



# Gorani Industries Ltd.

CIN : L28121MP1995PLC009170  
GSTIN : 23AAACG6274B1Z2

**Regd. Office :**  
Plot No. 32-33, Sector-F, Sanwer Road, Industrial Area,  
Indore - 452 015 (M.P.) India  
**Admin. Office :**  
1st Floor, B 15, Pologround, Indore - 452 015 (M.P.)  
Phone : 0731-2723201-3 | Fax No. : 0731-2723200  
E-mail : gorani.industries@yahoo.com  
Website : www.goraniindustries.com

Date: 01/10/2020  
Indore

To,  
General Manager  
The Corporate Relationship Department,  
The Stock Exchange Mumbai  
Pheeroj Jeejeebhoy Tower,  
Dalal Street, Mumbai.

Dear Sir,

**Sub: Scrutinizer's Report on Remote E-voting and E-voting conducted for the Annual General Meeting of the Company Gorani Industries Limited held on Wednesday, 30<sup>th</sup> September, 2020 alongwith combined Scrutinizer Report on the same**

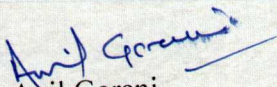
**Ref: Scrip Code: BSE – 531608**

In connection with the captioned subject please find the Scrutinizer's Report on Remote E-voting and E-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of Companies (Management and Administration) Rules, 2014 and pursuant to the Circular Nos. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively issued by the Ministry of Corporate Affairs and also the combined report on the same for the Annual General Meeting of the Company Gorani Industries Limited held on Wednesday, 30<sup>th</sup> September, 2020.

You are requested to kindly take the same on record.

Thanking you.  
Yours faithfully

**For Gorani Industries Limited**

  
Anil Gorani  
(Holding DIN-00055540)  
Chairman Cum Whole-time Director

**Manish Jain & Co.**

Company Secretaries

01<sup>st</sup> Floor, 236, Anoop Nagar,  
Indore (M.P.) 452008

Phone: (O) 2528775, 4098775

Mobile: 98260-38775

E mail: [manishjainandco@yahoo.com](mailto:manishjainandco@yahoo.com)

[manishjainandco@gmail.com](mailto:manishjainandco@gmail.com)

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### **Report of Scrutinizer(s)**

*[Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies  
(Management and Administration) Rules, 2014 made there under]*

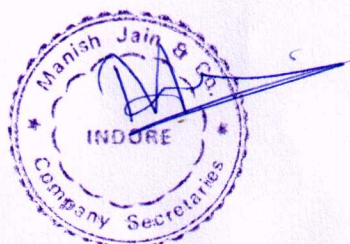
To,  
The Chairman

The Annual General Meeting of the Equity Shareholders of the Company Gorani Industries Limited held on Wednesday, 30<sup>th</sup> day of September, 2020 at 12.30 Noon through Video Conferencing (VC)/ Other Audio Visual Means (OAVM)

**Subject: Scrutinizer's Report on Remote E-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended from time to time for the Annual General Meeting of the Company Gorani Industries Limited held on Wednesday, 30<sup>th</sup> September, 2020**

Dear Sir,

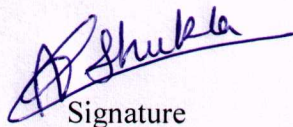
I, Manish Jain, of M/s Manish Jain & Co, Practicing Company Secretary, office at 01<sup>st</sup> Floor, 236, Anoop Nagar, Indore (M.P.)-452008 has been appointed as a Scrutinizer of Gorani Industries Limited ("the Company") for the purpose of scrutinizing the remote e-voting process in a fair and transparent manner and ascertaining the requisite majority on remote e-voting carried out as per the provisions of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time on the below mentioned resolution(s), at the Annual General Meeting of the equity shareholders of Gorani Industries Limited, held on Wednesday, 30<sup>th</sup> day of September, 2020 at 12.30 Noon through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).



