



CONSOLIDATED REPORT OF SCRUTINIZER

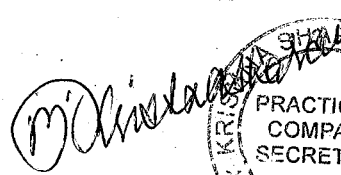
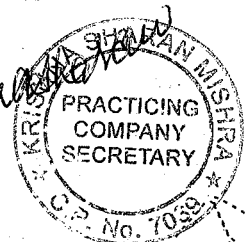
(FOR THE MEETING OF EQUITY SHAREHOLDERS OF SICAGEN INDIA LIMITED CONVENED PURSUANT TO ORDER DATED 13th FEBRUARY 2023 OF THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, CHENNAI BENCH, IN CA (CAA)/51(CHE) 2022)

To,
Shri V Nallasenapathy
Chairman of the Meeting
Of Equity Shareholders 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 equity shareholders 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 equity shareholders 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 10:00 A.M., having been adjourned to 10:39 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 equity shareholders 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

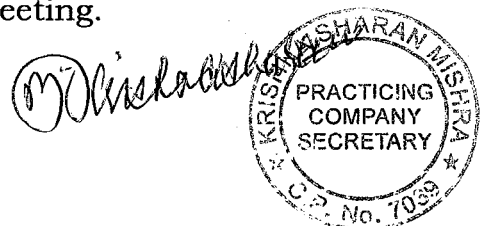
Office No.40, TNHB Complex, No.180, Luz Church Road, Chennai - 600 004. Ph: 91-44-4353 5195.
www.ksmassociates.net

“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 equity shareholders 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, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the NCLT Order dated 13th February 2023 (**‘the Order’**), in relation to exercising of voting rights through remote e-voting and e-voting conducted during the Meeting.

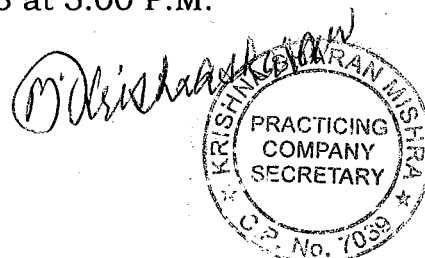


Responsibility of the Scrutinizer

My responsibility as Scrutinizer for the remote e-voting and e-voting conducted during the meeting is restricted to the preparation of the Scrutinizer's 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 equity shareholders 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 were sent to all the equity shareholders, whose names appeared in the register as on 17th February 2023, by e-mail. The notices to 17,099 number of equity shareholders were sent through email on 23rd February 2023.
2. The Transferee Company had also published newspaper advertisements (in the prescribed form) with respect to the Meeting of the equity shareholders of the Transferee Company in three newspapers viz. "The Indian Express (English, all India edition)", "Dinamalar (Tamil, Tamilnadu edition)" and "Navbharat Times (Hindi, all India edition), on 24th February 2023.
3. The equity shareholders of the Transferee Company entitled to attend and vote at the Meeting, had an option to vote by way of remote e-voting, e-voting during the meeting in person or by proxy, or through authorized representative (duly supported by authorization) in case the equity shareholder was a body corporate.
4. In terms of the Order passed by the Tribunal, the quorum for Meeting was fixed at **5668**. 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 persons / equity shareholders present and voting would be deemed to constitute the quorum.
5. The meeting of equity shareholders commenced at 10.00 AM on 29th March 2023 by way of video conferencing and adjourned for half and hour due to lack of quorum and re-commenced at 10:39 A.M.
6. Equity shareholders present in person (including authorized representatives) casted their votes by e-voting.
7. 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.



8. I have been provided by CDSL, the list of shareholders 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 shareholders who have not voted using the remote e-voting facility.
9. I have relied on information provided by Cameo Corporate Services Limited, the Registrar and Share Transfer Agent ("RTA") of the Company in relation to details regarding number of shares held and signatures of shareholders.
10. 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 10.00 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.
11. The Consolidated Report on the result of remote e-voting and e-voting during the Meeting of the Equity Shareholders 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').

Particulars	Number of members	Number of shares voted
Votes cast by way of remote e-voting	21	15497023
Votes cast by way of e-voting during the meeting	20	1085
Total votes cast	41	15498108
Less: Rejection of votes cast being invalid	0	0
Total valid votes cast by way of e-voting	41	15498108

A. Valid votes IN FAVOR of the resolution:

Voting description	No. of members who voted	No. of shares for which valid votes were cast	% of total number of valid votes cast
Remote e-voting	19	15497013	99.993%
e-Voting during the meeting	20	1085	0.007%

(Signature)
 KRISHAN MISHRA
 PRACTICING
 COMPANY
 SECRETARY
 C.P. No. 7089

e-Voting during the meeting	20	1085	0.007%
Total (A)	39	15498098	100.00%

B. Valid votes AGAINST the resolution:

Voting description	No. of members who voted	No. of shares for which valid votes were cast	% of total number of valid votes cast
Remote e-voting	2	10	0%
e-Voting during the meeting	0	0	0%
Total (B)	2	10	0%

C. Invalid votes:

Voting description	No. of members who voted	No. of shares for which invalid votes were cast	% of total number of invalid votes cast
Remote e-voting	0	0	-
e-voting during the meeting	0	0	-
Total	0	0	-

D. Abstained votes


There were no abstained votes through remote e-voting and e-voting during the meeting.

12. **Details of scrutiny carried out in respect of the Voting:**

- a) With respect to corporate equity shareholders - Board Resolution authorizing a natural person to vote at a general meeting of the company, have been provided.
- b) With respect to voting by proxy by way of remote e-voting and e-voting during the meeting, I have relied on information provided by Cameo Corporate Services Limited, RTA of the Company in relation to details regarding number of shares held and signatures of shareholders.

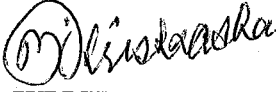
13. I hereby confirm that I am maintaining the Registers received from the CDSL electronically, in respect of the votes cast through e-Voting and all other papers including the proxy forms, through which votes

M. Sharan Mishra



were casted by the shareholders 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,





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

SCRUTINIZER FOR THE MEETING

UDIN: F006447D003343000

Place: Chennai | Date: 30.03.2023

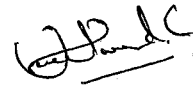
Witness 1:



Name : RAKESH M
Address : 6/13AA, Nehru Nagar
Policherry, Chennai-74

Occupation : Service

Witness 2:



Name : C. VISHNU PRASAD.
Address : 85, SP ROYAL STREET,
PERIYAR NAGAR, THIRUVOTTIYUR,
CHENNAI - 600019

Occupation : SERVICE