

SCRUTINIZER'S CONSOLIDATED REPORT

To

The Executive Chairman,
Praj Industries Limited,
Praj Tower, S. No. 274 & 275/2,
Bhumkar Chowk - Hinjewadi Road,
Hinjewadi, Pune - 411057

Subject: Submission of Scrutinizer's Consolidated Report

Ref: 35th Annual General Meeting (the "Meeting") of the Equity Shareholders of Praj Industries Limited (the "Company") held on Wednesday 11th August 2021 at 10.00 a.m. through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM").

Dear Sir,

I, Vikas Khare, Partner of M/s KANJ & Co. LLP, Practising Company Secretaries, Pune appointed as a Scrutinizer for the scrutinising e-voting process and e-voting votes the following purposes:

1. The remote e-Voting process conducted for the below mentioned resolutions, as per Section 108 of the Companies Act, 2013 read with rule 20 and 21 of the Companies (Management and Administration) Rules 2014 as amended, between 8th August 2021 form 9.00 a.m. and 10th August 2021 till 5.00 p.m.
2. The Notice dated June 17, 2021 of the 35th AGM was sent to the shareholders in respect of the below mentioned resolutions to be passed at the AGM through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM") whose email addresses are registered with the Company / Depositories, in compliance with the MCA circulars dated May 5, 2020 and January 13, 2021 read with circulars dated April 8, 2020, April 13, 2020 and Circular No. 02/2021 dated January 13, 2021 (collectively referred to as "MCA Circulars") and SEBI Circular Number EBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular Number SEBI /HO /CFD/ CMD2/CIR /P/2021/ dated 11 January 15, 2021



3. The E-Voting through electronic means as prescribed (hereinafter referred to as the "Poll") was conducted in my presence and Equity Shareholders who have not voted through remote E-Voting mechanism, were allowed to cast the votes through the Poll at the Annual General Meeting
4. The votes cast by Poll were subsequently counted by me and reconciled with the records maintained by the Company/Registrar and Share Transfer Agents of the Company and the authorizations lodged with the Company.
5. Since the Annual General Meeting was held through VC/OAVM, physical attendance of members had been dispensed with. Accordingly, in terms of the relevant MCA and SEBI Circulars, the facility for appointment of proxies by the members were also dispensed with.
6. Members attended the meeting through VC/OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

I submit a consolidated report as under:

1. After the conclusion of Poll taken at the Meeting through prescribed electronic means, I first counted the votes cast at the general meeting and thereafter I unblocked the votes cast through remote e-Voting in the presence of two witnesses. A final electronic report of the whole process was generated by me by using the access and authorizations given to me by accessing the data available on the website of National Securities Depository Limited (NSDL), i.e. "<https://evoting.nsdl.com>". The final report was tabulated by me and the data regarding the final e-Votes was diligently scrutinized and reconciled with the data available on the above-mentioned website.
2. My responsibility as Scrutinizer for E-Voting and Poll process is restricted to make Scrutinizers' Report of the votes casted "In Favor and Against" the Resolutions stated below, based on the data downloaded from website "<https://evoting.nsdl.com>" and the votes casted by Poll by the shareholders of the Company at this Annual General Meeting



3. The cumulative result of the e-Voting process and the poll taken at the Meeting is as under:

a) Resolution No.1 (Ordinary Resolution)

To receive, consider and adopt:

- a. the audited Financial Statements of the Company for the financial year ended 31st March 2021 together with the reports of Board of Directors and the Auditors thereon.

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	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
	Poll-during AGM	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
Public - Institutions	E-Voting	36533795	15055736	41.210%	15055736	0	100.000%	0.000%
	Poll-during AGM	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	36533795	15055736	41.210%	15055736	0	100.000%	0.000%
Public - Non-Institutions	E-Voting	86763350	5579679	6.431%	5578350	1329	99.976%	0.024%
	Poll-during AGM	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	86763350	5579679	6.431%	5578350	1329	99.976%	0.024%
	Grand Total	183597145	80935415	44.083%	80934086	1329	99.998%	0.002%

b. the audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2021 together with the report of the Auditors thereon.

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	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
	Poll-during AGM	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
Public - Institutions	E-Voting	36533795	15055736	41.210%	15055736	0	100.000%	0.000%
	Poll-during AGM	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	36533795	15055736	41.210%	15055736	0	100.000%	0.000%
Public - Non-Institutions	E-Voting	86763350	5579879	6.431%	5578549	1330	99.976%	0.024%
	Poll-during AGM	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	86763350	5579879	6.431%	5578549	1330	99.976%	0.024%
	Grand Total	183597145	80935615	44.083%	80934285	1330	99.998%	0.002%

b) Resolution No.2 (Ordinary Resolution)

Declaration of Dividend on Equity Shares

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	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
	Poll-during AGM	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
Public - Institutions	E-Voting	36533795	15782784	43.201%	15782784	0	100.000%	0.000%
	Poll-during AGM	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	36533795	15782784	43.201%	15782784	0	100.000%	0.000%
Public - Non-Institutions	E-Voting	86763350	5579879	6.431%	5578837	1042	99.981%	0.019%
	Poll-during AGM	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	86763350	5579879	6.431%	5578837	1042	99.981%	0.019%
	Grand Total	183597145	81662663	44.479%	81661621	1042	99.999%	0.001%

c) Resolution No.3 (Ordinary Resolution)

To appoint a Director in place of Ms. Parimal Chaudhari (DIN: 00724911) who retires by rotation and being eligible, offers herself for re-appointment.