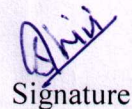
The Management of the Company is responsible to ensure the compliance with the requirement of Companies Act, 2013 and Rules made there under, in relation to Remote E-voting on the resolutions contained in the Notice convening the Annual General Meeting (AGM) of the members of the Company. My responsibilities as scrutinizer for Remote E-voting process at the AGM is restricted to Scrutinizer's Report of the votes cast "in favour" or "Against" the resolutions stated above, based on the reports generated from the E-voting system provided by Central Depository Services (India) Limited .

Further to the above, I submit my report as under:

1. The Company has availed Remote e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting Remote E-voting for the members of the Company.
2. The members holding shares as on the "cut off" date i.e. 23<sup>rd</sup> September, 2020 were entitled to vote on the proposed resolutions (Item no. 1-9 as set out in the notice of the Annual General Meeting of Gorani Industries Limited).
3. The remote e-voting period remained open from 27<sup>th</sup> September, 2020 (9.00 A.M.) up to 29<sup>th</sup> September, 2020 (5.00 P.M.) and the CDSL E-voting platform was blocked thereafter.
4. The votes were unblocked on 30<sup>th</sup> September, 2020 in the presence of two witnesses Mr. Ayush Shukla and Ms. Shivani Jain, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

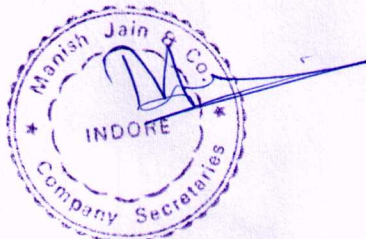
  
Signature

(Ayush Shukla)

  
Signature

(Shivani Jain)

5. Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against" were downloaded from the e-voting website of Central Depository Services (India) Ltd (CDSL) (<https://www.evotingindia.co.in>).
6. The Result of the e-voting is as under:



**a) Resolution No. 1 – Consider and adopt Audited Financial Statement, report of the Board of Directors and Auditors thereon for the Financial Year ended 31st March, 2020.**

**i. Voted in favour of the resolution:**

| Number of members voted through electronic voting system | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 9  | 902200                       | 100%                                  |

**ii. Voted against the resolution:**

| Number of members voted through electronic voting system | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 0  | 0                            | 0                                     |

**iii. Invalid votes:**

| Number of members voted through electronic voting system and whose votes were declared invalid | Total number of votes cast by them |
|--|------------------------------------|
| 0  | 0                                  |

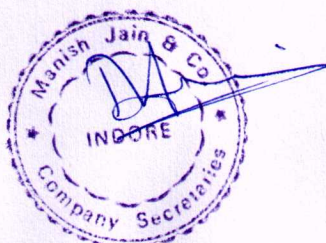
**b) Resolution No. 2 – Appointment of Mr. Nakul Gorani (Holding DIN: 06543317), Wholetime Director, who retires by rotation and being eligible, offers himself for reappointment**

**i. Voted in favour of the resolution:**

| Number of members voted through electronic voting system | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 9  | 902200                       | 100%                                  |

**ii. Voted against the resolution:**

| Number of members voted through electronic voting system | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 0  | 0                            | 0                                     |



iii. **Invalid votes:**

| Number of members voted through electronic voting system and whose votes were declared invalid | Total number of votes cast by them |
|--|------------------------------------|
| 0  | 0                                  |

c) **Resolution No. 3 – Appointment of Statutory Auditor M/s. Sandeep Surendra Jain and Company, Chartered Accountants, bearing Firm Registration No. 010172C, to fill the casual vacancy caused due to resignation of M/s. Sneha Sarada & Company, to hold the office from 25<sup>th</sup> August, 2020 until the conclusion of this Annual General Meeting.**

i. **Voted in favour** of the resolution:

| Number of members voted through electronic voting system | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 9  | 902200                       | 100%                                  |

ii. **Voted against** the resolution:

| Number of members voted through electronic voting system | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 0  | 0                            | 0                                     |

