



KUNDAN KUMAR MISHRA & ASSOCIATES

Company Secretaries

Unique Identification No. S2018DE563000

SCRUTINIZER'S REPORT

[Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015, as amended from time to time and as per MCA General Circular No. 14/2020 dated 08.04.2020, Circular No. 17/2020 dated 13.04.2020 and Circular No 20/2020 dated 05.05.2020 as issued by MCA]

To

The Chairperson
DU DIGITAL TECHNOLOGIES LIMITED
Address: C-4 SDA Community Centre Hauz Khas
New Delhi 110016

Extra-Ordinary General Meeting ("EGM") of members of DU DIGITAL TECHNOLOGIES LIMITED ("the Company") held on Thursday, 10th February, 2022 at 01:00 P.M. (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")

Dear Sir,

1. I, Kundan Kumar Mishra, Proprietor of M/s. Kundan Kumar Mishra & Associates, Company Secretary in Whole-time practice (Holding Membership No.A-48338) was appointed as a Scrutinizer, inter alia, for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the EGM of DU DIGITAL TECHNOLOGIES LIMITED (CIN: U74110DL2007PLC171939) carried out as per the provision of Section 108 and any other applicable provision if any, of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, (as amended), in terms of the MCA Circulars dated May 5, 2020 and January 13, 2021 read with circulars dated, April 8, 2020 and April 13, 2021 (collectively referred to as "MCA Circulars") issued in this regard on the resolution as set out in the Notice of Extra-Ordinary General Meeting of the Members of the Company held on Thursday, February 10th, 2022 at 01:00 P. M. (IST) through video Conferencing ("VC") other Audio-Visual Means ("OAVM").
2. The Company has availed the services of the Central Depository Services (India) Limited ("the CDSL") for conducting the remote e-voting. The members have casted their vote through e-voting facility provided by the CDSL on the designated website <https://www.evotingindia.com>.
3. The Management of the Company is responsible to ensure the compliances with requirement of the Companies Act, 2013 read with rules made there under, MCA Circulars or any other provisions relating to e-voting on the resolutions contained in the Notice calling the EGM of the Company. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.



Address: Office No. 202, E-21, Mahesh Bhawan, Laxmi Nagar, New Delhi - 110092
Email id: Kundankumarmishra107@gmail.com ; cskundankumarmishra@gmail.com
Mobile: +91-8527675107, +91-8851440227

4. My Responsibility as Scrutinizer for the e-voting facility is restricted to make a Consolidated Scrutinizer's Report of the votes cast "For" or "Against" the resolutions stated in the Notice or the AGM. Based on the reports generated from the e-voting system provided by the CDSL, the authorized agency to provide e-voting facilities, engaged by the Company.
5. The Notice convening the EGM was sent to all the Members/Beneficiaries electronically, whose names appeared in the Register of Members/Records of Depositories as on Thursday, February 03, 2022 in accordance with provisions of the Companies Act, 2013 read with rules made there under together with the MCA Circulars.
6. The Members of the Company as on the "cut-off date" i.e., Thursday, February 03, were entitled to cast their votes through the e-voting facility on the proposed resolutions (Item No. 5 I to 5) as set out in the Notice of the EGM.
7. E-voting process: -
 - a. The remote e-voting period commenced on Monday, February 7, 2022 at 9.00 AM and ends on Wednesday, February 9, 2022 at 5.00 PM on the designated website <https://www.evotingindia.com> of CDSL.
 - b. After the time fixed for closing of the e-voting at the EGM, the electronic system recording the e-voting (e-votes) was locked by CDSL.
 - c. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those members who were present at the EGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system at the EGM.
 - d. Thereafter, the details containing inter alia, list of Equity Shareholders, who voted "for" or "against" each of the resolutions that was put to vote, were generated from the e-voting website of CDSL (www.evotingindia.com) and based on such reports generated and relied upon by me, data regarding the e-voting was scrutinized.
 - e. After the closure of voting at the EGM, the votes cast through registered mail id conducted at the EGM and remote e-voting conducted prior to the EGM were unlocked in presence of two witnesses, Miss. Maneesha and Mr. Sanjay Yadav who are not in the employment of the Company and the report was downloaded. The votes cast by the members were then reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations lodged with the Company.



