

Pankaj Trivedi

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PANKAJ TRIVEDI & Co.

Practicing Company Secretaries

A/601, Maitri Residency, Liberty Garden

Road No.1, Opp. Trimurti Tower, Malad

(West), Mumbai – 400064

Dated: 20th July, 2022

To,
The Chairman
Shamrock Industrial Company Ltd
83-E, Hansraj Pragji Building,
Off. Dr. E Moses Road, Worli,
Mumbai– 400018

SCRUTINIZER'S REPORT

[Pursuant to Section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

Dear Sir,

I, Pankaj Trivedi, Company Secretary in Practice (Membership No. 30512, COP: 15301), Proprietor of M/s. Pankaj Trivedi & Co., have been appointed as the scrutinizer of M/s. Shamrock Industrial Company Ltd ("the Company") in their Board meeting held on 25th June, 2022 for the remote e-voting as well as the voting through Poll by Members during the 31st Annual General Meeting ("AGM") scheduled on Wednesday, 20th July, 2022 at 10.30 a.m. at registered office of the Company at "83-E, Hansraj Pragji Building, Off. Dr. E Moses Road, Worli, Mumbai - 400018, where the following items were transacted.

Resolution No.	Type of Resolution	Particulars
1	Ordinary Resolution	To receive, consider and adopt the Audited Standalone Financial Statements consisting of the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Explanatory Notes annexed to, and forming part of, any of the above documents together with the reports of the Board of Directors and the Auditors thereon.
2	Ordinary Resolution	To appoint a Director in place of Mrs. Neeta Jitesh Khokhani (DIN: 08272554), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers herself for re-appointment.
3	Ordinary Resolution	To appoint M/s. Devpura Navlakha & Co., Chartered Accountants, Mumbai (FRN – 121975W) as Statutory Auditors of the Company and to fix their remuneration.
4	Special Resolution	To confirm and regularize the appointment of Mr. Dinesh Murlidhar Tiwari (Din: 09566988) From Additional Director to Independent Director
5	Special Resolution	To consider the re-appointment of Mr. Kamlesh Rameshchandra Khokhani (DIN:00322223) as a Managing Director of the Company for a term of 5 years and to fix his remuneration

I, submit report as under:

The management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and Rule relating to remote e-voting and voting through physical ballot process on the resolutions contained in the notice of the 31st Annual General Meeting of the members of the Company.



My responsibility as Scrutinizer for the voting process through electronic means and physical ballots is restricted to make a Scrutinizer's Report for the votes cast "In Favour" or "Against" the resolutions, based on the report generated from E-Voting system of National Securities Depository Limited (NSDL) and of voting through physical ballots.

The Company has informed that on the basis of Register of members, it has completed dispatch of Notice of the 31st Annual General Meeting on Tuesday, 28th June, 2022 by E-mail (who had registered their email ids) in compliance with General Circular No. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated 13th January, 2021, 21/2021 dated 14th December, 2021, 02/2022 and 03/2022 dated 5th May, 2022 respectively, and all other relevant circulars issued from time to time by the Ministry of Corporate Affairs ("the MCA Circulars") read with the SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (the SEBI Circulars).

In terms of Section 108 of the Companies Act, 2013 read with Companies (Management & Administration) Rules, 2014 and SEBI (LODR) Regulations, 2015, as amended, the Company has made arrangement with National Securities Depository Limited (NSDL) for providing facility of voting through electronic means (E- Voting) to its members. The members of the Company had option to cast their vote either through E- Voting or by physical/personally at AGM.

The Company had published on 29th June, 2022 in Active Times (English Daily) and in Mumbai Lakshadweep (Marathi Regional Daily), an advertisement about the completion of dispatch of Notice of 31st AGM.

Voting rights were reckoned as on Wednesday, 13th July, 2022 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the AGM.

The remote e-voting platform was open from 9.00 a.m. on Sunday, 17th July, 2022 till 5.00 p.m. on Tuesday, 19th July, 2022 for members to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform.

The physical ballot forms were distributed by at the venue of the 31st Annual General Meeting to the shareholders present to cast their votes physically.

The interested members were instructed not to vote on agenda in which they are interested and if voted, the voting done, considered as invalid.

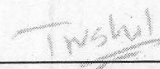
The members who had voted through remote E-voting were instructed not to vote through ballot paper / poll at the meeting.

After the time fixed for closing of poll by chairman, ballot box kept for polling was locked.

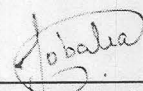
Upon closing of 31st Annual General Meeting, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", was downloaded from the e-voting website of National Securities Depository Limited (NSDL). (<https://www.evoting.nsd.com>)

I observed that total 21 members had cast their votes through remote e-voting and total 27 members out of 42 had cast their votes through poll.

The consolidated results with respect to the items on the agenda as set out in the Notice of the 31st AGM are as under.