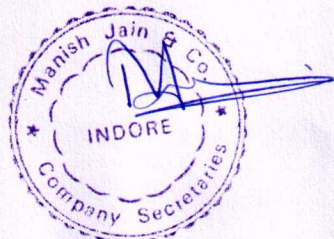
iii. **Invalid votes:**

| Number of members voted through electronic voting system and whose votes were declared invalid | Total number of votes cast by them |
|--|------------------------------------|
| 0  | 0                                  |

d) **Resolution No. 4 – Appointment of Statutory Auditor M/s. Sandeep Surendra Jain and Company, Chartered Accountants, bearing Firm Registration No. 010172C to hold the office from the conclusion of this Annual General Meeting till the conclusion of the Thirtieth Annual General Meeting.**

i. **Voted in favour** of the resolution:

| Number of members voted through electronic voting system | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 9  | 902200                       | 100%                                  |



ii. Voted **against** the resolution:

| Number of members voted through electronic voting system | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 0  | 0                            | 0                                     |

iii. **Invalid** votes:

| Number of members voted through electronic voting system and whose votes were declared invalid | Total number of votes cast by them |
|--|------------------------------------|
| 0  | 0                                  |

e) **Resolution No. 5 – Re-appointment of Mr. Anil Gorani (Holding DIN- 00055540) as the Whole time Director of the Company for a period of 3 years w.e.f 1<sup>st</sup> April, 2020 to 31<sup>st</sup> March, 2023 on the monthly remuneration of Rs. 1,00,000.00 (Rupees One Lakh only)**

i. Voted **in favour** of the resolution:

| Number of members voted through electronic voting system | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 9  | 902200                       | 100%                                  |

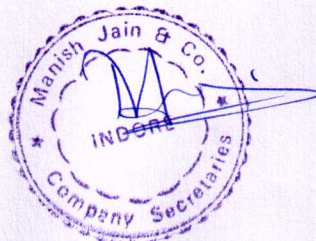
ii. Voted **against** the resolution:

| Number of members voted through electronic voting system | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 0  | 0                            | 0                                     |

iii. **Invalid** votes:

| Number of members voted through electronic voting system and whose votes were declared invalid | Total number of votes cast by them |
|--|------------------------------------|
| 0  | 0                                  |

f) **Resolution No. 6 – Increase in the remuneration payable to Mr. Anil Gorani, (Holding DIN-00055540) Whole Time Director of the Company upto 1,25,000.00 (Rupees One Lakh Twenty Five Thousand only) per month with effect from 1st September, 2020.**



i. Voted **in favour** of the resolution:

| Number of members voted through electronic voting system | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 9  | 902200                       | 100%                                  |

ii. Voted **against** the resolution:

| Number of members voted through electronic voting system | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 0  | 0                            | 0                                     |

iii. **Invalid** votes:

| Number of members voted through electronic voting system and whose votes were declared invalid | Total number of votes cast by them |
|--|------------------------------------|
| 0  | 0                                  |

g) **Resolution No. 7 – Re-appointment of Ms. Komal Motwani (Holding DIN: 07302550) as an Independent Director of the Company for the second term of five consecutive years with effect from 01<sup>st</sup> October, 2020 to 30<sup>th</sup> September, 2025.**

i. Voted **in favour** of the resolution:

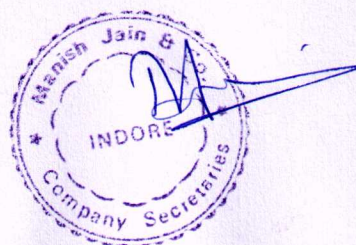
| Number of members voted through electronic voting system | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 9  | 902200                       | 100%                                  |

ii. Voted **against** the resolution:

| Number of members voted through electronic voting system | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 0  | 0                            | 0                                     |

iii. **Invalid** votes:

| Number of members voted through electronic voting system and whose votes were declared invalid | Total number of votes cast by them |
|--|------------------------------------|
| 0  | 0                                  |



