



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:07/03/2022

Indore

To,
The BSE Limited
The Corporate Relationship Department,
Pheeroj Jeejeebhoy Tower,
Dalal Street, Mumbai (Maharashtra)

Dear Sir,

Sub: Scrutinizer's Report on Remote E-voting and E-voting conducted for the Extra-Ordinary General Meeting of the Company Gorani Industries Limited held on Monday, 07th March, 2022 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 dated 08.04.2020, 17/2020 dated 13.04.2020, 22/2020 dated 15.06.2020, 33/2020 dated 28.09.2020, 39/2020 dated 31.12.2020, 10/2021 dated 23.06.2021 and 20/2021 dated 08.12.2021 respectively issued by the Ministry of Corporate Affairs and also the combined report on the same for the Extra-Ordinary General Meeting of the Company Gorani Industries Limited held on 07th March, 2022.

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

01st Floor, 236, Anoop Nagar,
Indore (M.P.) 452008
Phone: (O) 4098775
Mobile: 98260-38775
E mail: manishjainandco@yahoo.com
manishjainandco@gmail.com
Website: <http://manishjainandco.com>

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 Extra-Ordinary General Meeting of the Equity Shareholders of the Company Gorani Industries Limited held on Monday, 07th March, 2022 at 12.00 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 Extra-Ordinary General Meeting of the Company Gorani Industries Limited held on Monday, 07th March, 2022.

Dear Sir,

I, Manish Jain, of M/s Manish Jain & Co, Practicing Company Secretary, office at 01st 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 Extra-Ordinary General Meeting of the equity shareholders of Gorani Industries Limited, held on Monday, 07th March, 2022 at 12.00 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 Extra-Ordinary General Meeting (EGM) of the members of the Company. My responsibilities as scrutinizer for Remote E-voting process at the EGM is restricted to Scrutinizer's Report of the votes cast "in favour" or "Against" the resolutions stated

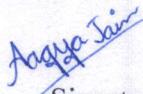


above, based on the reports generated from the E-voting system provided by Central Depository Services (India) Limited .

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. 28th February, 2022 were entitled to vote on the proposed resolution set out in the notice of the Extra-Ordinary General Meeting of Gorani Industries Limited).
3. The remote e-voting period remained open from 04th March, 2022 (Friday) at 09:00 AM and ends on 06th March, 2022 (Sunday) till 05:00 PM. and the CDSL E-voting platform was blocked thereafter.
4. The votes were unblocked on 07th March, 2022 in the presence of two witnesses Ms. Shivani Sharma and Ms. Aagya 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
(Shivani Sharma)


Signature
(Aagya 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 – Issuance of Warrants Convertible into equity shares on a Preferential Basis

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
6	871901	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

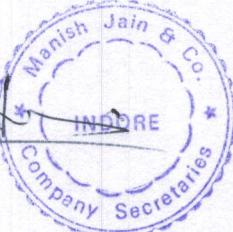
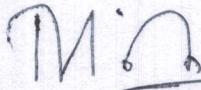


iii. **Invalid votes:**

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 Extra Ordinary General Meeting and same are handed over to the Chairman/ Director authorized by the Board for safe keeping.

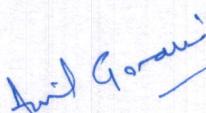
Thanking You,
Yours faithfully,



Manish Jain & Co.
INDORE
Company Secretaries

Scrutinizer
Manish Jain
Practicing Company Secretary
Membership No.: 4651
CP No.: 3049
UDIN: F004651C002820310

Place: Indore
Date: 07/03/2022



Acknowledgment
Anil Gorani
Chairman
Gorani Industries Limited

Place: Indore
Date: 07/03/2022

Manish Jain & Co.

