

**Combined Report of Scrutinizer**

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended]

To,  
The Chairperson,  
**Integra Switchgear Limited**  
Vadodara.

Subject: Combined Report of Scrutinizer on voting by remote e-voting and e-voting facility provided to the shareholders during the Extra-ordinary General Meeting of the Shareholders of Integra Switchgear Limited held on Tuesday, 31<sup>st</sup> December, 2024 at 3:28 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Dear Sir,

1. We, DRP & Associates, Company Secretary in practice were appointed as Scrutinizer by the Board of Directors of Integra Switchgear Limited vide resolution dated 5<sup>th</sup> December, 2024 for the purpose of scrutinizing remote e-voting process and e- voting conducted during the Extra-ordinary General Meeting held through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") pursuant to Section 108, 109 and other provisions applicable, if any, of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. We confirm the following:

The notice of EGM dated 31<sup>st</sup> December, 2024 convening the Extra-ordinary General Meeting of the Shareholders of Integra Switchgear Limited to be held on Tuesday, 31<sup>st</sup> December, 2024 at 3:00 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") was sent to the shareholders by email only to those members whose email address are registered with the Company, RTA or Depositories on 9<sup>th</sup> December, 2024.

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*Ruchita Patel*



3. The Extra-ordinary General Meeting of the Company was held on 31<sup>st</sup> December, 2024 in compliance with the Circulars issued by the Ministry of Corporate Affairs ("MCA") 09/2024 dated September 19, 2024 read with circulars dated September 25, 2023, December 28, 2022, May 5, 2022, January 31, 2021, May 5, 2020, April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") & SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/ 2024/133 dated October 3, 2024 read with SEBI Circular No. SEBI/HO/DDHS/P/CIR/2023/0164 dated October 6, 2023 and SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 (referred to as "SEBI Circular") for further extending the period of holding EGM through VC and permitted the holding of the Extra-ordinary General Meeting ("EGM") through VC / OAVM, without the physical presence of the Members at a common venue.
4. The company has availed the remote e-voting facility prior to EGM and e-voting facility during the EGM from National Securities Depositories Limited (NSDL) for conducting e-voting by the shareholders of the company.
5. The shareholders of the company holding shares as on the "cut-off" date of 24<sup>th</sup> December, 2024 were entitled to vote on the proposed resolutions as set out at Item Nos. 1 to 10 in the Notice dated 5<sup>th</sup> December, 2024 of the Extra-ordinary General Meeting of Integra Switchgear Limited.
6. The voting period for remote e-voting commenced on Saturday, 28<sup>th</sup> December, 2024 (9:00 a.m.) to Monday, 30<sup>th</sup> December, 2024 (5:00 p.m.).
7. The e-voting facility was provided during the EGM for those shareholders who were present at the meeting through VC / OVAM and not availed service of remote e-voting facility provided prior to EGM.
8. After the closure of the e-voting process provided during the EGM, the votes cast through remote e-voting facility prior to EGM and during EGM were unblocked on 31<sup>st</sup> December, 2024 at 4.30 p.m. in presence of two witnesses who are not in employment of the Company.
9. We submit herewith combined scrutinizer's report on the resolutions contained in the notice of the Extra-ordinary General Meeting based on the scrutiny of remote e-voting and e-voting during the EGM and as per the database of e-voting facility during the EGM provided by National Securities Depositories Limited (NSDL).

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10. The results of remote e-voting together with e-voting during the Extra-ordinary General Meeting held through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") are as under:

**DETAILS OF VOTING RESULTS:**

Date of the EGM	31-12-2024
Total number of shareholders on record date (cut-off date: 24-12-2024)	2602
Total no. of shareholders present in the meeting either in person or through proxy	No arrangement for a physical meeting or appointment of proxy was made as the Extra-ordinary General Meeting was held through VC/OAVM
Total no. of shareholders attended the extra ordinary general meeting through Video conferencing:	18
• Promoters and Promoter Group	1
• Public Shareholders	17
• Total votes casted during the EGM	NIL
• Votes in favour	NIL
• Votes against	NIL
• Votes abstain	NIL

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Total no. of shareholders voted electronically prior to EGM at the remote e-voting facility	43
• Promoters and Promoter Group	1
• Public Shareholders	42
Total votes casted during remote e-voting	1979489
<b>Votes cast by Promoters</b>	
• Votes in favour	1975600
• Votes against	0
• Votes abstain	0
<b>Votes cast by Public</b>	
• Votes in favour	3889
• Votes against	0
• Votes abstain	0

RESOLUTION NO	PARTICULARS OF VOTES CAST THROUGH E-VOTING		
	VOTES IN FAVOUR NO & %	VOTES CAST AGAINST NO & %	TOTAL VOTES CAST
Resolution No. 1 as an Ordinary Resolution  Appointment of Mr. Baljit Singh as Non-Executive Director.	1979489 (100%)	0	1979489 (100%)

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**DRP & ASSOCIATES  
COMPANY SECRETARIES**



Resolution No. 2 as an Ordinary Resolution  Appointment of Mrs. Honey Baljit Singh as Non-Executive Director	1979489 (100%)	0	1979489 (100%)
Resolution No. 3 as Ordinary Resolution  Appointment of Ms. Upveen Harpal as Whole-time Director.	1979489 (100%)	0	1979489 (100%)
Resolution No. 4 as Special Resolution  Appointment of Mr. Michael Joseph Commiskey as an Independent Director.	1979489 (100%)	0	1979489 (100%)
Resolution No. 5 as Special Resolution  Approval to give authority under Section 186 of the Companies Act, 2013	1979489 (100%)	0	1979489 (100%)
Resolution No. 6 as Special Resolution  Authorization to the Board to create Charge/Mortgage over the properties of the Company for the Purpose of Borrowing in the terms of section 180 (1)(a) of the Companies Act, 2013	1979489 (100%)	0	1979489 (100%)
Resolution No. 7 as Special Resolution  Authorization to the Board of Directors to Borrow Money pursuant to Section 180(1)(c) of the Companies Act, 2013	1979489 (100%)	0	1979489 (100%)

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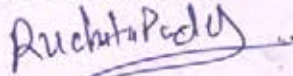


Resolution No. 8 as Special Resolution  Authorization to Board of Directors to determine & pay remuneration by way of fees or commission or otherwise to Non-Executive Directors of the Company within limits	1979489 (100%)	0	1979489 (100%)
Resolution No. 9 as Special Resolution  To approve adoption of new set of Memorandum of Association	1979489 (100%)	0	1979489 (100%)
Resolution No. 10 as Special Resolution  To approve adoption of new set of Articles of Association	1979489 (100%)	0	1979489 (100%)

The register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairperson considers, approves and signs the Minutes of the aforesaid Extra-ordinary General Meeting and the same will be handed over to the Director for safe keeping thereafter.

Thanking you,

For DRP & Associates,



Ruchita Tushar Patel  
Company Secretary  
ACS: 41685 CP: 15669  
UDIN: A041685F003543744



Place: Vadodara  
Date: 01-01-2025

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