**Resolution No. 8 – To enter into any contract and arrangements amounting to Rs. 5,00,00,000/- (Rupees Five Crore only) per annum for sale, purchase or supply of any goods or materials, availing or rendering of any services to/from M/s Gangotri Industries, a firm in which directors and relative of directors of the company are interested, for a period of three years i.e. 1<sup>st</sup> October, 2020 to 30<sup>th</sup> September, 2023.**

i. Voted **in favour** of the resolution:

| Number of members voted through electronic voting system | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 9  | 902200                       | 100%                                  |

ii. Voted **against** the resolution:

| Number of members voted through electronic voting system | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 0  | 0                            | 0                                     |

iii. **Invalid** votes:

| Number of members voted through electronic voting system and whose votes were declared invalid | Total number of votes cast by them |
|--|------------------------------------|
| 0  | 0                                  |

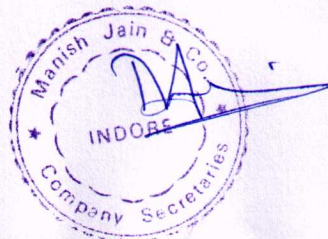
i) **Resolution No. 9 – To enter into any contract and arrangements amounting to Rs. 5,00,00,000/- (Rupees Five Crore only) per annum for sale, purchase or supply of any goods or materials, availing or rendering of any services to/from Blow Hot Kitchen Appliances Private Limited, a Private Limited company in which directors and their relatives of the company are interested, for a period of three years i.e. 1<sup>st</sup> October, 2020 to 30<sup>th</sup> September, 2023.**

i. Voted **in favour** of the resolution:

| Number of members voted through electronic voting system | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 9  | 902200                       | 100%                                  |

ii. Voted **against** the resolution:

| Number of members voted through electronic voting system | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 0  | 0                            | 0                                     |



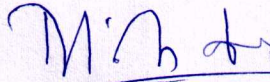


iii. **Invalid votes:**

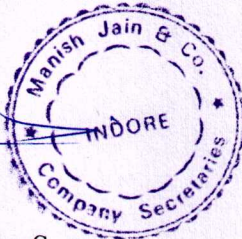
| Number of members voted through electronic voting system and whose votes were declared invalid | Total number of votes cast by them |
|--|------------------------------------|
| 0  | 0                                  |

7. The registers and all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and same are handed over to the Chairman/Director authorized by the Board for safe keeping.

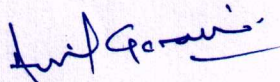
Thanking You,  
Yours faithfully,



Scrutinizer  
Manish Jain  
Practicing Company Secretary  
Membership No.: 4651  
CP No.: 3049  
UDIN: F004651B000802569



Place: Indore  
Date: 01<sup>st</sup> October, 2020



Acknowledgment  
Anil Gorani  
Chairman  
Gorani Industries Limited

Place: Indore  
Date: 01<sup>st</sup> October, 2020

**Manish Jain & Co.**

Company Secretaries

01<sup>st</sup> Floor, 236, Anoop Nagar,

Indore (M.P.) 452008

Phone: (O) 2528775, 4098775

Mobile: 98260-38775

E mail: [manishjainandco@yahoo.com](mailto:manishjainandco@yahoo.com)

[manishjainandco@gmail.com](mailto:manishjainandco@gmail.com)

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**FORM NO. MGT-13**

**Report of Scrutinizer(s)**

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

To,  
The Chairman

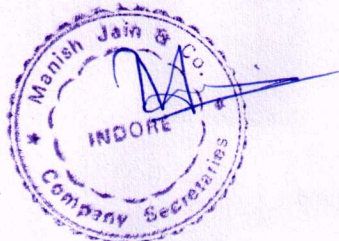
The 25<sup>th</sup> Annual General Meeting (AGM) of the Equity Share-holders of the Company Gorani Industries Limited held on Wednesday, 30<sup>th</sup> day of September, 2020 at 12:30 P.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

Dear Sir,

**Subject: - Report on passing of resolutions through e-voting at the AGM, read with Companies (Management and Administration) Rules 2014 as amended from time to time**

I, Manish Jain, of M/s Manish Jain & Co, a Practicing Company Secretary, office at 01<sup>st</sup> Floor, 236, Anoop Nagar, Indore (M.P.) 452008, appointed as Scrutinizer for the purpose of the e-voting at the AGM taken on the below mentioned resolution(s), at the 25<sup>th</sup> Annual General Meeting of the Equity Shareholders of Gorani Industries Limited, held on Wednesday, 30<sup>th</sup> day of September, 2020 at 12:30 P.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the rules made there under in relation to exercising of voting rights in relation to resolutions passed at the Annual General Meeting of the Company.



