

**Date:** September 25, 2023

<b>To,</b> <b>BSE Limited</b> <b>Corporate Relationship Department</b> 25th Floor, Phiroze Jeejeebhoy Towers Dalal Street, Mumbai- 400001 <b>Scrip Code:</b> 543328	<b>To,</b> <b>National Stock Exchange of India Limited</b> Exchange Plaza, Plot No. C-1, Block G, Sandra Kurla Complex, Bandra (East) Mumbai – 400051 <b>NSE Symbol:</b> KRSNAA
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Dear Sir/Madam,

**Subject: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of 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**

Please find enclosed the consolidated report of the Scrutinizer dated September 25, 2023 for the 13th Annual General Meeting (“AGM”) of Krsnaa Diagnostics Limited held on Monday, September 25, 2023 at 11:00 Hrs. (IST) and concluded at 11:45 Hrs. (IST) through Video Conferencing (“VC”)/ Other Audio-Visual Means (“OAVM”) at the Registered Office of the Company.

You are requested to take the above information on your record.

For **Krsnaa Diagnostics Limited**



**Sujoy Sudipta Bose**  
**Company Secretary and Compliance Officer**

**Encl:** as above



**FORM No. MGT-13**

**Report of Scrutinizer(s)**

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

**SCRUTINIZER'S REPORT ON REMOTE E-VOTING**

To,  
The Chairman  
13<sup>th</sup> Annual General Meeting of the Shareholders of  
M/s Krsnaa Diagnostics Ltd.held on 25<sup>th</sup>September, 2023  
Through Video Conferencing / Other Audio Visual Means

Dear Sir,

Sub.: Scrutinizer's Report on remote e-voting conducted pursuant the section 108 & 109 of the Companies Act, 2013 ("the Act") read with Companies (Management & Administration) Rules, 2014 and any amendments thereof, further read with Circulars issued in this regard by the Ministry of Corporate Affairs (MCA).

I, Dinesh Shivnarayan Birla proprietor of Dinesh Birla & Associates, Practicing Company Secretary appointed as Scrutinizer by the board of directors of Krsnaa Diagnostics Limited for the purpose of scrutinizing remote e-voting process and e-votingas per Section 108 and 109 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 read with Circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021 and May 5, 2022 and December 28, 2022 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on resolution(s) set out in the notice convening the 13<sup>th</sup>Annual General meeting of the Shareholders of Krsnaa Diagnostics Limited, held on Monday, 25<sup>th</sup>September, 2023 at 11:00 AM through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'), in a fair and transparent manner. I hereby submit my report as underin respect of the below mentioned resolution

The MCA vide its general circular has allowed companies to convene AGM through VC / OAVM. Voting by means of poll at the AGM by filing physical ballot papers is therefore dispensed with as no physical AGM is convened. Members who have not voted during the remote e-voting period but attending the AGM, are now allowed to cast their vote by e-voting conducted at the AGM. The e-voting process thus includes the consolidated number of e-votes cast during the remote e-voting period and the e-votes cast at the AGM.

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### **Responsibility of the Management of the company**

The compliance with the requirements of the Companies Act, 2013 and the rules made thereunder relating to remote e-voting and e-voting by the shareholders on the resolution (s) set out in the notice convening the 13<sup>th</sup> Annual General Meeting of the Company is the responsibility of the Management.

### **My responsibility as Scrutinizer**

My responsibility as a Scrutinizer for the remote e-voting process is restricted to make a Scrutinizer's Report for the votes casted 'in favour' or 'against' the resolutions as stated in the said Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the agency engaged by the Company to provide e-voting facility and poll conducted at AGM, in a fair and transparent manner.

Based on confirmation received from the Company, I submit my report as under:

1. The Company had completed the dispatch of Notice of the 13<sup>th</sup> AGM dated 12<sup>th</sup> August, 2023, along with statement setting out material facts pursuant to Section 102 of the Companies Act, 2013 on Saturday, 02<sup>nd</sup> September, 2023, to its members through email whose email id is registered with the Registrar and Share Transfer Agent (RTA)/ Depositories.

