



## SCRUTINIZER REPORT

February 27, 2025

To,  
The Managing Director  
**Owais Metal and Mineral Processing Limited**  
C/o Sayyad Akhtar Ali, Vahid Nagar,  
Old Baipass Road, Ratlam - 457001,  
Madhya Pradesh, India

Dear Sir / Madam,

Pursuant to the resolution passed by the Board of Directors of Owais Metal and Mineral Processing Limited (hereinafter referred as "the Company") on December 11, 2024, I, Heena Gulrajani, Proprietor of M/s. Heena Gulrajani & Associates, Company Secretaries, have been appointed as a Scrutinizer- for conducting the Postal Ballot including voting by electronic means in respect of passing of the resolution contained in the postal ballot notice dated January 20, 2025 ("Notice") in a fair and transparent manner.

The management of the Company is responsible to ensure compliance with Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") (including any statutory modification or re-enactment thereof for the time being in force) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ( the Rules ), as amended from time to time, including General Circular No. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020 and the subsequent circulars issued in this regard the latest being Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs (collectively referred to as "MCA Circulars") and the Securities and Exchange Board of India ("SEBI") Circular No. SEBI/HO/CFD/CMDI/CIR/P/2020/79 dated May 12, 2020 and the subsequent circulars issued in this regard from time to time, the latest being Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024, (hereinafter collectively referred to as SEBI Circulars') and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and the SEBI Master Circular No. SEBI/HO/AFD/AFD-PoD-2/P/CIR/2024/70 for Foreign Portfolio Investors, Depository participants and Eligible Foreign Investors dated May 30, 2024 relating to voting through electronic means by the shareholders on the resolution proposed in the Postal ballot Notice dated January 20, 2025 of the Company and other applicable laws and regulations, relating to postal ballot including voting by electronic means.

My responsibility as a scrutinizer for the voting process is restricted to make scrutinizer report on the votes cast "in favour" or "against" the resolution on the reports generated from the e-voting system provided by the Bigshare Services Private Limited ("Bigshare"), the authorized service provider for extending the facility of electronic voting to the Members of the Company.

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

1. In terms of Section 110 of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, the Company has issued a Postal Ballot Notice dated January 20, 2025 for passing of a resolution mentioned in the said notice to its Members.
2. In terms of MCA Circulars, the Company had sent the notice in electronic form only to its Members whose name(s) appeared in the Register of Members of the Company / List of Beneficial Owners as on Friday, January 17, 2025. Accordingly, the communication of the assent or dissent of the Members had taken place through the remote e-voting system only.



3. Pursuant to Sections 108, 110 and other applicable provisions, if any of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (including any amendments thereto). Regulation 44 of the SEBI Listing Regulations, the Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India, MCA Circulars and any amendments thereto, the Company had provided electronic voting facility ("e-voting") to the Members of the Company whose names were recorded in the Register of Members of the Company / Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. Friday, January 17, 2025 and had engaged Bigshare for providing e-voting platform.
4. The e-voting commenced on Tuesday, January 28, 2025 from 10.00 A.M. (IST) and concluded on Wednesday, February 26, 2025, ends on 5.00 P.M. (IST) and thereafter voting portal was blocked forthwith.
5. After completion of e-voting, votes cast by members, were unblocked in the presence of two witnesses Mr Ajay Rathod and Mr. Amaan Khan who are not in the employment of the Company and the details containing, inter-alia, list of the members, who voted "In favour or "against" on the resolution were derived from report generated from the e-voting website of Bigshare i.e. <https://ivote.bigshareonline.com>
6. The voting register, in accordance with Rule 20 (4)(xiv) and Rule 22 (10) of the Companies (Management & Administration) Rules, 2014, has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the Members and number of shares held by them.
7. A summary of electronic voting confirmations received for the resolution is annexed as Annexure I
8. The resolution mentioned in the Postal Ballot Notice dated January 20, 2025 as per the details above stands passed with requisite majority.
9. The relevant records relating to voting shall be under my safe custody and shall be returned to the Company Secretary of the Company, who has been duly authorised by the Board of Directors, once the Chairman considers, approves and signs the minutes of this Postal Ballot.

You may accordingly declare the result of the "Voting by Postal Ballot."

