

Partners:

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**CONSOLIDATED REPORT OF SCRUTINIZER(S) ON VOTING THROUGH REMOTE E-VOTING AND
THROUGH E-VOTING SYSTEM DURING ANNUAL GENERAL MEETING**

To,

Board of Directors,
Rado Tyres Ltd
Building No 39/3B 3B 1
Opposite Krishna Nursing Home
Chittoor Road,
Ernamkulam-682011

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and as per MCA 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 ,and voting through electronic system at the 34h Annual General Meeting of the Shareholders of Rado Tyres Ltd held on Wednesday, August 12, 2020 at 3.00 p.m. via video conferencing ('VC') / other audio visual means ('OAVM').

I, Sivakumar P, Managing Partner of SEP & Associates, Company Secretaries, holding Membership No.FCS 3050 and Certificate of Practice No. 2210, having its Registered Office at Building No.CC 43/2695-A, Karya Parambil Lane, SRM Road, Kochi-682018 was appointed as Scrutinizer by the Board of Directors of M/s. Rado Tyres Ltd pursuant to Section 108 of the companies Act, 2013("the Act") read with Rule 20 of the Companies (Management and Administration) Rules,2014, as amended, to conduct the remote-evoting process during the period from 9th August, 2020 (9:00 a.m.) to 11th August, 2020 (5:00 p.m.) and to scrutinize the voting through e-voting system at the 34th Annual General Meeting (AGM) of Rado Tyres Ltd held on Wednesday, August 12, 2020 at 3.00 p.m. through Video



Conferencing(VC) facility in a fair and transparent manner for ascertaining the requisite majority on voting in respect of the below mentioned resolution(s) proposed at the said AGM held on August 12, 2020.

The notice dated June 29, 2020, was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020.

The Company has availed the e-voting facility offered by Central Depository Services of (India) Limited ('CDSL') for conducting remote e-voting prior to AGM and conducting e-voting during the AGM by the members of the Company.

As the preference dividend is in due for last two financial years, the preference share holders were also eligible to cast their votes in all the resolutions placed in the meeting, in line with the second proviso to Section 47(2) of Companies Act 2013.

The shareholders of the Company holding equity and preference shares as on the "cut-off" date of Tuesday, August 4, 2020 were entitled to vote on the resolutions as set out in the Notice of the 34th AGM by remote e-voting prior to 34th AGM and e-voting system during the 34th AGM.

The remote e- voting period remained open from 9th August, 2020 (9:00 a.m.) to 11th August, 2020 (5:00 p.m.) and was disabled for voting thereafter.

The Company had also provided e-voting facility to the shareholders present at the AGM through VC and who had not cast their vote through remote -voting.

After the closure of voting at the AGM, the report on voting done through electronic voting system at the AGM was generated in my presence and the voting was diligently scrutinized.

The votes cast under remote e-voting facility and e-voting during the AGM were thereafter unblocked in the presence of two witnesses who were not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.



Witness I:

Revathi K S

Karthika

Nettoor P O

Ernakulam-682040

Witness II:

Srilakshmi

Sreekripa

Pandavath Road, Maradu

Ernakulam-682304

I have scrutinized and reviewed the votes cast by the shareholders through remote e-voting prior and e-voting during the AGM of the Company, based on the data downloaded from the CDSL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and the voting conducted through electronic system at the AGM on the resolutions as set out in the notice of the AGM.

My responsibility as scrutiner for remote e-voting and the voting conducted through electronic voting system at the meeting is limited to prepare and submit a Scrutinizer's Report of the votes cast in favour or against the resolutions by the shareholders.

The consolidated Report on the result of voting through remote e-voting and the voting through electronic system at the AGM in respect of the said resolutions are as under:

ORDINARY BUSINESS

Item No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2020 and the Reports of the Board of Directors and Auditor's thereon.

(i) Voted in favour of the resolution:

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting of Equity Shareholders (Including E-Voting by shareholders during AGM)	16	13918350	100
Remote E-Voting of Preference Shareholders (Including E-Voting by shareholders during AGM)	1	1510000	100
TOTAL	17	15428350	100



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

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting of Equity Shareholders (Including E-Voting by shareholders during AGM)	0	0	0
Remote E-Voting of Preference Shareholders (Including E-Voting by shareholders during AGM)	0	0	0
TOTAL	0	0	0

(iii) **Invalid Votes**

Voting Description	Number of members whose votes were declared invalid	Number of invalid votes cast by them
Remote E-Voting of Equity Shareholders (Including E-Voting by shareholders during AGM)	NIL	NIL
Remote E-Voting of Preference Shareholders (Including E-Voting by shareholders during AGM)	NIL	NIL
TOTAL	NIL	NIL