- f. After scrutinizing and receiving the report of remote e-voting conducted prior to the EGM and voting conducting at the EGM based on the data downloaded from the CDSL Portal, I hereby submit the consolidated results of remote e-voting and E-voting at the EGM as under:

SPECIAL BUSINESS

Item No 1: APPROVAL FOR CHANGE OF NAME OF THE COMPANY AND CONSEQUENTIAL ALTERATION TO THE MEMORANDUM OF ASSOCIATION AND ARTICLES OF ASSOCIATION OF THE COMPANY

- (i) Voted in favour of the resolution:

Particulars	Number of Members voted	Number of votes cast	% Of total number of votes cast
Remote E-Voting	10	19,42,000	100%
Voting at EGM	0	0	0%
Total	10	19,42,000	0%

- (ii) Voted against the resolution:

Particulars	Number of Members voted	Number of votes cast	% Of total number of votes cast
Remote E-Voting	0	0	0%
Voting at EGM	0	0	0
Total	0	0	0%

- (iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total numbers of votes cast by them
0	0

Item No. 2: TO INCREASE IN MANAGERIAL REMUNERATION OF MANAGING DIRECTOR MR. RAJINDER RAI

- (i) Voted in favour of the resolution:

Particulars	Number of Members voted	Number of votes cast	% Of total number of votes cast
Remote E-Voting	05	32,002	100%
Voting at AGM	0	0	0
Total	05	32,002	100%

- (ii) Voted against the resolution:



Particulars	Number of Members voted	Number of votes cast	% Of total number of votes cast
Remote E-Voting	0	0	0
Voting at EGM	0	0	0
Total	0	0	0

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total numbers of votes cast by them
04	12,33,200

*Note: *Relatives of Mr. Rajinder Rai (Ms. Madhurima Rai, Mandira Rai, Shivax Rai & Srishti Jindal) are interested in this resolution, hence their voting not counted and declared as invalid

Item No. 3: TO INCREASE IN MANAGERIAL REMUNERATION OF WHOLE-TIME DIRECTOR MR. KRISHNA KUMAR

(i) Voted in favour of the resolution:

Particulars	Number of Members voted	Number of votes cast	% of total number of votes cast
Remote E-Voting	09	19,41,999	100%
Voting at EGM	0	0	0%
Total	09	19,41,999	100%

(ii) Voted against the resolution:

Particulars	Number of Members voted	Number of votes cast	% Of total number of votes cast
Remote E-Voting	0	0	0
Voting at EGM	0	0	0
Total	0	0	0

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total numbers of votes cast by them
0	0

Item No. 4: TO INCREASE IN MANAGERIAL REMUNERATION OF WHOLETEIME DIRECTOR MS. MADHURIMA RAI

(i) Voted in favour of the resolution:



Particulars	Number of Members voted	Number of votes cast	% Of total number of votes cast
Remote E-Voting	05	32,002	100%
Voting at EGM	0	0	0 %
Total	05	32,002	100%

(ii) Voted against the resolution:

Particulars	Number of Members voted	Number of votes cast	% Of total number of votes cast
Remote E-Voting	0	0	0
Voting at EGM	0	0	0
Total	0	0	0

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total numbers of votes cast by them
5	1909998

*Note: *Ms. Madhurima Rai and their Relatives (Mr. Rajinder Rai, Mandira Rai, Shivaz Rai & Srishti Jindal) are interested in this resolution, hence their voting not counted and declared as invalid

Item No. 5: APPROVAL OF RELATED PARTY TRANSACTION WITH THE M/S DUDIGITAL BD PRIVATE LIMITED (SUBSIDIARY COMPANY)

(i) Voted in favour of the resolution:

Particulars	Number of Members voted	Number of votes cast	% Of total number of votes cast
Remote E-Voting	10	19,42,000	100%
Voting at EGM	0	0	00 %
Total	10	19,42,000	100%

(ii) Voted against the resolution:

Particulars	Number of Members voted	Number of votes cast	% Of total number of votes cast
Remote E-Voting	0	0	0
Voting at EGM	0	0	0
Total	0	0	0

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total numbers of votes cast by them
0	0



Handover of the related documents

1. The electronic data and all other relevant papers related to e-voting facility are under my safe custody and will be handed over to the Company for preservation after the Chairman considers, approves and signs the minutes of EGM.

Announcement of Result

2. Based on the votes cast through e-voting facility, I confirm that all the resolutions have been carried on with requisite majority, accordingly I request the Chairman of the EGM or other person authorized by him, to announce the result of the meeting.

Restriction on use

3. This report has been issued at the request of the Company for submission to stock exchange(s), and placing on the website of the Company and 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.

For M/s. Kundan Kumar Mishra & Associates
Company Secretaries



CS Kundan Kumar Mishra
Scrutinizer
M. No. A48338
C.P. No. 19844
PR: 1019/2020

UDIN: A048338C002516815

Date: 10.02.2022

Place: New Delhi

Witness

1. Miss. Maneesha Maneesha

2. Mr. Sanjay Yadav Sanjay Yadav

Counter signed by
For DU Digital Technologies Limited

Rajinder Rai
Chairman