



Jaymin Modi & Co.

COMPANY SECRETARIES

CS. Jaymin Modi

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SCRUTINIZER'S REPORT

ON POSTAL BALLOT (E-VOTING) OF RAJNISH WELLNESS LIMITED

[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rules 20 and 22 of the Companies

(Management and Administration) Rules, 2014 and in term of Chapter IX of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018]

To,
The Chairman & Managing Director
RAJNISH WELLNESS LIMITED
Plot No. 24, ABCD, Govt. Industrial Estate,
Charkop, Kandivali (West),
Mumbai-400067

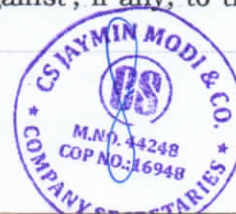
Sub: Report of Scrutinizer on Postal Ballot process conducted through Remote E-voting pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 ('the Act') read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and MCA circulars (mentioned herein below) in respect of passing of the resolution contained in the Postal Ballot Notice dated January 12, 2022.

Dear Sir,

I, Jaymin Modi, Practicing Company Secretary having office at A/302, Om Mahavir CHSL, Navghar Cross S.V Road, Bhayander (East). Thane, was appointed as a Scrutinizer by the Board of Directors of RAJNISH WELLNESS LIMITED ('the Company') dated January 12, 2022 for the purpose of scrutinizing the remote e-voting by the Members of the Company which was proposed through Postal Ballot notice dated January 12, 2022 ('Notice').

In view of COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') has prescribed guidelines for holding general meetings/conducting postal ballot process through e-voting vide its General Circular Nos. 14/2020, 17 /2020,22/2020, 33/2020 and 39/2020dated April 8, 2020, April 13,2020,June 15, 2020, September 28, 2020 and December 31, 2020,and General Circular No. 10/2021 dated 234 June, 2021 respectively ('MCA Circulars') and in compliance with the applicable provisions of the Act and Regulation 44 of the Securities And Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015('Listing Regulations'), for the time being in force (including any statutory modification(s) or re-enactments thereof), the resolution as stated in the Postal Ballot Notice was put before the Member(s) of the Company for Voting through remote e-voting by electronic means. The Voting was allowed by remote e-voting only and no physical postal ballot forms were dispatched to the members, in terms of applicable provisions.

The compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means, by the members on the Resolution proposed in the Postal Ballot Notice dated January 12, 2022, is the responsibility of management. My responsibility as a scrutinizer is to ensure that the voting process, through remote e-voting, is conducted in a fair and transparent manner and render scrutinizer's report of the total votes cast 'in favour or against', if any, to the Chairman or



any other authorized personnel of the Company, on the resolution, based on the reports generated from the remote e-voting system of NSDL the authorized agency, to provide remote e-voting facilities and engaged by the Company for that purpose.

I hereby report as under:

1. The Company appointed/engaged NSDL, the authorised agency, as the service provider for providing facility of remote e-voting to the members of the Company.
2. The Postal Ballot Notice was sent only through electronic mode to all the members whose e-mail addresses are registered with the Company or with the Depositories/Depository Participants.
3. As prescribed in clause (v) of sub rule 4 of Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has published an advertisement on January 17, 2022 about the dispatch of Notice through electronic mode only in 'The Active Times' in English and 'Mumbai Laxdeep' in Marathi.
4. The Company dispatched the Notice by email on January 13, 2022 to members whose names were recorded in the Register of Members or in the Register of Beneficial Owners maintained in the Depositories as on the cut-off date i.e. January 07, 2022.
5. The voting through remote e-voting facility commenced on January 17, 2022 at 09:00 A.M. (IST) and concluded on February 15, 2022 at 05:00 P.M. (IST), being the last date for remote e-voting. The remote e-voting during this period was considered for my scrutiny.
6. Pursuant to Rule 20 of Companies (Management & Administration) Rules, 2014, the remote E-Voting on NSDL Website was unblocked by me on February 16, 2022 at 10:45 AM. (IST) in the presence of two independent witnesses who are not in employment of the Company.
7. The results of voting are as under:-

a) Special Resolution

TO MIGRATION OF LISTING / TRADING OF EQUITY SHARES OF THE COMPANY FROM SME PLATFORM OF BSE LTD (BSE - SME) TO MAIN BOARD OF BSE LTD AS WELL AS ON MAIN BOARD OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED:

| Particulars | No of Member | No of Votes |
|--------------------------------|--------------|---------------|
| Total E-voting Received | 17 | 202560 |

| Mode | Voted in Favour | | | Voted Against | | |
|-----------------|-----------------|-----------------|---------------|---------------|---------------|---------------|
| | Members | Votes | Voting % | Members | Votes | Voting % |
| E-Voting | 16 | 1,64,760 | 81.34% | 1 | 37,800 | 18.66% |

**Please note that votes cast by Promoter / Promoter Group have not been considered in this report and votes cast by only public shareholders have been considered for the results of e-voting for the resolution in accordance with the regulation 277 of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.*



Based on the above results, the Special Resolution in Item No. 1 to approve the migration of listing / trading of equity shares of the company from SME platform of BSE Ltd (BSE-SME) to main board of BSE Ltd as well as on main board of National Stock Exchange Of India Limited has been passed with requisite majority. This is to further mention that the votes cast by shareholders other than promoters in favour of the resolution are more than two times the number of votes cast by shareholders other than promoter shareholders against the resolution.

We also certify that:

- 1: Special Resolution

| Resolution required: (Ordinary / Special) | | Special | | | | | | | |
|--|-------------------------------|--|---------------------|---|------------------------|----------------------|--------------------------------------|------------------------------------|---------------|
| Whether promoter/promoter group are interested in the agenda/resolution? | | No | | | | | | | |
| Description of resolution considered | | To approve the migration of listing / trading of equity shares of the company from SME platform of BSE Ltd (BSE-SME) to main board of BSE Ltd as well as on main board of National Stock Exchange Of India Limited | | | | | | | |
| 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 | Invalid Votes |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 | (6) |
| Promoter and Promoter Group | E-Voting | 46119 49 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 46119 49 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public-Institutions | E-Voting | 12960 0 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 12960 0 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public-Non Institutions | E-Voting | 57742 73 | 2025 60 | 3.5080 | 1647 60 | 3780 0 | 81.3389 | 18.6611 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 57742 73 | 2025 60 | 3.5080 | 1647 60 | 3780 0 | 81.3389 | 18.6611 |
| Total | Total | 10515 822 | 2025 60 | 1.9262 | 164 760 | 3780 0 | 81.3389 | 18.6611 | 0 |

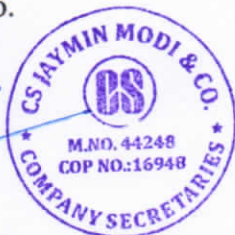
The Chairman/ Authorised representative may accordingly declare the result of voting through remote E-voting facility in respect of Resolution's mentioned in the Notice.



All relevant records in relation to the postal ballot voting including voting by electronic means are kept in my custody and shall be handed over to the management of the Company.

For, Jaymin Modi & Co.
Company Secretaries

Jaymin Modi



Jaymin Modi
Authorised Signatory

COP: 16948

Mem No. 44248

UDIN: **A044248C002601121**

Place: Mumbai

Date: 16.02.2022