Item No. 2: Ordinary Resolution

To appoint a Director in place of Mr. V.V. Augustine (DIN: 02402321), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

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

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting of Equity Shareholders (Including E-Voting by shareholders during AGM)	16	13918350	100
Remote E-Voting of Preference Shareholders (Including E-Voting by shareholders during AGM)	1	1510000	100
TOTAL	17	15428350	100



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

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting of Equity Shareholders (Including E-Voting by shareholders during AGM)	0	0	0
Remote E-Voting of Preference Shareholders (Including E-Voting by shareholders during AGM)	0	0	0
TOTAL	0	0	0

(iii) Invalid Votes

Voting Description	Number of members whose votes were declared invalid	Number of invalid votes cast by them
Remote E-Voting of Equity Shareholders (Including E-Voting by shareholders during AGM)	NIL	NIL
Remote E-Voting of Preference Shareholders (Including E-Voting by shareholders during AGM)	NIL	NIL
TOTAL	NIL	NIL

Item No. 3: Ordinary Resolution

To appoint a Director in place of Mr. Tom K. Thomas (DIN:00624432), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

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

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting of Equity Shareholders (Including E-Voting by shareholders during AGM)	16	13918350	100
Remote E-Voting of Preference Shareholders (Including E-Voting by shareholders during AGM)	1	1510000	100
TOTAL	17	15428350	100



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

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting of Equity Shareholders (Including E-Voting by shareholders during AGM)	0	0	0
Remote E-Voting of Preference Shareholders (Including E-Voting by shareholders during AGM)	0	0	0
TOTAL	0	0	0

(iii) **Invalid Votes**

Voting Description	Number of members whose votes were declared invalid	Number of invalid votes cast by them
Remote E-Voting of Equity Shareholders (Including E-Voting by shareholders during AGM)	NIL	NIL
Remote E-Voting of Preference Shareholders (Including E-Voting by shareholders during AGM)	NIL	NIL
TOTAL	NIL	NIL

Item No. 4: Ordinary Resolution

To appoint a Director in place of Mr. John M. John (DIN: 00584201), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

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

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting of Equity Shareholders (Including E-Voting by shareholders during AGM)	16	13918350	100
Remote E-Voting of Preference Shareholders (Including E-Voting by shareholders during AGM)	1	1510000	100
TOTAL	17	15428350	100



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

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting of Equity Shareholders (Including E-Voting by shareholders during AGM)	0	0	0
Remote E-Voting of Preference Shareholders (Including E-Voting by shareholders during AGM)	0	0	0
TOTAL	0	0	0

(iii) **Invalid Votes**

Voting Description	Number of members whose votes were declared invalid	Number of invalid votes cast by them
Remote E-Voting of Equity Shareholders (Including E-Voting by shareholders during AGM)	NIL	NIL
Remote E-Voting of Preference Shareholders (Including E-Voting by shareholders during AGM)	NIL	NIL
TOTAL	NIL	NIL

Special Businesses

Item No. 5: Special Resolution

To sell or otherwise dispose of non-current assets held for sale namely the Building and Machinery, spare parts at its factory at Always Munnar Road, Kothamangalam 686 691 to Messrs Cyrus Traders for Rs. 4,52,50,000/- (Rupees Four Crores Fifty two Lacs and Fifty thousand Only) excluding GST and other applicable taxes on such terms and conditions as may be deemed fit by the Board.

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

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting of Equity Shareholders (Including E-Voting by shareholders during AGM)	15	13918150	100
Remote E-Voting of Preference Shareholders (Including E-Voting by shareholders during AGM)	1	1510000	100
TOTAL	16	15428150	100



(ii) Voted against the resolution:

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting of Equity Shareholders (Including E-Voting by shareholders during AGM)	0	0	0
Remote E-Voting of Preference Shareholders (Including E-Voting by shareholders during AGM)	0	0	0
TOTAL	0	0	0

(iii) Invalid Votes

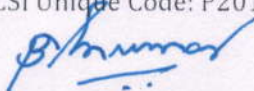
Voting Description	Number of members whose votes were declared invalid	Number of invalid votes cast by them
Remote E-Voting of Equity Shareholders (Including E-Voting by shareholders during AGM)	NIL	NIL
Remote E-Voting of Preference Shareholders (Including E-Voting by shareholders during AGM)	NIL	NIL
TOTAL	NIL	NIL

Based on the aforesaid results, I report that all the resolutions as set out in the Notice vide Item Nos. 1 to 5 have been passed with requisite majority.

Thanking You
Yours Faithfully,

UDIN: F003050B000573763

For SEP & Associates, Company Secretaries
(ICSI Unique Code: P2019KE075600)


CS Puzhankara Sivakumar
Managing Partner
M. No. 3050 CP No. 2210



Date: 12.08.2020
Place: Kochi