Company Secretaries

01st Floor, 236, Anoop Nagar,
Indore (M.P.) 452008
Phone: (O) 4098775
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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]

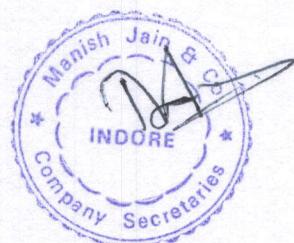
To,
The Chairman

The Extra-Ordinary General Meeting (EGM) of the Equity Share-holders of the Company Gorani Industries Limited held on Monday, 07th March, 2022 at 12:00 P.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

Dear Sir,

Subject: - Report on passing of resolutions through e-voting at the EGM, 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 01st Floor, 236, Anoop Nagar, Indore (M.P.)-452008, appointed as Scrutinizer for the purpose of the e-voting at the EGM on the below mentioned resolution(s), at the Extra-Ordinary General Meeting of the Equity Shareholders of Gorani Industries Limited, held on Monday, 07th March, 2022 at 12:00 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 resolution passed at the Extra-Ordinary General Meeting of the Company.

My responsibility as Scrutinizer for the e-voting process at the Extra-Ordinary 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 Extra-Ordinary General Meeting, based on the records of the Company.

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

1. The equity shareholders as on 28th February, 2022 (cut-off date) were entitled to vote on the resolutions stated in the Notice of the Extra-Ordinary General Meeting of the Company.
2. After the closing of remote e-voting and e-voting at the EGM, 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 Extra-Ordinary 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 EGM 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 – Issuance of Warrants Convertible into equity shares on a Preferential Basis**

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	41689	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

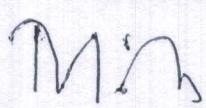
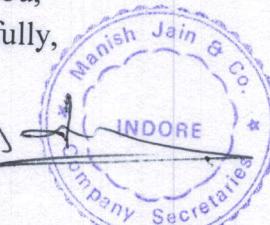
iii. Invalid votes:

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

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,

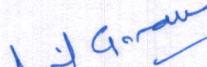
Yours faithfully,

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

Place: Indore

Date: 07/03/2022


 Acknowledgment

Anil Gorani
 Chairman
 Gorani Industries Limited

Place: Indore

Date: 07/03/2022

Manish Jain & Co.
Company Secretaries

1st Floor, 236, Anoop Nagar
Indore (M.P.)-452008
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Combined Report of Scrutinizer

To,
The Chairman

The Extra-Ordinary General Meeting (EGM) of the Equity Shareholders of the Company Gorani Industries Limited held on 07th day of March, 2022 at 12.00 P.M.

SUBJECT: Passing of Resolutions through remote e-voting and e-voting conducted at the Extra-Ordinary General Meeting of the Company Gorani Industries Limited (the Company) held on Monday, 07th day of March, 2022 at 12.00 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 e-voting conducted at the Extra-Ordinary General Meeting of the Company and 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 Extra-Ordinary General Meeting of the members of the Company held on 07th day of March, 2022 at 12.00 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 EGM on the resolutions contained in the Notice convening Extra-Ordinary General Meeting (EGM) of the members of the Company. My responsibilities as scrutinizer for remote e-voting process and for e-voting at the EGM 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 28th February, 2022 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 EGM.
5. Remote E-Voting platform remained open from 04th March, 2022 (Friday) at 09:00 AM and ends on 06th March, 2022 (Sunday) till 05:00 PM. and members were given an option to cast their votes electronically conveying their assent or dissent in respect of the resolutions specified in the notice of EGM, on the e-voting platform provided by CDSL.



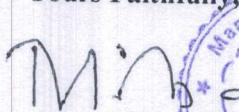
6. I have issued separate Scrutinizer's Report dated 07th March, 2022 on the remote E-voting and on the e-voting at the EGM on the resolutions contained in the Notice to the EGM. As requested by Management, I submit herewith my combined report on the results of e-voting as under-

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 Special Resolution)	913590	100%	0	0	0	0

Conclusion: All the resolutions stands passed with requisite majority under Remote E-voting combined with e-voting at the Extra-Ordinary General Meeting held on 07th day of March, 2022.

Thanking You,

Yours Faithfully,

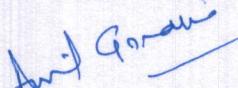



Manish Jain & Co.
Practicing Company Secretaries
Indore
Membership No.: 4651
CP No: 3049

Place: Indore

Date: 07/03/2022

To be Countersigned by the Chairman



Anil Gorani

Place: Indore

Date: 07/03/2022