My responsibility as Scrutinizer for the e-voting process at the Annual General Meeting is restricted to make a Scrutinizer's Report of the votes casted "in favour" or "against" the resolution(s) set out in the notice conveying the Annual General Meeting, based on the records of the Company.

In respect of the e-voting taken at the Annual General Meeting, I submit the report as follows:

1. The equity shareholders as on 23<sup>rd</sup> September, 2020 (cut-off date) were entitled to vote on the resolutions stated in the Notice of the Annual General Meeting of the Company.
2. After the closing of remote e-voting and e-voting at the AGM, a final report of the e-voting was generated by me by accessing the data available to me from the website: <https://www.evotingindia.co.in> of Central Depository Services India Limited (CDSIL), the authorized agency to provide e-voting facility. Data regarding the e-votes was diligently scrutinized.
3. Since the Annual General Meeting held through Video conferencing/Other Audio Visual Means, the voting through poll was not conducted. However, company has provided e-voting facility during AGM and the e-voting were diligently scrutinized. The e-voting records were reconciled with records maintained by the Company and Link Intime India Private Limited, the Registrar and Share Transfer Agent of the Company and the authorizations lodged with the Company.
4. The Result of the e-voting is as under:
  - a) **Resolution No. 1 – Consider and adopt Audited Financial Statement, report of the Board of Directors and Auditors thereon for the Financial Year ended 31st March, 2020.**

i. Voted **in favour** of the resolution:

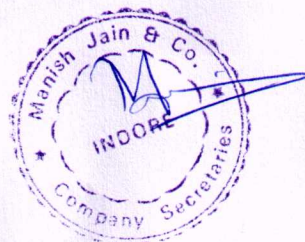
| Number of members present and voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------------------|------------------------------|---------------------------------------|
| 17                                   | 2885934                      | 100%                                  |

ii. Voted **against** the resolution:

| Number of members present and voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------------------|------------------------------|---------------------------------------|
| 0                                    | 0                            | 0                                     |

iii. **Invalid** votes:

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



**b) Resolution No. 2 – Appointment of Mr. Nakul Gorani (Holding DIN: 06543317), Wholetime Director, who retires by rotation and being eligible, offers himself for reappointment**

**i. Voted in favour of the resolution:**

| Number of members present and voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------------------|------------------------------|---------------------------------------|
| 15                                   | 2081634                      | 100%                                  |

**ii. Voted against the resolution:**

| Number of members present and voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------------------|------------------------------|---------------------------------------|
| 0                                    | 0                            | 0                                     |

**iii. Invalid votes:**

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

**c) Resolution No. 3 – Appointment of Statutory Auditor M/s. Sandeep Surendra Jain and Company, Chartered Accountants, bearing Firm Registration No. 010172C, to fill the casual vacancy caused due to resignation of M/s. Sneha Sarda & Company, to hold the office from 25<sup>th</sup> August, 2020 until the conclusion of this Annual General Meeting.**

**i. Voted in favour of the resolution:**

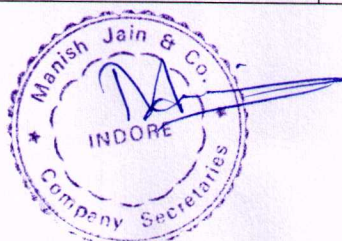
| Number of members present and voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------------------|------------------------------|---------------------------------------|
| 17                                   | 2885934                      | 100%                                  |

**ii. Voted against the resolution:**

| Number of members present and voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------------------|------------------------------|---------------------------------------|
| 0                                    | 0                            | 0                                     |

**iii. Invalid votes:**

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



**d) Resolution No. 4 – Appointment of Statutory Auditor M/s. Sandeep Surendra Jain and Company, Chartered Accountants, bearing Firm Registration No. 010172C to hold the office from the conclusion of this Annual General Meeting till the conclusion of the Thirtieth Annual General Meeting.**

