# Consolidated Scrutinizer's Report

28th September, 2024

The Chairman of the meeting
**Goodwill Housing and Investments Limited**,
No.1/811, Pillaiyar Koil street,
Thoraipakkam,
Chennai-600097.

**Ref: 30th Annual General Meeting (AGM) of the Members of the Goodwill Housing and Investments Limited held on 27th September, 2024 at 11:00 A.M. I.S.T by way of Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").**

Dear Sir,

We, Srinidhi Sridharan & Associates, Company Secretaries, have been appointed as the Scrutinizer by:

The Board of Directors of Goodwill Housing and Investments Limited vide resolution dated 19th August, 2024, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and in compliance with framework issued by the Ministry of Corporate Affairs through its Circular No. 20/2020 dated May 5, 2020 read with Circular No. 14/2020 dated April, 08, 2020 and Circular no. 17/2020 dated April 13, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 2/2022 dated May 5, 2022, Circular No. 10/2022 dated December 28, 2022 and Circular No. 09/2023 dated September 25, 2023 to scrutinize the voting relating to the resolutions as set out in the notice of the AGM through remote e-voting process held between Tuesday, 24th September, 2024 (9.00 A.M.) (IST) to Thursday, 26th September, 2024 (5.00 P.M.) (IST) and through electronic voting (e-voting) during the 30th Annual General Meeting (AGM) of the members of the Company, held on Friday, 27th September, 2024 at 11:00 A.M. I.S.T by way of Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").


+91 9940118446/ 9677158446 srinidhi.sridharan@aryes.in | cssrinidhi.sridharan@gmail.com
44/25, Thiruvarangam apartments, 1st Floor, Flat no.3, Unnamalai Ammal street, T Nagar, Ch - 600017

We now submit our Consolidated Report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder including MCA Circulars as mentioned above relating to voting through electronic means by remote e-voting and electronic voting (e-voting) at the AGM by the shareholders is the responsibility of the management.

2. The Company has availed remote e-voting and electronic voting (e-voting) at the AGM provided by Central Depository Services (India) Limited (CDSL) for enabling the members to cast their vote under the provisions of the said Sections and the Rules made thereunder.

3. The shareholders of the Company as on the "cut off" date i.e. Thursday, 19$^{th}$ September 2024 were entitled to vote as set out in the notice of the Annual General Meeting.

4. The shareholders present at the AGM and who had not cast their votes through remote e-voting facility were provided the facility of electronic voting (e-voting) at the AGM. After conclusion of the proceedings of the meeting, the shareholders present through VC and who had not cast their vote earlier through the e-voting facility provided by CDSL.

5. We have scrutinized and reviewed the remote e-voting, electronic voting (e-voting) after conclusion of the AGM. We have unblocked the votes cast by the members through remote e-voting and electronic voting (e-voting) in the presence of two witnesses Mr. Santhoshkumar L M and Ms. Anbu Krithika B, who are not in the employment of the Company. The votes tendered therein in respect of the remote e-voting and electronic voting (e-voting) at the AGM are based on the data downloaded from the official website CDSL.

6. Based on the data downloaded from the official website of CDSL for the remote e-voting and on the basis of the report furnished to us by them on the electronic voting, we now submit our consolidated report (Remote e-voting, electronic Voting (e-voting)) as under:



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**Item No. 1 - Adoption of Audited Financial Statements together with Board's Report and Auditor's Report thereon for the financial year ended 31st March, 2024.**

**ORDINARY RESOLUTION**

(i) Votes in **favour** of the resolution:

| Number of Members voted in Remote E-Voting | Number of votes cast (Shares) – Remote E-Voting | Number of Members voted through E-voting | Number of votes cast (Shares) through E-voting | Total Number of votes cast through Remote E-Voting and E-voting | % of total number of valid votes cast |
|---|---|---|---|---|---|
| **17** | **1926666** | **0** | **0** | **1926666** | **100.00** |

(ii) Votes **against** the resolution:

| Number of Members voted in Remote E- Voting | Number of votes cast (Shares) – Remote E-Voting | Number of Members voted through E-voting | Number of votes cast (Shares) through E-voting | Total Number of votes cast through Remote E-Voting and E-voting | % of total number of valid votes cast |
|---|---|---|---|---|---|
| **0** | **0** | **0** | **0** | **0** | **0.00** |

(iii) **Invalid** Votes:

| Number of members voted in Remote E- Voting | Number of votes cast (Shares) – Remote E- Voting | Number of Members voted through E-voting | Number of votes cast (Shares) through E-voting | Total Number of votes cast through Remote E- Voting and E-voting |
|---|---|---|---|---|
| **NIL** | **NIL** | **NIL** | **NIL** | **NIL** |

**RESULT:**

**Based on the above results, we report that the Ordinary Resolution as set out in Item no. 1 of the Notice of the AGM has been passed unanimously.**


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**Item No. 2 – Appointment of Sri. R. Sekharan (DIN: 02739605) as director of the Company.**

**ORDINARY RESOLUTION**

(i) Votes in **favour** of the resolution:

| Number of Members voted in Remote E- Voting | Number of votes cast (Shares) – Remote E-Voting | Number of Members voted through E-voting | Number of votes cast (Shares) through E-voting | Total Number of votes cast through Remote E-Voting and E-voting | % of total number of valid votes cast |
|---|---|---|---|---|---|
| **17** | **1926666** | **0** | **0** | **1926666** | **100.00** |

(ii) Votes **against** the resolution:

| Number of Members voted in Remote E- Voting | Number of votes cast (Shares) – Remote E-Voting | Number of Members voted through E-voting | Number of votes cast (Shares) through E-voting | Total Number of votes cast through Remote E-Voting and E-voting | % of total number of valid votes cast |
|---|---|---|---|---|---|
| **0** | **0** | **0** | **0** | **0** | **0.00** |

(iii) **Invalid** Votes:

| Number of Members voted in Remote E- Voting | Number of votes cast (Shares) – Remote E- Voting | Number of Members voted through E-voting | Number of votes cast (Shares) through E-voting | Total Number of votes cast through Remote E- Voting and E-voting |
|---|---|---|---|---|
| **NIL** | **NIL** | **NIL** | **NIL** | **NIL** |

**<u>RESULT</u>:**

**Based on the above results, we report that the Ordinary Resolution as set out in Item no. 2 of the Notice of the AGM has been passed unanimously.**



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7. A list of Equity Shareholders who voted "**FOR**", "**AGAINST**" the resolutions (Both through Remote e-voting and electronic voting (e-voting) at the AGM) has been handed over to the Company.

8. The electronic data relating to remote e-voting and electronic voting (e-voting), all other relevant records is under our safe custody and will be handed over to the Managing Director for preserving safely after the Chairman considers, approves and signs the minutes of the Annual General Meeting.

**Thanking you,**

**Yours faithfully,**
**For Srinidhi Sridharan & Associates**
**Company Secretaries**

SRINIDHI SRIDHARAN
Digitally signed by SRINIDHI SRIDHARAN
Date: 2024.09.28 16:15:09 +05'30'

**CS Srinidhi Sridharan**
**FCS No. 12510**
**CP No. 17990**
**PR No.655/2020**
**UDIN: F012510F001359405**



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