

P. S. DUA & ASSOCIATES
COMPANY SECRETARIES

5SF, Sant Isher Singh Nagar, Pakhowal Road, Ludhiana - 141002 (Punjab), Tel. 0161 - 4623424
E-Mail: cspsdua@gmail.com

CONSOLIDATED REPORT OF SCRUTINIZER

To,

The Chairman/Company Secretary (Authorised Representative)

Kovalam Investment and Trading Company Limited

CIN: L65910PB1981PLC023058

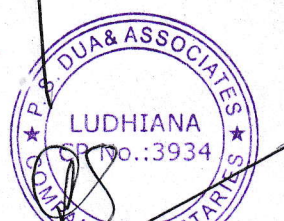
Premises Oswal Woollen Mills Limited,

G.T. Road, Sherpur, Ludhiana

Dear Sir,

**Sub: SCRUTINIZER'S REPORT ON THE POSTAL BALLOT PROCESS CONDUCTED THROUGH
REMOTE E-VOTING**

I, Pritpal Singh Dua, Company Secretary in Whole Time Practice (Membership No. 4552, COP No. 3934) of P.S. Dua & Associates, have been appointed as the Scrutinizer by the Board of Directors of Kovalam Investment and Trading Company Limited ("the Company") for the purpose of scrutinizing postal ballot which was conducted only through electronic means in respect of the resolutions contained in the Postal Ballot Notice dated March 05, 2025 in a fair and transparent manner and for ascertaining the requisite majority for the resolution proposed to be passed with respect to the provisions of Section 108 and Section 110 of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (as amended) and in terms of the General Circular No(s). 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 the latest being General Circular No. 09/2024 dated September 19, 2024, read with other relevant circulars, if any, issued in this regard (collectively referred to as 'MCA Circulars'), issued by the Ministry of Corporate Affairs, Government of India (the "MCA"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended, ("SEBI Listing Regulations") and Secretarial Standards on General Meetings ("SS-2") issued by The Institute of Company Secretaries of India ("ICSI") on the resolutions as set-out in the notice of Postal Ballot.



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1. 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 & Disclosure Requirements) Regulations 2015, ("LODR") as amended from time to time, relating to e-voting on the resolutions contained in the Postal Ballot Notice dated March 05, 2025. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.
2. My responsibility as Scrutinizer of the voting process (i.e. remote and venue e-voting) was restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited ("CDSL") as engaged by the Company to provide e-voting facility and attendance papers/ documents furnished to me electronically by the Company and/ or CDSL for my verification.

Based on the records provided by the management of the Company, I understand as follows:

1. The Company has appointed Central Depository Services (India) Limited ("CDSL"), as the Agency, for providing the facility of remote e-voting to the Members of the Company. CDSL has provided a system for recording the votes of the shareholders electronically.
2. The Company had provided voting through E-voting to the shareholders whose names were recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. Friday, March 07, 2025 ("Cut-off date").
3. The remote e-voting period commenced from Friday, March 14, 2025 at 9:00 a.m. (IST) and ends on Monday, April 14, 2025 at 5:00 p.m. (IST) at the e-voting Platform on the designated website of CDSL, i.e., <https://www.cdslindia.com>.



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4. Pursuant to the provisions of the Act and MCA Circulars issued by Ministry of Corporate Affairs, the Company has sent Postal Ballot notice(s) through e-mail to its Members whose name(s) appeared in the Register of Members/ List of beneficial owners as on the Cut-off date i.e. March 07, 2025.
5. As stated in Sub-rule 3 of Rule 22 of Companies (Management and Administration) Rules, 2014 as amended from time to time & MCA circulars, public notices were published by the Company in The Pioneer ('English Newspaper'), Desh Sewak ('Punjabi Newspaper') and on Wednesday, March 12, 2025, informing about the completion of sending Postal Ballot notices to its shareholders through electronic means, along with all requisite document.
6. The votes were unblocked on 14th April, 2025 at 05:21 P.M., in presence of two witnesses, who are not in the employment of the company, viz., Ms. Diksha Dhawan and Ms. Simran Bhatia, before they were counted.
7. Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favor" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of CDSL, i.e., <https://www.cdslindia.com>. Based on the report generated by CDSL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.
8. The company has provided us with the details of the Related Parties of the company. The resolutions as mentioned in Postal Ballot Notice dated March 05, 2025 is in regard to:
 - a. To re-appoint Sh. Komal Jain (DIN: 00399948) as an Independent Director of the Company and in this regard to consider and if thought fit, to pass, with or without modification(s), the following as Special Resolution:
 - b. Approval of continuation of holding of office as Non-Executive Independent Director By Sh. Komal Jain (DIN: 00399948), upon attaining the age of 75 years and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:



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After ascertaining the votes casted by remote e-voting, I hereby submit the result as under:

SPECIAL BUSINESSES:

Resolution No. 1 - Special Resolution

To re-appoint Sh. Komal Jain (DIN: 00399948) as an Independent Director of the Company and in this regard to consider and if thought fit, to pass, with or without modification(s), the following as Special Resolution:

(I) Voted in favour of the Resolution:

Type of Voting	Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	22	1595725	100%
Total	22	1595725	100%

(II) Voted against the Resolution:

Type of Voting	Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0%
Total	0	0	0%



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(III) Invalid Votes:

Type of Voting	Number of Members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	NIL	NIL
Total	NIL	NIL

(IV) Summary of Votes Casted:

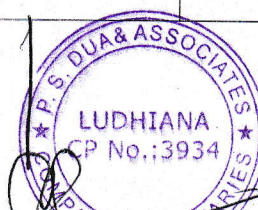
PARTICULARS	IN FAVOUR		AGAINST		INVALID		TOTAL NO. OF VOTES CASTED	
	No. of Members	No. of votes	No. of Members	No. of votes	No. of Members	No. of votes	No. of Members	No. of votes
Remote E-voting	22	1595725	0	0	NIL	NIL	22	1595725
Total	22	1595725	0	0	NIL	NIL	22	1595725

Resolution No. 2 – Special Resolution

Approval of continuation of holding of office as Non-Executive Independent Director By Sh. Komal Jain (DIN: 00399948), upon attaining the age of 75 years and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

(I) Voted in favour of the Resolution:

Type of Voting	Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	22	1595725	100%



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Total	22	1595725	100%
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(II) Voted against the Resolution:

Type of Voting	Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0%
Total	0	0	0%

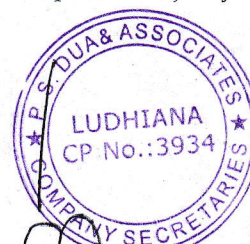
(III) Invalid Votes:

Type of Voting	Number of Members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	NIL	NIL
Total	NIL	NIL

(IV) Summary of Votes Casted:

PARTICULARS	IN FAVOUR		AGAINST		INVALID		TOTAL NO. OF VOTES CASTED	
	No. of Members	No. of votes	No. of Members	No. of votes	No. of Members	No. of votes	No. of Members	No. of votes
Remote E-voting	22	1595725	0	0	NIL	NIL	22	1595725
Total	22	1595725	0	0	NIL	NIL	22	1595725

Based on the aforesaid result, we report that the Special Resolutions as contained at Item No. 1 & 2 in the Notice of Postal Ballot dated March 05, 2025 have been passed with requisite majority. You may accordingly declare the result of remote e-voting for postal ballot process.




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All electronic data and relevant records of e-voting will remain in our safe custody until the Chairman/Authorized Representative considers, approves and sign the minutes of the Postal Ballot and the same shall be handed over thereafter to the Chairman/ Company Secretary for safe keeping.

NOTE: This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of CDSL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking you,

Yours sincerely,
For P.S. Dua & Associates

[P.S. Dua]

Counter Signed By

FCS No:- 4552

CP No:- 3934

Peer Review Certificate No. 1296/2021

Date: 15.04.2025

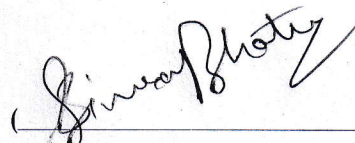
Place: Ludhiana

UDIN: F004552G000110020

We, the undersigned witnessed that the votes were unblocked from the e-voting website of CDSL in our presence at 05:21 P.M. (IST) on April 15, 2025.


(_____)

Ms. Diksha Dhawan


(_____)

Ms. Simran Bhatia