**i. Voted in favour of the resolution:**

| Number of members present and voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------------------|------------------------------|---------------------------------------|
| 17                                   | 2885934                      | 100%                                  |

**ii. Voted against the resolution:**

| Number of members present and voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------------------|------------------------------|---------------------------------------|
| 0                                    | 0                            | 0                                     |

**iii. Invalid votes:**

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

**e) Resolution No. 5 – Re-appointment of Mr. Anil Gorani (Holding DIN- 00055540) as the Whole time Director of the Company for a period of 3 years w.e.f 1<sup>st</sup> April, 2020 to 31<sup>st</sup> March, 2023 on the monthly remuneration of Rs. 1,00,000.00 (Rupees One Lakh only)**

**i. Voted in favour of the resolution:**

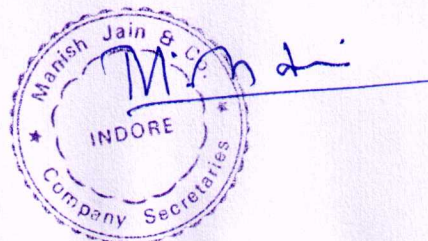
| Number of members present and voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------------------|------------------------------|---------------------------------------|
| 15                                   | 2182534                      | 100%                                  |

**ii. Voted against the resolution:**

| Number of members present and voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------------------|------------------------------|---------------------------------------|
| 0                                    | 0                            | 0                                     |

**iii. Invalid votes:**

| Total numbers of members and (in person or by proxy) whose votes were declared invalid | Total number of votes cast by them |
|--|------------------------------------|
|  |                                    |



|   |   |
|---|---|
| 0 | 0 |
|---|---|

f) **Resolution No. 6 – Increase in the remuneration payable to Mr. Anil Gorani, (Holding DIN-00055540) Whole Time Director of the Company upto 1,25,000.00 (Rupees One Lakh Twenty Five Thousand only) per month with effect from 1st September, 2020.**

i. **Voted in favour** of the resolution:

| Number of members present and voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------------------|------------------------------|---------------------------------------|
| 15                                   | 2182534                      | 100%                                  |

ii. **Voted against** the resolution:

| Number of members present and voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------------------|------------------------------|---------------------------------------|
| 0                                    | 0                            | 0                                     |

iii. **Invalid votes:**

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

g) **Resolution No. 7 – Re-appointment of Ms. Komal Motwani (Holding DIN: 07302550) as an Independent Director of the Company for the second term of five consecutive years with effect from 01<sup>st</sup> October, 2020 to 30<sup>th</sup> September, 2025.**

i. **Voted in favour** of the resolution:

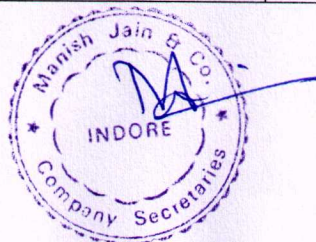
| Number of members present and voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------------------|------------------------------|---------------------------------------|
| 17                                   | 2885934                      | 100%                                  |

ii. **Voted against** the resolution:

| Number of members present and voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------------------|------------------------------|---------------------------------------|
| 0                                    | 0                            | 0                                     |

iii. **Invalid votes:**

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



**h) Resolution No. 8 – To enter into any contract and arrangements amounting to Rs. 5,00,00,000/- (Rupees Five Crore only) per annum for sale, purchase or supply of any goods or materials, availing or rendering of any services to/from M/s Gangotri Industries, a firm in which directors and relative of directors of the company are interested, for a period of three years i.e. 1<sup>st</sup> October, 2020 to 30<sup>th</sup> September, 2023.**

**i. Voted in favour** of the resolution:

| Number of members present and voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------------------|------------------------------|---------------------------------------|
| 10                                   | 173634                       | 100%                                  |

**ii. Voted against** the resolution:

| Number of members present and voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------------------|------------------------------|---------------------------------------|
| 0                                    | 0                            | 0                                     |

