

CONSOLIDATED REPORT OF SCRUTINIZER

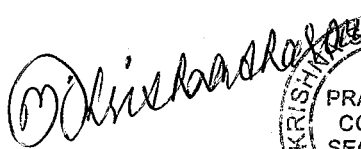
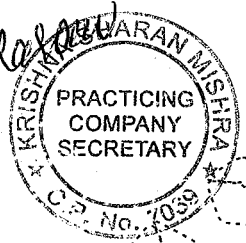
(FOR THE MEETING OF UNSECURED CREDITORS OF SICAGEN INDIA LIMITED CONVENED PURSUANT TO ORDER DATED 13th FEBRUARY 2023 OF THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, CHENNAI BENCH, IN CA (CAA)/51(CHE) 2022)

To,
Shri V Nallasenapathy
Chairman of the Meeting
Of Unsecured Creditors of
Sicagen India Limited
4TH Floor, SPIC House No.88, Mount Road,
Guindy, Chennai-600032

Subject: Our Consolidated Report on remote e-voting and e-voting at the video conference meeting of the Unsecured Creditors of Sicagen India Limited held on Wednesday, 29th March 2023 pursuant to the Scheme of Amalgamation of Danish Steel Cluster Private Limited with Sicagen India Limited and their respective shareholders and creditors.

Dear Sir,

I, Krishna Sharan Mishra, Practicing Company Secretary have been appointed as the Scrutinizer for the purpose of scrutinizing the remote e-voting and e-voting during the meeting of the Unsecured Creditors of Sicagen India Limited (**'the Transferee Company'** or **'the Company'**) convened pursuant to order dated 13th February 2023 of the Hon'ble National Company Law Tribunal, (**'NCLT'** or **'the Tribunal'**) Chennai Bench [in CA(CAA)/51(CHE) 2022], to be held on Wednesday, 29th March 2023 at 11.00 AM, having been adjourned to 11:35 A.M., by way of video conferencing (**'the Meeting'**) in a fair and transparent manner and for seeking the approval at the Meeting of the Unsecured Creditors of the Transferee Company for the proposed Scheme of Amalgamation of Danish Steel Cluster Private Limited with the Transferee Company and their respective shareholders and creditors (**'the Scheme'**) under sections 230 to 232 of the Companies Act, 2013 (**'the Act'**) on the below mentioned resolution (as contained in the notice dated 23rd February 2023):

Company Secretaries | Trade Marks Attorneys | Insolvency Professionals

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“RESOLVED THAT pursuant to the provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and related circulars and notifications thereto as applicable under the Companies Act, 2013 (including any statutory modification or re-enactment or amendment thereof), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to the relevant provisions of any other applicable laws and the clauses of the Memorandum and Articles of Association and subject to the approval of the Hon’ble National Company Law Tribunal, Chennai Bench (“NCLT”) and subject to such other consents, approvals, permissions and sanctions being obtained from appropriate authorities to the extent applicable or necessary and subject to such conditions and modifications as may be prescribed or imposed by NCLT or by any regulatory or other authorities, while granting such consents, approvals, permissions and sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board or any person(s) which the Board may nominate to exercise its powers including the powers conferred by this resolution), approval of the Unsecured Creditors be and is hereby accorded to the Scheme of Amalgamation.

RESOLVED FURTHER THAT the Whole-time Director of the Transferee Company, be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the arrangements embodied in the Scheme of Amalgamation and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the NCLT and/or any other authority(ies) while sanctioning the Scheme of Amalgamation or by any authority(ies) under law, or as may be required for the purpose of resolving any doubts or difficulties that may arise including passing of such accounting entries and/or making such adjustments in the books of accounts as considered necessary in giving effect to the Scheme of Amalgamation, as the Whole-time Director may deem fit and proper without being required to seek any further approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

Responsibility of the Management

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, the rules made thereunder, and the Order dated 13th February 2023 (“**the Order**”) of the Hon’ble National Company Law Tribunal, Chennai (“**the Tribunal**”), in relation to exercising of voting rights conducted at the Meeting.

Prakash



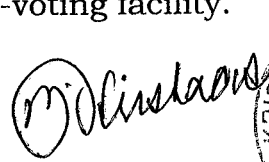

Practicing
Company
Secretary
C.S. No. 7039

Responsibility of the Scrutinizer

My responsibility as Scrutinizer for the remote e-voting and e-voting during the meeting is restricted to the preparation of the Scrutinizers Report of the votes cast as "assent" or "dissent" / "for" or "against" the resolution as set out in the Notice of the Meeting dated 23rd February 2023, in a fair and transparent manner, based on the reports generated from the Electronic Voting system provided by Central Depository Services (India) Limited ("CDSL"), the authorized agency engaged by the Company, to provide voting through electronic means i.e. remote e-voting and e-voting during the Meeting.

