

Consolidated Scrutinizers' Report on Remote E-Voting & Remote Electronic Voting during 31st AGM

To,
The Chairman of 31st Annual General Meeting

Hemo Organic Limited

8-A, Gulnar, Chinar - Gulnar Appt.
V V Nagar Road Anand -388001 Gujarat.

Dear Sir,

Sub: Consolidated Scrutinizer Report on Remote E-voting conducted pursuant to the provisions of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management & Administration) rules 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 and Remote Electronic Voting during the 31st Annual General Meeting of Hemo Organic Limited, held on Saturday, September 30, 2023 at 03.00 p.m. IST through two-way video conferencing ("VC") via ZOOM Platform.

I, Anand S. Lavingia, Practising Company Secretary had been appointed as the Scrutinizer by the Board of Directors of the Hemo Organic Limited ("the Company") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management & Administration) rules 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 to conduct Remote E-Voting as well as remote electronic voting during the 31st Annual General Meeting ("AGM") of the Company, held on Saturday, September 30, 2023 at 03.00 p.m. IST through two-way video conferencing ("VC") via ZOOM Platform, in respect of businesses set forth in the notice of 31st Annual General Meeting ("AGM") of the Company, in a fair and transparent manner.

The 31st AGM of the Company was held on Saturday, September 30, 2023 at 03.00 p.m. IST through two-way video conferencing ("VC") via ZOOM Platform and the voting for items as per the Notice of the 31st AGM was carried out only through remote electronic voting process and remote electronic voting during the 31st AGM, in compliance with applicable provisions of the Act (including any statutory modification or re-enactment thereof) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the "Rules"), as amended from time to time, and the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013" and the rules made thereunder on account of the threat posed by Covid-19 and General Circular No. 20/2020 dated May 5, 2020 read with General Circular No. 02/2021 dated January 13, 2021, General Circular No. 2/2022 dated May 5, 2022 and Circular No. 10/2022 dated December 28, 2022, in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)", all issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars") and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with SEBI Circular dated May 12, 2020, SEBI Circular dated January 15, 2021 and SEBI Circular dated May 13, 2022 in relation to "Additional relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 - Covid 19 pandemic". The deemed venue for the 31st AGM was the registered office of the Company.

Responsibility of the Management of the Company

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made thereunder; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard-2 on General Meetings issued by the Institute of Company secretaries of India, relating to Remote E-Voting as well as remote electronic voting during the AGM and holding of 31st AGM through VC or OAVM.

Responsibility of Scrutinizer

My responsibility, as a scrutinizer, is limited to ensure and scrutinize the voting done through remote e-voting and remote electronic voting by Shareholders present during the 31st AGM through VC or OAVM in a fair and transparent manner and to make a consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolution, based on the reports generated from the e-voting system of National Securities Depository Limited ("NSDL" or "E-voting Agency").

As per the Notice of 31st AGM, below mentioned businesses (resolutions) were proposed for the approval of Members through Remote E-voting and remote electronic voting by Shareholders present during the 31st AGM through VC or OAVM;

1. **Ordinary Resolution** for considering and adopting the Audited Financial Statements of the Company for the financial year ended on March 31, 2023, together with the Reports of Board of Directors and the Auditor thereon and
2. **Ordinary Resolution** for appointing a Director in place of Ms. Sonalben Patel (DIN:02848171), who retires by rotation and being eligible, seeks re-appointment;

I hereby report as under;

1. On the basis of the register of members and the list of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday, September 1, 2023, the Company completed dispatch of the Notice of the AGM;
 - Through E-Mail on Friday, September 08, 2023 to the members whose E-Mail Id's are registered with company/depository participant;
 - Further, in light of the MCA Circulars referred herein above, for this AGM, those shareholders who had not yet registered their e-mail address were requested to get their e-mail addresses submitted, by following the procedure given below;
 - (a) In case shares are held in physical mode, by providing Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) through email to drdineshpatel@rediffmail.com.
 - (b) In case shares are held in demat mode, by providing DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) through email to drdineshpatel@rediffmail.com.
 - (c) Alternatively by sending an e-mail request to evoting@nsdl.co.in for obtaining User ID and Password by proving the details mentioned in Point (a) or (b) as the case may be.
2. The Company has also placed the Notice of 31st AGM on the web site of the Company at www.hemoorganic.com, E-voting Agency at www.evoting.nsdl.com and on website of BSE at www.bseindia.com.

