



MR & Associates

COMPANY SECRETARIES

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CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014]

To,

The Chairman of Annual General Meeting (AGM) of the Members of CHEVIOT COMPANY LIMITED (CIN: L65993WB1897PLC001409), held on Friday, the 12th day of August, 2022 at 11.00 A.M(IST) through Video Conferencing ("VC") /Other Audio Visual Means ("OAVM").

Dear Sir,

1. I, Mohan Ram Goenka, Company Secretary in Practice (FCS No. 4515, CP No. 2551), Partner of MR & Associates, was duly appointed as a Scrutinizer by the Board of Directors of CHEVIOT COMPANY LIMITED (the Company) for the purpose of Scrutinizing the process of (i) voting through remote e-voting (i.e., voting prior to AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM) and (ii) e-voting at the AGM (process of e-voting during AGM through electronic voting system) on the resolutions contained in the notice dated June 20, 2022 ("Notice") in accordance with the clarification Circular(s) issued by the Ministry of Corporate Affairs from time to time which also permitted convening the AGM through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the members at a common venue. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 ("the Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the AGM of the Company was held through VC/OAVM. The AGM was convened on Friday, the 12th day of August, 2022 at 11.00 A.M IST through VC / OAVM.
2. The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic modes on the resolutions proposed in the Notice of AGM of the Members of the Company dated June 20, 2022. My responsibility as a Scrutinizer for the e-voting process (i.e., through remote e-voting and e-voting at the AGM) is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice of the AGM of the Company, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the agency engaged by the Company to provide e-voting facility for voting through electronic means and the documents furnished to me electronically for my verification.



3. The Members holding ordinary shares as on the "cut-off date" i.e. August 05, 2022 were entitled to vote on the resolutions proposed in the Notice calling the AGM.
4. In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Circulars issued by the Ministry of Corporate Affairs, the remote e-voting facility was kept open from Monday, 8th August, 2022 (10:00 A.M. IST) till Thursday, 11th August, 2022 (5.00 P.M. IST) and the Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM who had not cast their vote earlier during remote e-voting. Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on the e-voting platform provided by National Securities Depository Limited (NSDL).
5. After the closure of e-voting at the AGM, the report on voting done at the AGM electronically and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.
6. The votes cast through remote e-voting were unblocked in the presence of two witnesses as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014.
7. Based on the results made available to me 142 members have casted their votes through remote e-voting facility and 2 members had casted their votes through e-voting at the AGM. The brief analysis of the results of the voting through Remote e-voting facility and e-voting at the AGM, based on the report generated by NSDL, scrutinized on test-check basis and relied upon by me, are as under:

Item No. 1- Ordinary Resolution:

To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2022 and the Report of the Board of Directors and independent auditors thereon.

Particulars	No. of votes contained in Remote E-Voting & E-voting at AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	139	45,32,081	139	45,32,081	99.9934
Dissent	5	301	5	301	0.0066
Total	144	45,32,382	144	45,32,382	100.0000
Abstain / Invalid	-	-	-	-	-



Item No. 2 - Ordinary Resolution:

To declare dividend on the ordinary shares for the financial year ended 31st March, 2022.

Particulars	No. of votes contained in Remote E-Voting & E-voting at AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	142	45,32,375	142	45,32,375	99.9998
Dissent	2	7	2	7	0.0002
Total	144	45,32,382	144	45,32,382	100.0000
Abstain / Invalid	-	-	-	-	-

Item No. 3 - Ordinary Resolution:

To appoint a director in place of Mrs. Malati Kanoria (DIN 00253241), who retires by rotation and, being eligible, offers herself for re-appointment.

Particulars	No. of votes contained in Remote E-Voting & E-voting at AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	127	45,16,510	127	45,16,510	99.6498
Dissent	17	15872	17	15872	0.3502
Total	144	45,32,382	144	45,32,382	100.0000
Abstain / Invalid	-	-	-	-	-

Item No. 4 - Ordinary Resolution:

Re-appointment of M/s. Singhi & Co. Chartered Accountants (Firm Registration Number - 302049E), as Statutory Auditors of the Company, for the second term of 5 (five) consecutive years from the conclusion of the 124th AGM till the conclusion of the 129th AGM.

Particulars	No. of votes contained in Remote E-Voting & E-voting at AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	137	45,29,250	137	45,29,250	99.9309
Dissent	7	3132	7	3132	0.0691
Total	144	45,32,382	144	45,32,382	100.0000
Abstain / Invalid	-	-	-	-	-



Item No. 5 – Special Resolution:

Re-appointment of Mr. Utkarsh Kanoria (DIN 06950837) as Whole-time Director, for a further period of 5 (five) years with effect from 24th May, 2022.

Particulars	No. of votes contained in Remote E-Voting & E-voting at AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	130	45,17,477	130	45,17,477	99.6711
Dissent	14	14,905	14	14,905	0.3289
Total	144	45,32,382	144	45,32,382	100.0000
Abstain / Invalid	-	-	-	-	-

Item No. 6 – Ordinary Resolution:

Ratification of remuneration payable to the Cost Auditor M/s D. Radhakrishnan & Co, Cost Accountants (Registration No. 000018) for the financial year ending 31st March, 2023.

Particulars	No. of votes contained in Remote E-Voting & E-voting at AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	139	45,32,094	139	45,32,094	99.9937
Dissent	4	287	4	287	0.0063
Total	143	45,32,381	143	45,32,381	100.0000
Abstain / Invalid	-	-	-	-	-

8. Based on the foregoing, the resolution no.(s) 1 to 6 shall be deemed to have been passed with requisite majority.

All the relevant records / electronic data relating to the e-voting are under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the said AGM.

For MR & Associates
Company Secretaries
A Peer Reviewed Firm
Peer Review Certificate No.: 720/2020

Place: Kolkata
Date: 12.08.2022



MOHAN
RAM
GOENKA

[M R Goenka]
Partner
C P No.: 2551
UDIN No.: F004515D000785042