The members holding shares in physical mode or not having email ID registered with their Depository Participants or Registrar & Share Transfer Agent of the company, were given special facility to get their email ID registered to receive the notice electronically and participate in remote e-voting process. As prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 read with the Circular, the company has given a public advertisement in Financial Express and Loksatta on 28<sup>th</sup> August, 2023.

2. The said Notice was dispatched on the basis of Register of Members made available by RTA of the Company and the list of beneficial owners made available by the depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday, 25<sup>th</sup> August, 2023.
3. As per Rule 20 of Companies (Management and Administration) Rules, 2014, as amended from time to time, the Company has published advertisement about providing E-voting facility in Newspapers named "Financial Express" (English Newspaper) and "Loksatta" (Marathi Newspaper) on 28<sup>th</sup> August, 2023.

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4. The Company had provided e-voting facility offered by National Securities Depository Limited (NSDL) to the shareholders of the Company.
5. The remote e-voting was kept open for 3 days from 9:00 AM on Friday, September 22, 2023 and remained open up to 5:00 PM on Sunday, September 24, 2023. The remote e-voting was also kept open for 15 minutes after the conclusion of the Annual General Meeting on 25<sup>th</sup>September, 2023.
6. The equity shareholders holding shares on September 15, 2023 (i.e. "cut-off date") were entitled to vote on the resolution (s) set out in the notice convening the 13<sup>th</sup>Annual General Meeting of the Company.
7. The results of voting through remote e-voting and e-voting is as under:

**a) Resolution No. 1 – Ordinary Resolution - Adoption of the Audited Financial Statements (Standalone & Consolidated) and reports thereon for the financial year ended on 31<sup>st</sup> March, 2023.**

**I. Voted in favour of the resolution;**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
RemoteE-voting	181	21217609	99.9994

**II. Voted against the resolution;**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	5	125	0.0006

**III. Invalid Votes;**

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0

Based on above, I report that the Ordinary Resolution set out as Item No. 1 of the AGM Notice has been passed with requisite majority.

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**b) Resolution No. 2 –Ordinary Resolution - Declaration of dividend for the Financial Year ended on 31<sup>st</sup> March, 2023.**

**I. Voted in favour of the resolution;**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	183	21201292	99.9225

**II. Voted against the resolution;**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	4	16447	0.0775

**III. Invalid Votes;**

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0

Based on above, I report that the Ordinary Resolution set out as Item No. 2 of the AGM Notice has been passed with requisite majority.

**c) Resolution No. 3 – Ordinary Resolution - Re-appointment of Ms. Pallavi Bhatevara, Director retiring by rotation**

**I. Voted in favour of the resolution;**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	172	21217173	99.9974

**II. Voted against the resolution;**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	14	561	0.0026

**III. Invalid Votes;**

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0



Based on above, I report that the Ordinary Resolution set out as Item No. 3 of the AGM Notice has been passed with requisite majority.

**d) Resolution No. 4–Ordinary Resolution - Ratification of remuneration payable to Cost Auditors for the Financial Year 2023-24**

**I. Voted in favour of the resolution;**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	176	21217570	99.9993

**II. Voted against the resolution;**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	9	154	0.0007

**III. Invalid Votes;**

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0

Based on above, I report that the Ordinary Resolution set out as Item No. 4 of the AGM Notice has been passed with requisite majority.

**e) Resolution No. 5–Special Resolution –Ratification of Employee Stock Option Scheme 2020**

**I. Voted in favour of the resolution;**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	156	18138002	85.7102

**II. Voted against the resolution;**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	29	3023999	14.2898

**III. Invalid Votes;**

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them



Remote E-voting	0	0
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Based on above I report that the Special Resolution set out as Item No. 5 of the AGM Notice has been passed with requisite majority.

8. A soft copy of the list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution has been emailed to the authorised representative of the company.

Thanking you,

Yours faithfully,  
For Dinesh Birla & Associates  
Company Secretaries

**DINESH**  
**SHIVNARAYAN**  
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Dinesh Birla  
Proprietor  
Membership No.: FCS-7658  
COP No. 13029  
UDIN: F007658E001075769  
Peer Review No. 1668/2022

Place: Pune  
Date: 25<sup>th</sup> September, 2023