3. The Company has given the newspaper advertisement for date and time of commencement and end of remote e-voting, remote electronic voting during AGM in;
 - A. Western Times (English Language) on September 12, 2023 &
 - B. Western Times (Vernacular – Gujarati Language) on September 12, 2023.
4. The Company had availed facility offered by NSDL for conducting Remote E-Voting as well as remote electronic voting during the 31st AGM by the Shareholders.
5. The Shareholders holding Shares as on the “Cut off” date, i.e. Saturday, September 23, 2023 were entitled to vote through Remote E-Voting as well as remote electronic voting during the 31st AGM on the businesses mentioned in the Notice of 31st AGM of the Company.
6. In terms of the aforesaid Notice, Remote E-Voting was opened for three days which commenced on 9:00 A.M. on Wednesday, September 27, 2023 and ended on 5:00 P.M. on Friday, September 29, 2023 and members of the Company, holding Equity Shares of the Company as on Saturday, September 23, 2023, were required to cast their votes electronically, conveying their assent or Dissent in respect of the ordinary and special businesses, through remote e-voting platform provided by NSDL.
7. The Remote E-Voting Platform was then after completed (“Blocked”) in due time.
8. Since this 31st AGM was held pursuant to the MCA Circulars referred herein above through VC or OAVM, physical attendance of Members had been dispensed with. Accordingly, in terms of the above referred MCA and SEBI circulars, the facility for appointment of proxies by the Members were also dispensed with.
9. Members attended the meeting through VC via ZOOM Platform had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act 2013.
10. During the 31st AGM, the Company had provided the facility of remote electronic voting to those Shareholders who were present at the Meeting and had not already voted through e-voting platform of NSDL and the said facility was available till 15 minutes after closure of 31st AGM.
11. The 31st AGM was concluded on Saturday, September 30, 2023 at 03.07 P.M. IST. After the conclusion of AGM, the remote electronic voting was locked and finalized on Saturday, September 30, 2023 around at 03.37 P.M. IST and the report on voting done through electronic voting system during the 31st AGM in respect of businesses set forth in the notice of 31st Annual General Meeting (“AGM”) of the Company, was generated in my presence and the voting was diligently scrutinized.
12. The vote cast under remote e-voting facility was thereafter unblocked in the presence of two witnesses who were not in the employment of the Company. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NSDL e-voting system.
13. I have not found any votes casted by the shareholders as invalid.
14. The consolidated results of Remote E-Voting as well as remote electronic voting during the 31st AGM in respect of resolutions placed in the notice of 31st AGM is **annexed herewith**.
15. The Register, all other papers and relevant records relating to Remote E-Voting as well as remote electronic voting during the 31st AGM shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid 31st AGM and thereafter the same will be handed over to the Company Secretary of the Company.

16. The result of the voting by members through Remote E-Voting as well as remote electronic voting during the 31st AGM in respect of the above mentioned businesses may, accordingly, be declared by the Chairman or any other Authorized Person, as decided by the Board of Director of the Company and who has also countersigned this report.

Place: Ahmedabad

Date: September 30, 2023

Signature:

Name of Company Secretary: Anand S. Lavingia

ACS No.: 26458 **C. P. No.:** 11410

Peer review certificate No: 1589/2021

UDIN: A026458E001144201

Declaration

We, the undersigned witnessed that the remote e-voting was unblocked and remote electronic voting and electronic voting reports were received from the NSDL in our presence on Saturday, September 30, 2023 around at 03.37 P.M. IST at the office of Mr. Anand Lavingia, the scrutinizer.

Witness 1:

Mr. Nihal Modi



Witness 2:

Mr. Hiralal Kumhar



Countersigned by
For, **Hemo Organic Limited**

Dr. Dinesh Patel
Chairman and Managing Director
DIN: 00481641

Annexure
Detailed Consolidated Results of Remote e-voting and Remote Electronic voting during 31st AGM of
Hemo Organic Limited (in SEBI Format)

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ordinary Resolution for considering and adopting the Audited Financial Statements of the Company for the financial year ended on March 31, 2023, together with the Reports of Board of Directors and the Auditor thereon.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100
Promoter and Promoter Group	E-Voting	583940	583940	100.0000	583940	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		583940	583940	100.0000	583940	0	100.0000
Public-Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2881960	3752	0.1302	3752	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2881960	3752	0.1302	3752	0	100.0000
Total		3465900	587692	16.9564	587692	0	100.0000	0.0000
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Not Applicable		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

Detailed Consolidated Results of Remote e-voting and Remote Electronic voting during 31st AGM of

Hemo Organic Limited (in SEBI Format)

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ordinary Resolution for appointing a Director in place of Ms. Sonalben Patel (DIN: 02848171), who retires by rotation and being eligible, seeks re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100
Promoter and Promoter Group	E-Voting	583940	583940	100.0000	583940	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		583940	583940	100.0000	583940	0	100.0000
Public-Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2881960	3752	0.1302	3152	600	84.0085	15.9915
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2881960	3752	0.1302	3152	600	84.0085
Total		3465900	587692	16.9564	587092	600	99.8979	0.1021
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Not Applicable		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

Annexure
Detailed Consolidated Results of Remote e-voting and Remote Electronic voting during 31st AGM of
Hemo Organic Limited (in Companies Act, 2013 Format)
Resolution 1:

Ordinary Resolution for considering and adopting the Audited Financial Statements of the Company for the financial year ended on March 31, 2023, together with the Reports of Board of Directors and the Auditor thereon.

(i) Voted in favour of the resolution:

Voting Description	Number of members	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting Prior to AGM	45	587692	100.0000
Remote E-voting by Shareholders During AGM	0	0	0.0000
Total	45	587692	100.0000

(ii) Voted against the resolution:

Voting Description	Number of members	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting Prior to AGM	0	0	0.0000
Remote E-voting by Shareholders During AGM	0	0	0.0000
Total	0	0	0.0000

(iii) Invalid Votes:

Voting Description	Number of members	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting Prior to AGM	0	0	0.0000
Remote E-voting by Shareholders During AGM	0	0	0.0000
Total	0	0	0.0000

Detailed Consolidated Results of Remote e-voting and Remote Electronic voting during 31st AGM of
Hemo Organic Limited (in Companies Act, 2013 Format)
Resolution 2:

Ordinary Resolution for appointing a Director in place of Ms. Sonalben Patel (DIN: 02848171), who retires by rotation and being eligible, seeks re-appointment.

(i) Voted in favour of the resolution:

Voting Description	Number of members	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting Prior to AGM	45	587092	99.8979
Remote E-voting by Shareholders During AGM	0	0	0.0000
Total	45	587092	99.8979

(ii) Voted against the resolution:

Voting Description	Number of members	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting Prior to AGM	1	600	0.1021
Remote E-voting by Shareholders During AGM	0	0	0.0000
Total	1	600	0.1021

(iii) Invalid Votes:

Voting Description	Number of members	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting Prior to AGM	0	0	0.0000
Remote E-voting by Shareholders During AGM	0	0	0.0000
Total	0	0	0.0000