

To
The Chairman
Jolly Board Limited,
501 Rewa Chambers 31,
Sir V Thackersey Marg,
Mumbai - 400020.

Respected Sir,

Sub: Scrutinizer's Report for passing of resolution through Postal Ballot Process including remote E - Voting

I, CS Mannish L. Ghia, Partner, M/s. Manish Ghia & Associates, Company Secretaries, Mumbai, was appointed as Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the process of voting through postal ballot which includes remote e-voting in terms of the provisions of Section 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") as amended from time to time in a fair and transparent manner, for passing of the resolutions as mentioned in the Notice of Postal Ballot dated February 05, 2024 ("Notice");

1. The Postal Ballot and E-voting process has been completed and now I submit my report as under:
 - 1.1 The management of the Company is responsible to ensure compliance with the requirements of the Act and Rules made thereunder. Our responsibility as Scrutinizer is restricted to make Scrutinizer's Report of the votes cast 'in favor' and 'against' the resolutions stated in the Notice;
 - 1.2 The Company had availed the e-voting platform/facility offered by Link Intime India Private Limited (hereinafter referred to as 'LIPL') for conducting Postal Ballot process;
 - 1.3 The Company on Wednesday, February 14, 2024, completed the dispatch of Notice to its members (a) through electronic mail whose email id is registered with the Registrar and Share Transfer Agent/ Depositories and (b) through physical mode, along with Postal Ballot form and self-addressed Business Reply Envelope whose names appeared in the Register of Members/List of Beneficiaries as on the cut-off date (Record date) being February 09, 2024.
 - 1.4 As per provisions of applicable rules of Companies (Management and Administration) Rules, 2014, the Company has published advertisement about completion of dispatch of Postal Ballot Notice in English Newspaper "The Free Press Journal" and Marathi Newspaper "Navshakti" on February 16, 2024;
 - 1.5 The e-voting period commenced on Friday, February 16, 2024 at 9:00 a.m. (IST) and ended on Saturday, March 16, 2024 at 05.00 p.m. (IST);



- 1.6 12 (Twelve) Postal Ballot forms were received from the members and particulars of the same have been entered in a register separately maintained for the purpose.
- 1.7 All Postal Ballot Forms received upto 5.00 p.m. on Saturday, March 16, 2024, being the last date and time fixed by the Company for receipt of the forms, are considered for my scrutiny.
- 1.8 The Postal Ballot Forms were duly opened on Monday, March 18, 2024 after 10.00 a.m. (IST) in my presence and scrutinized. The Shareholding was matched / confirmed with the Register of Members of the Company / List of Beneficiaries as on February 09, 2024.
- 1.9 The data for e-voting was downloaded after the e-voting module was disabled by Link Intime India Private Limited on Saturday, March 16, 2024 (05.00 p.m.).
- 1.10 The remote e-voting data was scrutinized for verification of votes cast in favour and against the resolutions.
- 1.11 The Company did not receive any envelope containing Postal Ballot form after 5.00 p.m. on Saturday, March 16, 2024.
2. The summary of the voting through Postal Ballot Forms received and electronic means is as follows:

Resolution No.1: Special Resolution

To consider and approve the consolidation of nominal value of equity share capital of the Company:

- (i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
25	4,39,540	99.96

- (ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7	162	0.04

- (iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
1	5



Resolution No.2: Ordinary Resolution

To alter the Memorandum of Association of the Company:

(iv) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
25	4,39,540	99.96

(v) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7	162	0.04

(vi) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
1	5

Resolution No.3: Special Resolution

To alter the Articles of Association of the Company:

(vii) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
25	4,39,540	99.96

(viii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7	162	0.04

(ix) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
1	5



Manish Ghia & Associates

You may accordingly declare the result of the voting by Postal Ballot.

Thanking You.

For Manish Ghia & Associates
Company Secretaries
(Unique ID: P2006MH007100)



Mannish. Ghia

CS Mannish L. Ghia
Partner

M. No. FCS 6252 C. P. No. 3531

Place: Mumbai
Date: March 18, 2024
UDIN: F006252E003597125

Countersigned by

A handwritten signature in blue ink, appearing to read "Arjun Arvind Jolly".

Arjun Arvind Jolly
Managing Director
DIN: 00255469
Jolly Board Limited



Place: Mumbai
Date: March 18, 2024