



Sonika Bharati & Associates
Company Secretaries

312, Chandanwari CGHS
Plot No.-8, Sector-10
Dwarka, New Delhi-110075
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sonika.bharati@gmail.com

FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 108 and 109 of the Companies Act, 2013 (hereinafter "the Act") read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014] (hereinafter "the Rules")

To,
Chairman
Encore Business System Limited
New No 5, Old No 2A, 35th Street,
Nanganallur, Chennai – 600061

Subject:- Consolidated Scrutinizer's Report on remote e-voting and voting during AGM pursuant to section 108 and 109 of the Companies Act, 2013 (hereinafter "the Act") read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 for the 32nd Annual General Meeting of the Equity Shareholders of Encore Business System Limited ("the Company") held on Friday, 30th September 2022 at 02.00 P.M. (IST) at registered office of the Company at New No. 5, Old No. 2A, 35th Street, Nanganallur, Chennai - 600061.

Dear Sir,

I, Sonika Bharati, Company Secretary in Practice, appointed as Scrutinizer(s) by the board of Directors of Encore Business System Limited ("the Company") to scrutinize the process of remote e-voting and voting during AGM in respect of the items/resolutions set forth in the notice of 32nd AGM of the Company dated 05th September, 2022 (hereinafter "the AGM Notice")

As the Scrutinizer, I have to Scrutinize:-

- (i) the remote e-voting process before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM (remote e-voting); and
- (ii) process of voting during the AGM.

For Encore Business System Limited

N Va Sridhar

Managing Director



24/10/22

Management's Responsibility

The Management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations and Disclosure requirements) regulations, 2015 (LODR) relating to remote e-voting and the casting through electronic voting at the meeting on resolutions contained in the Notice of AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer's Responsibility

My responsibility as Scrutinizer was to ensure that the voting process both remote e-voting and voting during AGM is conducted in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" on the resolutions, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL/service provider) and engaged by the Company to provide e-voting facility and documents furnished to me electronically by the Company for my verification.

The Authorized Agency

The Company had appointed Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized E-Voting agency. CDSL provided the facilities for remote e-voting and for voting by the shareholders present at the AGM.

Cut-off date

The Shareholders of the Company holding shares as on the "cut-off" date i.e. Tuesday, 20th September, 2022 were entitled to vote on the resolutions as contained in the Notice of the AGM.

Remote e-Voting process

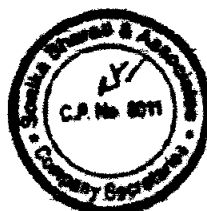
The voting period for remote e-voting commenced on Tuesday, 27th September 2022 at 10.00 AM and ends on Thursday, 30th September, 2022 by 05.00 P.M. (IST) and the CDSL e-voting platform was disabled thereafter.

I have scrutinized and reviewed the remote e-voting prior to and during the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system.

I now submit my consolidated report as under on the result of the remote e-voting prior to and during the AGM in respect of the said resolutions.

For Encore Business System Limited

N. Vaidya
Managing Director



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The details of the consolidated results of the remote e-voting together with electronic voting done at the AGM as follows:-

1. Resolution No. 1- Ordinary Resolution

To receive, consider and adopt the audited Balance Sheet as at 31st March 2022 and the Profit & Loss Account for the year ended 31st March 2022, together with the reports of the Board of Directors and Auditors' thereon.

Voted in favour of the Resolution:

Particulars	Total number of members voting	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	6	293400	9.47
Voting at the AGM	10	209100	6.75

Voted against the resolution:

Particulars	Total number of members voting	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
Voting at the AGM	0	0	0

Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

2. Resolution No. 2- Ordinary Resolution

To adopt the retiring and resignation of Director of who retires by rotation at this Annual General Meeting.

