

# JAJODIA AND ASOCIATES

OFFICE NO. 30, LAXMI NIWAS, 2ND PANJRAPOLE LANE, C.P.TANK, MUMBAI - 400004 EMAIL:  
jajodiaassociate@gmail.com Telephone No.: 022-22426755/7074

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To,

**Innovators Facade Systems Limited**

204, B-65, Sector No. 1, Shanti Nagar,  
Mira Road (East), Thane 401107.

Dear Sir,

**Re: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for Postal Ballot Conducted via Remote E-Voting by the Equity Shareholders of Innovators Facade Systems Limited from Saturday 01<sup>st</sup> March, 2025, at 09:00 A.M.(IST) to Monday, 31<sup>st</sup> March, 2025, at 05:00 P.M (IST) (both days inclusive)**

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I, Priti Nikhil Jajodia, Practicing Company Secretary (Membership No: ACS 36944 /C.P. No. 19900) was appointed as Scrutinizer by the Board of Directors pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended in accordance Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the purpose of Scrutinizing the Postal Ballot process conducted via remote e-voting (the "Postal Ballot") held between Saturday 01<sup>st</sup> March, 2025, at 09:00 A.M.(IST) to Monday 31<sup>st</sup> March, 2025, at 05:00 P.M (IST) (both days inclusive) in a fair and transparent manner, in respect of the following resolutions as mentioned in the Notice of Postal Ballot dated February 27, 2025:

Sr. No.	Particulars	Type of Resolution
1.	Re-appointment of Mr. Subhash Chand Gupta (DIN: 08649898) as a Non-Executive Independent Director of the company with effect from 15 <sup>th</sup> January, 2025.	Special Resolution
2.	Approval of material Related Party Transaction(s) between the company with Innovators Contracting Works Private Limited (ICWPL) [identified as an associates of the Wholly Owned Subsidiary Company named Innovators Engineering Works Private Limited] u/s. 188 of the Companies Act, 2013 and rules made thereunder.	Ordinary Resolution
3.	Approval of material Related Party Transaction(s) between the company with Innovators Building Products Private Limited (IBPPL) u/s. 188 of the Companies Act, 2013 and rules made thereunder.	Ordinary Resolution

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4.	Approval of material Related Party Transaction(s) between the company with Cleantech Engineering Private Limited (CEPL) u/s. 188 of the Companies Act, 2013 and rules made thereunder.	Ordinary Resolution
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The Postal Ballot Notice dated 27<sup>th</sup> February, 2025, as confirmed by the Company, was sent to the shareholders in respect of the below mentioned resolutions proposed to be passed through electronic mode to those Members whose email addresses are registered with the Company/ Depositories on 21<sup>st</sup> February 2025, in compliance with the Ministry of Corporate Affairs circulars dated 05<sup>th</sup> May, 2020 and 13<sup>th</sup> January, 2021 read with circulars dated 08<sup>th</sup> April, 2020 and 13<sup>th</sup> April, 2020 (collectively referred to as "MCA Circulars") and SEBI Circulars dated 12<sup>th</sup> May, 2020 and 15<sup>th</sup> January, 2021.

My responsibility as a Scrutinizer for the remote e-Voting during the Postal Ballot process is restricted in making a consolidated scrutinizer's report on the votes cast 'IN FAVOUR' or 'AGAINST' the resolutions, set out in the Notice of postal ballot based on the reports generated from the e-Voting system provided by MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited), the authorised agency to provide remote e-Voting facilities before and e voting during the Postal Ballot process, engaged by the Company.

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

The Company has provided the remote e -Voting facility through MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited). The Company had uploaded all the items of businesses to be transacted on the website of the Company, MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) and also on the website of the stock exchange i.e. BSE Limited to facilitate their Shareholders to cast their vote through remote e-voting.

The Notice of Postal Ballot was sent through e-mail to the Members whose names appeared in Register of Members of the Company as on Friday, 21<sup>st</sup> February, 2025 and whose e-mail addresses were registered with the Company/their respective Depository Participants, containing the detailed procedure to be followed by the Members.

The Company has also published advertisements in newspapers on Saturday, 01<sup>st</sup> March 2025 in Business Standards (in English) and Pratahkal (in Marathi). It carried all the required information as specified in the said rules and MCA circulars.

In accordance with the circulars the persons who were the Members of the Company as on the "Cut-off" date i.e. Friday, 21<sup>st</sup> February, 2025 were entitled to vote on the resolution contained in the postal ballot Notice through remote e-Voting facility only.

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I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the, MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited).

My consolidated report on the results of remote e-voting during the Postal ballot is as under:

## **Resolution No. 1 as a Special Resolution:**

**Re-appointment Mr. Subhash Chand Gupta (DIN: 08649898) as a Non-Executive Independent Director of the Company with effect from 15<sup>th</sup> January, 2025.**

Particulars	Postal Ballot via Remote e-voting		Total		Percentage (%)
	Number	Votes	Number	Votes	
Assent	13	12136350	13	12136350	100
Dissent	0	0	0	0	0
Total	13	12136350	13	12136350	100

## **Resolution No. 2 as an Ordinary Resolution:**

To approve material Related Party Transaction(s) between the Company with Innovators Contracting Works Private Limited (ICWPL) [identified as an associate of the Wholly Owned Subsidiary Company named Innovators Engineering Works Private Limited] u/s. 188 of the Companies Act, 2013 and rules made thereunder.

Particulars	Postal Ballot via Remote e-voting		Total		Percentage (%)
	Number	Votes	Number	Votes	
Assent	12	11821950	12	11821950	100
Dissent	0	0	0	0	0
Total	12	11821950	12	11821950	100

## **Resolution No. 3 as an Ordinary Resolution:**

To approve material Related Party Transaction(s) between the Company with Innovators Building Products Private Limited (IBPPL) u/s. 188 of the Companies Act, 2013 and rules made thereunder.

Particulars	Postal Ballot via Remote e-voting		Total		Percentage (%)
	Number	Votes	Number	Votes	

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Assent	11	11701950	11	11701950	100
Dissent	0	0	0	0	0
Total	11	11701950	11	11701950	100

## Resolution No. 4 as an Ordinary Resolution:

To approve material Related Party Transaction(s) between the Company with Cleantech Engineering Private Limited (CEPL) u/s. 188 of the Companies Act, 2013 and rules made thereunder.

Particulars	Postal Ballot via Remote e-voting		Total		Percentage (%)
	Number	Votes	Number	Votes	
Assent	11	10987635	11	10987635	100
Dissent	0	0	0	0	0
Total	11	10987635	11	10987635	100

Thanking You,  
Yours Faithfully,  
JAJODIA & ASSOCIATES

Counter Signed By:  
FOR INNOVATORS FAÇADE SYSTEMS LIMITED

Priti Nikhil Jajodia  
Practicing Company Secretary  
Membership No. 36944  
COP No. 19900  
Peer Review: 2497/2022

Vedashri Chaudhari  
Company Secretary & Compliance officer  
Date: 01<sup>st</sup> April 2025  
Place: Thane

Date: 01<sup>st</sup> April 2025  
Place: Mumbai  
UDIN: A036944G000005176