I do hereby submit my report as under:

1. The notice dated 23rd February 2023 (**'the Notice'**) of the Meeting to the Unsecured Creditors of the Transferee Company along with the explanatory statement, under section 230(3) and Section 102 of the Act read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 (**'the Rules'**) and other enclosures including the Scheme, form of proxy, etc. were sent to 340 unsecured creditors, being the total outstanding as on 21st February 2023, by e-mail on 24th February 2023 whose e-mail id's were registered with the Company.
2. The Unsecured Creditors of the Transferee Company entitled to attend and vote at the Meeting, had an option to vote by way of remote e-voting or e-voting during the meeting, in person or by proxy, or through authorized representative (duly supported by authorization).
3. In terms of the Order passed by the Tribunal, the quorum for Meeting was fixed at **117 (One Hundred and Seventeen)**. Further, it was directed that in case the prescribed quorum was not there at the designated time when the Meeting is called, the Meeting would be adjourned by half an hour, and thereafter, the person's/unsecured creditors present for voting would be deemed to constitute the quorum.
4. The Unsecured Creditors meeting commenced at 11.00 AM on 29th March 2023 by way of video conferencing was adjourned for half an hour due to lack of quorum. After the said half an hour, the Unsecured Creditors present formed the quorum in accordance with the Order. Accordingly, the adjourned meeting of the Unsecured Creditors commenced at 11.35 A.M. with the requisite quorum being present.
5. Unsecured creditors present in person (including authorized representatives) casted their votes by e-voting.
6. The remote e-voting commenced on Sunday, 26th March 2023 at 9:00 A.M. and closed on Tuesday, 28th March 2023 at 5:00 P.M.
7. I have been provided by CDSL, the list of Unsecured Creditors who have voted at the remote e-voting facility, so as to ensure that e-voting during the Tribunal convened meeting is exercised only by those unsecured creditors who have not voted using the remote e-voting facility.

8. I have relied on information provided by the Transferee Company, in relation to details regarding number of unsecured creditors their names and the amounts due to them.
9. The e-voting module of CDSL was disabled on Tuesday, 28th March 2023 at 5.00 P.M. For the purposes of e-voting during the meeting, after announcement by the Chairman, the e-voting module was re-activated at 11.00 AM on 29th March 2023 being the time and date of commencement of the meeting. I, Scrutinizer, unblocked both the e-voting results on CDSL's e-voting platform on 29th March 2023 after 10 minutes of the conclusion of the meeting in the presence of two witnesses who are not in employment of the Company in accordance with Rule 20(4)(ix) of the Companies (Management and Administration) Rules, 2014 and downloaded the results, after the appointed time.
10. The Consolidated Report on the result of remote e-voting and e-voting during the Meeting of the Unsecured Creditors held on 29th March 2023, in respect of the said resolution is as under:

Resolution:

Approval of the Scheme of Amalgamation of Danish Steel Cluster Private Limited (Transferor Company) with Sicagen India Limited (Transferee Company) and their respective Shareholders and Creditors ('the Scheme').

Number of unsecured creditors who voted by way of remote e-voting	0			
Number of unsecured creditors who voted by way of e-voting during the meeting	40			
Number of unsecured creditors who attended the Meeting (through video conference):	27			
Number of Authorized Representatives who attended the Meeting	15			
Number of Proxies who attended the Meeting:	0			
Total Number of unsecured creditors/ Authorized Representatives/Proxies attended the Meeting:	42			
Total Voting Power (in value) of unsecured creditors / Authorized Representative / Proxies attended the Meeting.	115480496.5			
Summary of Voting:	Number	% Number	Value (Rs.)	% Value
a. Votes cast by way of remote e-voting	0	0	0	0
b. Votes cast by way of e-voting during the meeting	40	100%	115480496.50	100%
c. No. of unsecured creditors / Authorized Representative / proxies who voted FOR the resolution.	27	100%	35976110.32	100%
d. No. of unsecured creditors / Authorized Representative / proxies who voted AGAINST the resolution.	0	0%	0	0%

M. Krishna Rao

SHARAN NISHKA
PRACTICING
COMPANY
SECRETARY
C.P. No. 7039

e. Total no. of Unsecured Creditors (including Authorized Representative / Proxies) who have cast valid votes.	27	100%	35976110.32	100%
f. No. of unsecured creditors/ Authorized Representative* / Proxies whose votes were found invalid.	13	-	79504386.18	-
g. No. of unsecured creditors who abstained from voting, if any.	2	-	-	-

**votings by authorized representative of certain corporates were declared invalid for the reason that the respective Board Resolutions were not received.*

11. I hereby confirm that I am maintaining the Registers received from the Company and the Registers received from the CDSL in respect of the votes cast through remote e-voting and e-voting during the meeting by the Unsecured Creditors of the Company at the said Tribunal Convened Meeting. I will be arranging to hand over these records to the Chairman of the meeting, upon signing of the minutes of the aforesaid Tribunal Convened Meeting as prescribed in rule 22 of the Companies (Management and Administration) Rules, 2014.

Yours faithfully,

M. Krishna Sharan Mishra



KRISHNA SHARAN MISHRA (FCS -6447 | CP -7039)

SCRUTINIZER FOR THE MEETING

UDIN: F006447D003343374

Place: Chennai | Date: 30.03.2023

Witness 1: *Rakesh M*

Name : RAKESH.M
Address : 6/134 A, Nehru Nagar
Potichalur, Chennai-74
Occupation : Service

Witness 2: *C. Vishnu Prasad*

Name : C. VISHNU PRASAD
Address : 85, S P KOVIL 1ST STREET
PERIYAR NAGAR, THIRUVOTTIYUR
CHENNAI-600064
Occupation : SERVICE