A. To accept the resignation of Mr. Ramachandran Vengadachalam (DIN: 08757155), a director retiring by rotation.



For Encore Business System Limited

N. Valudhan

Managing Director

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Voted in favour of the Resolution:

Particulars	Total number of members voting	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	6	293400	9.47
Voting at the AGM	10	209100	6.75

Voted against the resolution:

Particulars	Total number of members voting	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
Voting at the AGM	0	0	0

Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

- B. To accept the resignation of Mr. Dattatreya Nagireddy (DIN:03223591), a director retiring by rotation.

Voted in favour of the Resolution:

Particulars	Total number of members voting	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	6	293400	9.47
Voting at the AGM	10	209100	6.75

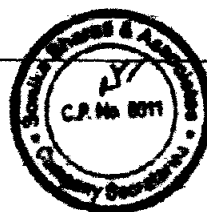
Voted against the resolution:

Particulars	Total number of members voting	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
Voting at the AGM	0	0	0

For Encore Business System Limited

N. Va Sudana

Managing Director



Sheet 4 of 7

Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

3. Resolution No. 3- Ordinary Resolution

To adopt the Appointment of Independent Directors as follows:-

A. Appointment of Mr. Ponnusamy Jeganathamuthasekar (DIN: 09171262) a Independent Non-Executive Director.

Voted in favour of the Resolution:

Particulars	Total number of members voting	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	6	293400	9.47
Voting at the AGM	10	209100	6.75

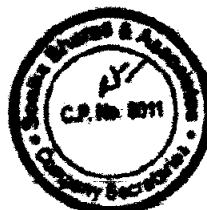
Voted against the resolution:

Particulars	Total number of members voting	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
Voting at the AGM	0	0	0

Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

B. Appointment of Mr. Krishnamoorthy Bhaskar Nair (DIN: 09569231) a Independent Non-Executive Director.



For Encore Business System Limited

Mr. Valadan

Managing Director

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Voted in favour of the Resolution:

Particulars	Total number of members voting	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	6	293400	9.47
Voting at the AGM	10	209100	6.75

Voted against the resolution:

Particulars	Total number of members voting	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
Voting at the AGM	0	0	0

Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

4. Resolution No. 4- Ordinary Resolution

To ratify the appointment of Mr. Harsha & Company- Statutory Auditors and fix their remuneration

Voted in favour of the Resolution:

Particulars	Total number of members voting	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	6	293400	9.47
Voting at the AGM	10	209100	6.75

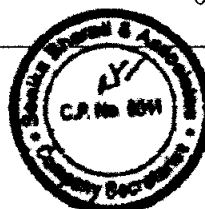
Voted against the resolution:

Particulars	Total number of members voting	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
Voting at the AGM	0	0	0

For Encore Business System Limited

N. Va. Sudhakar

Managing Director



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Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Notice dated 05th September, 2022 as per the details above stand passed under remote e-voting and voting done at the AGM electronically with the requisite majority and hence deemed to be passed on the date of the AGM.

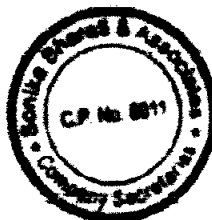
I hereby confirm that, I am maintaining the Registers/records received from the Service Provider both electronically and manually, in respect of the votes cast through Remote e-voting and voting conducted at the AGM electronically by the members of the Company. All other relevant records relating to remote e-voting at the AGM is under my safe custody and will be handed over to the Chairman of the Company for safe keeping, after the Chairman signs the Minutes of the Thirty Second AGM.

For Sonika Bharati & Associates

Place: New Delhi

Date : 30.09.2022

UDIN: F007335D001102198



Sonika Bharati

Sonika Bharati

FCS No: 7335

COP No: 8011

Witness 1:-

Gurpreet Kaur
Add: E-10/1, Chatterpur
Extension, New Delhi - 110074

For Encore Business Systems Limited

N. Vasudevan

N. Vasudevan

Managing Director

Din No: 06421532

Witness 2:-

Bhawna
Bhawna
d/o Shakti Chand
R/o F-29, Harsuraoof Colony
New Delhi - 110074
Occupation - Service



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