**iii. Invalid votes:**

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

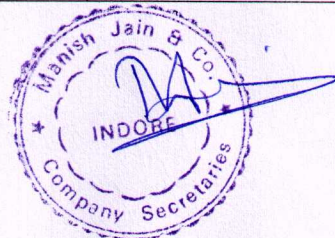
**i) Resolution No. 9 – To enter into any contract and arrangements amounting to Rs. 5,00,00,000/- (Rupees Five Crore only) per annum for sale, purchase or supply of any goods or materials, availing or rendering of any services to/from Blow Hot Kitchen Appliances Private Limited, a Private Limited company in which directors and their relatives of the company are interested, for a period of three years i.e. 1<sup>st</sup> October, 2020 to 30<sup>th</sup> September, 2023.**

**i. Voted in favour** of the resolution:

| Number of members present and voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------------------|------------------------------|---------------------------------------|
| 10                                   | 173634                       | 100%                                  |

**ii. Voted against** the resolution:

| Number of members present and voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------------------|------------------------------|---------------------------------------|
| 0                                    | 0                            | 0                                     |



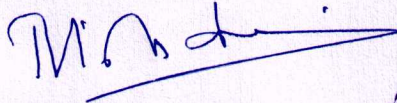
18G-13

iii. **Invalid votes:**

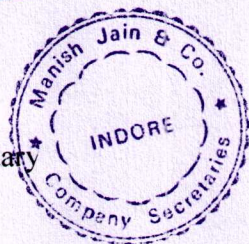
| Total numbers of members and whose votes were declared invalid | Total number of votes cast by them |
|--|------------------------------------|
| 0  | 0                                  |

5. The e-voting results other relevant records were sealed and handed over to the ~~Company Secretary~~ / Director authorized by the Board for safe keeping.

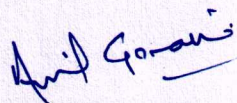
Thanking You,  
Yours faithfully,



Scrutinizer  
Manish Jain  
Practicing Company Secretary  
Membership No.: 4651  
CP No.: 3049



Place: Indore  
Date: 01<sup>st</sup> October, 2020



Acknowledgment  
Anil Gorani  
Chairman  
Gorani Industries Limited

Place: Indore  
Date: 01<sup>st</sup> October, 2020



# *Manish Jain & Co.*

Company Secretaries

01<sup>st</sup> Floor, 236, Anoop Nagar,

Indore (M.P.) 452008

Phone: (O) 2528775, 4098775

Mobile: 98260-38775

E mail: [manishjainandco@yahoo.com](mailto:manishjainandco@yahoo.com)

[manishjainandco@gmail.com](mailto:manishjainandco@gmail.com)

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## Combined Report of Scrutinizer

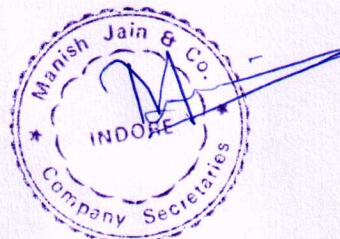
To,  
The Chairman

The 25<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of the Company Gorani Industries Limited held on 30<sup>th</sup> day of September, 2020 at 12.30 P.M.

**SUBJECT:** Passing of Resolutions through remote e-voting and e-voting conducted at the Annual General Meeting of the Company Gorani Industries Limited (the Company) held on Wednesday, 30<sup>th</sup> day of September, 2020 at 12.30 P.M.

