be deemed to be the venue for the AGM. The meeting was convened on Saturday, 16th September, 2023 at 11.00 am IST through VC. As scrutinizer, I have to scrutinize process of e-voting remotely before AGM ("**remote e-voting**") and process of e-voting at AGM through electronic voting system ("**Insta e-voting**").



B. Member's approval was sought on the following Resolutions:

- 1) Adoption of Financial Statements for the year ended March 31st, 2023. (Ordinary Resolution).
- 2) Re-Appointment of Auditor (Ordinary Resolution).
- 3) Declaration of Final Dividend (Ordinary Resolution).
- 4) Re-appointment of Mr. Venugopal Madanlal Dhoot (DIN: 02147946) who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution).

C. As required under Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, the Company completed dispatch of Notice along with explanatory statement on Friday, 11<sup>th</sup> August, 2023 through electronic mode to those members whose email addresses are registered with the Company/Depositories, in compliance with the MCA circulars.

D. The remote e-voting facility was provided by Link Intime India Private Limited to the Members for conducting remote e-voting by Shareholders of Company.

E. The remote e-voting period commenced on 9 A.M IST, Wednesday 13th September, 2023 and ended on Up to 5 P.M IST, Friday 15th September, 2023 and the Link Intime India Private Limited e-voting platform was locked thereafter.

F. The Company also provided Insta e-voting facility to the shareholders present at the AGM who had not cast their vote earlier.

G. The shareholders of the Company holding shares as on the "cut-off" date of Saturday 09th September 2023 were entitled to vote on the resolutions as contained in the Notice of the AGM.



- H. After the closure of insta e-voting at the AGM, the report on voting done at the AGM and the votes cast under remote e-voting facility done prior to the AGM were unblocked, counted and the e-voting summary statement was downloaded from e-voting website of Link Intime India Private Limited.
- I. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules thereunder, MCA Circulars and the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 relating to remote e-voting prior and during the AGM on the resolutions contained in the notice of the AGM.
- J. My responsibility as a scrutinizer for the e-voting process (i.e., remote e-voting and Instaevoting) is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting and voting by electronic voting system at the 23rd AGM in respect of the said resolutions.



**Resolution Item No. 1: Ordinary Resolution**

**Adoption of Financial Statements for the year ended March 31st, 2023.**

**(i) Voted in favour of resolution.**

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
15	91,91,238	100%

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

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
00	00	0%

**(iii) Invalid votes.**

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	N.A.



## Resolution No. 2: Ordinary Resolution

### Re-Appointment of Auditor

**(i) Voted in favour of resolution.**

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
15	91,91,238	100%

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

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
00	00	00

**(iii) Invalid votes.**

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	N.A.



### Resolution No. 3: Ordinary Resolution

#### Declaration of Final Dividend.

**(i) Voted in favour of resolution.**

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
15	91,91,238	100

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

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
00	00	0.0

**(iii) Invalid votes.**

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	N.A



#### Resolution No. 4: Ordinary Resolution

**Re-appointment of Mr. Venugopal Madanlal Dhoot (DIN: 02147946) who retires by rotation and being eligible offers himself for re-appointment.**

**(i) Voted in favour of resolution.**

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
15	91,91,238	100

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

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
00	00	00

**(i) Invalid votes.**

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	N.A.



- K. The above Resolutions No.01 to No. 04 were passed with majority of Votes.
- L. All electronic data and relevant records of voting will remain in my Custody until the Chairman considers, approves and sign the Minutes of 23rd Annual General meeting of the Company and after, the same will be handed over to CS Sagar Shah, Company Secretary of the Company for safe keeping.

Thanking you,

For VKM & ASSOCIATES  
Company Secretaries



  
(Vijay Kumar Mishra)  
Partner  
C.P.No.4279

**UDIN : F005023E001024129**

**Place : Mumbai**

**Date : 16/09/2023**

Countersigned by :  
For AAA TECHNOLOGIES LIMITED,

Shah Sagar  
Manoj

Digitally signed by Shah Sagar Manoj  
DN: cn=Shah Sagar Manoj, o=AAA Technologies Limited, ou=AAA Technologies Limited, email=shah.sagar@aaatech.com, c=IN  
9e71848BAAF1718CC1  
2.5.4.20=48ee351e63c2a0853681ede5a7  
7dacc27933415313e656e8ead764e4ec36c  
fcportalCode=400002, sn=MaharajPShra  
serialNumber=4022003C4692002E316787  
9f0e6586ed197855807f21aED156A85  
1388938BD, cn=Shah Sagar Manoj  
Date: 2023.09.16 17:21:26 +05'30'

**SAGAR SHAH**  
Company Secretary & Compliance Officer

## AAA Technologies Ltd

Resolution Required : (Ordinary)			1 - To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	9172800	9172800	100.0000	9172800	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>9172800</b>	<b>100.0000</b>	<b>9172800</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	3654000	4506	0.1233	4506	0	100.0000	0.0000
	Poll		13932	0.3813	13932	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>18438</b>	<b>0.5046</b>	<b>18438</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>12826800</b>	<b>9191238</b>	<b>71.6565</b>	<b>9191238</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

## AAA Technologies Ltd

Resolution Required : (Ordinary)			2 - To Re-appoint M/s. Vandana V Dodhia & Co., Chartered Accountants, (FRN No. 117812W) as Statutory Auditors of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	9172800	9172800	100.0000	9172800	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>9172800</b>	<b>100.0000</b>	<b>9172800</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	3654000	4506	0.1233	4506	0	100.0000	0.0000
	Poll		13932	0.3813	13932	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>18438</b>	<b>0.5046</b>	<b>18438</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>12826800</b>	<b>9191238</b>	<b>71.6565</b>	<b>9191238</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

## AAA Technologies Ltd

Resolution Required : (Ordinary)			3 - To declare a Final Dividend of Rs. 0.50/- on equity shares of face value of Rs. 10 each for the Financial Year 2022-2023.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	9172800	9172800	100.0000	9172800	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>9172800</b>	<b>100.0000</b>	<b>9172800</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	3654000	4506	0.1233	4506	0	100.0000	0.0000
	Poll		13932	0.3813	13932	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>18438</b>	<b>0.5046</b>	<b>18438</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>12826800</b>	<b>9191238</b>	<b>71.6565</b>	<b>9191238</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

## AAA Technologies Ltd

Resolution Required : (Ordinary)		4 - To appoint a Director in place of Mr. VENUGOPAL MADANLAL DHOOT (DIN: 02147946), who retires by rotation at this meeting and being eligible offers himself for re-appointment.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	9172800	9172800	100.0000	9172800	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>9172800</b>	<b>100.0000</b>	<b>9172800</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	3654000	4506	0.1233	4506	0	100.0000	0.0000
	Poll		13932	0.3813	13932	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>18438</b>	<b>0.5046</b>	<b>18438</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>12826800</b>	<b>9191238</b>	<b>71.6565</b>	<b>9191238</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>