Trushil Chudasama
Witness -1



Charmi Jobalia
Witness -2



THE RESULT OF E-VOTING AND POLL ARE AS UNDER:

Resolution 1 – To receive, consider and adopt the Audited Standalone Financial Statements consisting of the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Explanatory Notes annexed to, and forming part of, any of the above documents together with the reports of the Board of Directors and the Auditors thereon.. (Ordinary Resolution)

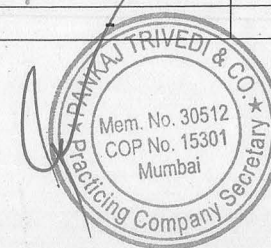
Means of Voting	Number of members voted	No. of Total Votes Cast	Number of Votes cast in "Favour"	% of total No. of votes cast in Favour	Number of votes cast "Against"	% of total No. of votes cast Against	Total number of votes declared invalid	% of total No. of invalid votes
E-Voting	21	6,84,109	6,01,920	87.99%	82,189	12.01%	-	0.00%
Ballot	27	13,01,491	13,01,491	100.00%	-	0.00%	-	0.00%
Total	48	19,85,600	19,03,411	95.86%	82,189	4.14%	-	0.00%

Resolution No. 2: To appoint a Director in place of Mrs. Neeta Jitesh Khokhani (DIN: 08272554), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers herself for re-appointment. (Ordinary Resolution)

Means of Voting	Number of members voted	No. of Total Votes Cast	Number of Votes cast in "Favour"	% of total No. of votes cast in Favour	Number of votes cast "Against"	% of total No. of votes cast Against	Total number of votes declared invalid	% of total No. of invalid votes
E-Voting	21	6,84,109	6,01,920	87.99%	82,189	12.01%	-	0.00%
Ballot	27	13,01,491	13,01,491	100.00%	-	0.00%	-	0.00%
Total	48	19,85,600	19,03,411	95.86%	82,189	4.14%	-	0.00%

Resolution No. 3: To appoint M/s. Devpura Navlakha & Co., Chartered Accountants, Mumbai (FRN – 121975W) as Statutory Auditors of the Company and to fix their remuneration. (Ordinary Resolution)

Means of Voting	Number of members voted	No. of Total Votes Cast	Number of Votes cast in "Favour"	% of total No. of votes cast in Favour	Number of votes cast "Against"	% of total No. of votes cast Against	Total number of votes declared invalid	% of total No. of invalid votes
E-Voting	21	6,84,109	6,01,920	87.99%	82,189	12.01%	-	0.00%
Ballot	27	13,01,491	13,01,491	100.00%	-	0.00%	-	0.00%
Total	48	19,85,600	19,03,411	95.86%	82,189	4.14%	-	0.00%



Means of Voting	Number of members voted	No. of Total Votes Cast	Number of Votes cast in "Favour"	% of total No. of votes cast in Favour	Number of votes cast "Against"	% of total No. of votes cast Against	Total number of votes declared invalid	% of total No. of invalid votes
E-Voting	21	6,84,109	6,01,920	87.99%	82,189	12.01%	-	0.00%
Ballot	27	13,01,491	13,01,491	100.00%	-	0.00%	-	0.00%
Total	48	19,85,600	19,03,411	95.86%	82,189	4.14%	-	0.00%

Resolution No. 5: To consider the re-appointment of Mr. Kamlesh Rameshchandra Khokhani (DIN:00322223) as a Managing Director of the Company for a term of 5 years and to fix his remuneration. (Special Resolution)

Means of Voting	Number of members voted	No. of Total Votes Cast	Number of Votes cast in "Favour"	% of total No. of votes cast in Favour	Number of votes cast "Against"	% of total No. of votes cast Against	Total number of votes declared invalid	% of total No. of invalid votes
E-Voting	21	90,695	8,506	9.38%	82,189	90.62%	0	0.00%
Ballot	27	403	403	100.00%	-	0.00%	-	0.00%
Total	48	91,098	8,909	9.78%	82,189	90.22%	0	0.00%

The physical ballot forms and registers and records were handed over to the Company Secretary for safe keeping.

Based on the aforesaid result, I report that the Items No.1 to 4 of the Notice of the 31st AGM has been passed with requisite majority and Item No.5 of the Notice of the 31st AGM has been not been passed due to majority of negative voting.

Kindly acknowledge the receipt.

Thanking You,
For Pankaj Trivedi & Co.,
UDIN: A030512D000660416
FRN: S2016MH374500

Pankaj Trivedi
Pankaj Trivedi
(Proprietor)
CP No. 15301 | Mem No. 30512
Place: Mumbai
Date: 20/07/2022



Pankaj Trivedi

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PANKAJ TRIVEDI & Co.

Practicing Company Secretaries

A/601, Maitri Residency, Liberty Garden
Road No.1, Opp. Trimurti Tower, Malad
(West), Mumbai – 400064

21th July, 2022

To,

**The Board of Directors of
CleverTap Private Limited**

1901, 19th Floor, DLH Park,
Ramlal Compound, S.V. Road,
Goregoan (West), Mumbai - 400062

Dear Sir,

Sub: List of Directors of the Company

This certificate has been produced to the Company certifying and confirming the Directorship of the Company and their DIN details as on date of this certificate. Based on the inspection of data / details available from the website of the Ministry of Corporate Affairs I reproduce those details as follows.

Sr. No.	Name of Directors	DIN	Status of DIN
1	Anand Yashpal Jain	01592733	Active
2	Suresh Kondamudi	06954709	Active

This certificate has been issued upon the specific request from the Management / its authorised representative to produce the same to Software Technology Park of India for seeking registration with them and this certificate cannot be furnished or produced to any other party or person for any other purpose.

**For Pankaj Trivedi & Co.,
FRN: S2016MH374500
UDIN: A030512D000663751**

**Pankaj Trivedi
(Proprietor)
COP No. 15301
Place: Mumbai
Date: 21.07.2022**