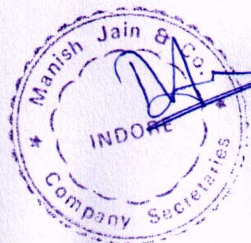
Dear Sir,

1. I, Manish Jain, Practicing Company Secretary, has been appointed as a Scrutinizer by the Board of Directors of Gorani Industries Limited (the Company) for the purpose of scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 and Rule 20 Companies (Management and Administration) Rules, 2014 as amended from time to time, on the resolutions contained in the Notice convening Annual General Meeting of the members of the Company held on Wednesday, 30<sup>th</sup> day of September, 2020 at 12.30 P.M.
2. The Management of the Company is responsible to ensure the compliance with the requirements of Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended from time to time relating to the remote e-voting and e-voting at the AGM on the resolutions contained in the Notice convening Annual General Meeting (AGM) of the members of the Company. My responsibilities as scrutinizer for remote e-voting process and for e-voting at the AGM is restricted to Scrutinizer's Report of the votes cast "in favour" or "Against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited.
3. The voting rights were reckoned on 23<sup>rd</sup> September, 2020 being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the meeting.
4. The Company had taken the services of Central Depositories Services (India) Limited (CDSL) for providing the remote E-Voting Platform and e-voting at the AGM.
5. Remote E-Voting platform remained open from 27<sup>th</sup> September, 2020 (9.00 A.M.) to 29<sup>th</sup> September, 2020 (5.00 P.M.) and members were given an option to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and Special Resolution, on the e-voting platform provided by CDSL.



6. I have issued separate Scrutinizer's Report dated 01<sup>st</sup> October, 2020 on the remote E-voting and on the e-voting at the AGM on the resolutions contained in the Notice to the AGM. As requested by Management, I submit herewith my combined report on the results of e-voting as under-

| Item No. of Notice                                   | Votes in favour of resolution |                                       | Votes against the resolution |                                       | Invalid votes |   |
|--|-------------------------------|---------------------------------------|------------------------------|---------------------------------------|---------------|---|
|  | Nos.                          | % of total number of valid votes cast | Nos.                         | % of total number of valid votes cast | Nos.          | % of total number of invalid votes cast |
| Item No. 1 of the Notice (As an Ordinary Resolution) | 3788134                       | 100%                                  | 0                            | 0.00%                                 | 0             | 0.00%                                   |
| Item No. 2 of the Notice (As an Ordinary Resolution) | 2983834                       | 100%                                  | 0                            | 0.00%                                 | 0             | 0.00%                                   |
| Item No. 3 of the Notice (As an Ordinary Resolution) | 3788134                       | 100%                                  | 0                            | 0.00%                                 | 0             | 0.00%                                   |
| Item No. 4 of the Notice (As an Ordinary Resolution) | 3788134                       | 100%                                  | 0                            | 0.00%                                 | 0             | 0.00%                                   |
| Item No. 5 of the Notice (As an Special Resolution)  | 3084734                       | 100%                                  | 0                            | 0.00%                                 | 0             | 0.00%                                   |
| Item No. 6 of the Notice (As an Ordinary Resolution) | 3084734                       | 100%                                  | 0                            | 0.00%                                 | 0             | 0.00%                                   |
| Item No. 7 of the Notice (As an Special Resolution)  | 3788134                       | 100%                                  | 0                            | 0.00%                                 | 0             | 0.00%                                   |
| Item No. 8 of the Notice (As an Ordinary Resolution) | 1075834                       | 100%                                  | 0                            | 0.00%                                 | 0             | 0.00%                                   |
| Item No. 9 of the Notice (As an Ordinary Resolution) | 1075834                       | 100%                                  | 0                            | 0.00%                                 | 0             | 0.00%                                   |

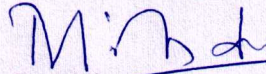


Combined

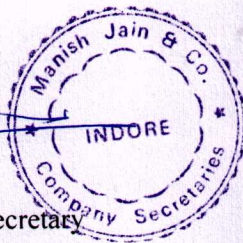
**Conclusion: All the resolutions stands passed with requisite majority under Remote E-voting combined with e-voting at the Annual General Meeting held on Wednesday, 30<sup>th</sup> September, 2020.**

Thanking You,

**Yours Faithfully,**

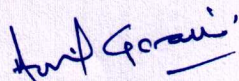


Scrutinizer  
Manish Jain  
Practicing Company Secretary  
Membership No.: 4651  
CP No: 3049



Place: Indore  
Date: 01<sup>st</sup> October, 2020

**To be Countersigned by the Chairman**



Anil Gorani

Place: Indore  
Date: 01<sup>st</sup> October, 2020