Category	Mode of Voting	No. of Shares held	No of Votes polled	% of Votes Polled on outstanding shares	No. of Votes - In Favor	No. of Votes - Against	% of Votes in favor 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	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
	Poll-during AGM	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
Public - Institutions	E-Voting	36533795	15782784	43.201%	13191814	2590970	83.584%	16.416%
	Poll-during AGM	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	36533795	15782784	43.201%	13191814	2590970	83.584%	16.416%
Public - Non-Institutions	E-Voting	86763350	5579858	6.431%	5577539	2319	99.958%	0.042%
	Poll-during AGM	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	86763350	5579858	6.431%	5577539	2319	99.958%	0.042%
	Grand Total	183597145	81662642	44.479%	79069353	2593289	96.824%	3.176%



d) Resolution No. 4 (Ordinary Resolution)

To ratify the remuneration of Dhananjay V. Joshi & Associates, Cost Accountants,
 Pune as Cost Auditors for the financial year ending 31st March 2022.

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	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
	Poll-during AGM	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
Public - Institutions	E-Voting	36533795	15782784	43.201%	15424797	357987	97.732%	2.268%
	Poll-during AGM	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	36533795	15782784	43.201%	15424797	357987	97.732%	2.268%
Public - Non-Institutions	E-Voting	86763350	5579272	6.430%	5577629	1643	99.971%	0.029%
	Poll-during AGM	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	86763350	5579272	6.430%	5577629	1643	99.971%	0.029%
	Grand Total	183597145	81662056	44.479%	81302426	359630	99.560%	0.440%

VIRAS KHARE
 FCS - 3541
 CP - 2107
 [Signature]

e) Resolution No. 5 (Special Resolution)

To consider and approve increase in remuneration, if any, of Executive Directors of the Company for the Financial Years 2021-22 and 2022-23 in excess of limits specified under section 197 of the Companies Act, 2013 and SEBI(LODR) Regulation 2015.

Category	Mode of Voting	No. of Shares held	No of Votes polled	% of Votes Polled on outstanding shares	No. of Votes - In Favor	No. of Votes - Against	% of Votes in favor 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	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
	Poll-during AGM	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
Public - Institutions	E-Voting	36533795	15782784	43.201%	3018873	12763911	19.128%	80.872%
	Poll-during AGM	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	36533795	15782784	43.201%	3018873	12763911	19.128%	80.872%
Public - Non-Institutions	E-Voting	86763350	5579252	6.430%	5571273	7979	99.857%	0.143%
	Poll-during AGM	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	86763350	5579252	6.430%	5571273	7979	99.857%	0.143%
	Grand Total	183597145	81662036	44.479%	68890146	12771890	84.360%	15.640%

VIKAS KHARE
 FCS - 3541
 CP - 2107

f) Resolution No. 6 (Special Resolution)

To consider and approve grant of 75,000 options to Mr. Shishir Joshipura, CEO and Managing Director.

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	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
	Poll-during AGM	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
Public - Institutions	E-Voting	36533795	15782784	43.201%	3018873	12763911	19.128%	80.872%
	Poll-during AGM	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	36533795	15782784	43.201%	3018873	12763911	19.128%	80.872%
Public - Non-Institutions	E-Voting	86763350	5579219	6.430%	5556315	22904	99.589%	0.411%
	Poll-during AGM	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	86763350	5579219	6.430%	5556315	22904	99.589%	0.411%
	Grand Total	183597145	81662003	44.479%	68875188	12786815	84.342%	15.658%

Stamp and signature of the Company Secretary.

g) Resolution No. 7 (Ordinary Resolution)

To consider and approve grant of 25,000 options to Mr. Sachin Raole, CFO and Director-Finance and Commercial

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	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
	Poll-during AGM	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
Public - Institutions	E-Voting	36533795	15424797	42.221%	3018873	12405924	19.572%	80.428%
	Poll-during AGM	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	36533795	15424797	42.221%	3018873	12405924	19.572%	80.428%
Public - Non-Institutions	E-Voting	86763350	5579019	6.430%	5556073	22946	99.589%	0.411%
	Poll-during AGM	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	86763350	5579019	6.430%	5556073	22946	99.589%	0.411%
	Grand Total	183597145	81303816	44.284%	68874946	12428870	84.713%	15.287%

7. A Compact Disc (CD) containing exhaustive details of the voting patterns of each of the aforementioned resolutions for both the e-Voting process and the poll taken at the Meeting is enclosed.

Stamp: KANJ & CO. LLP, FCS-3511, CP-2127
 Signature: [Handwritten Signature]

8. The electronic data along with the poll papers and all other relevant records relating to the e-Voting process and the poll taken at the Meeting were sealed and handed over to the Company Secretary for safe keeping.

Thanking You,

Yours Faithfully,

(Signature of the Scrutinizer)

Vikas Khare

FCS - 3541 CP No. 2107

Scrutinizer

Designated Partner, KANJ & Co. LLP,

Practising Company Secretaries

UDIN: F003541C000770241



Place: Pune

Date: 11th August 2021