Thanking you,

Yours truly,

**FOR HEENA GULRAJANI & ASSOCIATES**  
**Company Secretaries**

**CS Heena Gulrajani**  
**Proprietor**  
**Membership No: A68255**  
**C. P. No.: 25423**  
**Peer Review No.: 3240/2023**  
**UDIN: A068255F004016298**  
**Date: 27.02.2025**  
**Place: Ratlam**



ANNEXURE I

<b>Total number of shareholders on record date</b>	2511
<b>No. of shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoter Group: Public:	Not Applicable
<b>No. of Shareholders attended the meeting through Video Conferencing:</b> Promoters and Promoter Group: Public	Not Applicable

**AGENDA 1: APPOINTMENT OF M/S. JAY GUPTA AND ASSOCIATES, CHARTERED ACCOUNTANTS, (FRN: 329001E), AS STATUTORY AUDITORS OF THE COMPANY: -**

<b>Resolution required: (Ordinary / Special)</b>								Special
<b>Whether promoter / promoter group are interested in the agenda / resolution?</b>								No
	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3) = [(2) / (1)] * 100</b>	<b>No. of Votes – in favour (4)</b>	<b>No. of Votes – against (5)</b>	<b>% of Votes in favour on votes polled (6) = [(4) / (2)] * 100</b>	<b>% of Votes against on votes polled (7) = [(5) / (2)] * 100</b>
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	1,32,75,198	1,32,75,198	100.00	1,32,75,198	0	100.00	0
	<b>Poll</b>		0	0	0	0	0	0
	<b>Postal Ballot (if applicable)</b>		0	0	0	0	0	0
	<b>Total</b>		<b>1,32,75,198</b>	<b>1,32,75,198</b>	<b>100.00</b>	<b>1,32,75,198</b>	<b>0</b>	<b>100.00</b>
<b>Public-Institutions</b>	<b>E-Voting</b>	2,04,600	0	0	0	0	0	0
	<b>Poll</b>		0	0	0	0	0	0
	<b>Postal Ballot (if applicable)</b>		0	0	0	0	0	0
	<b>Total</b>		<b>2,04,600</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Public-Non-Institutions</b>	<b>E-Voting</b>	47,02,600	7,09,700	15.09	7,09,700	0	100.00	0
	<b>Poll</b>		0	0	0	0	0	0
	<b>Postal Ballot (if applicable)</b>		0	0	0	0	0	0
	<b>Total</b>		<b>47,02,600</b>	<b>7,09,700</b>	<b>15.09</b>	<b>7,09,700</b>	<b>0</b>	<b>100.00</b>



Total		1,81,82,398	1,39,84,898	76.91	1,39,84,898	0	100.00	0
-------	--	-------------	-------------	-------	-------------	---	--------	---

**AGENDA 2: APPOINTMENT OF MS. PARVEEN QURESHI (DIN: 10072060) AS AN INDEPENDENT DIRECTOR OF THE COMPANY**

Resolution required: (Ordinary / Special)							Special	
Whether promoter / promoter group are interested in the agenda / resolution?							No	
	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2) / (1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6) = [(4) / (2)] * 100	% of Votes against on votes polled (7) = [(5) / (2)] * 100
Promoter and Promoter Group	E-Voting	1,32,75,198	1,32,75,198	100.00	1,32,75,198	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1,32,75,198	1,32,75,198	100.00	1,32,75,198	0	100.00
Public-Institutions	E-Voting	2,04,600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2,04,600	0	0	0	0	0
Public-Non-Institutions	E-Voting	47,02,600	7,09,700	15.09	7,09,700	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		47,02,600	7,09,700	15.09	7,09,700	0	100.00
Total		1,81,82,398	1,39,84,898	76.91	1,39,84,898	0	100.00	0

**AGENDA 3: MATERIAL MODIFICATION IN THE APPROVED RELATED PARTY TRANSACTION(S):**

Resolution required: (Ordinary / Special)	Ordinary
---	----------



HEENA GULRAJANI & ASSOCIATES  
PRATICING COMPANY SECRETARY

52, HATIRAM DARWAZA,  
NEAR MOHAN TALKIES,  
RATLAM, MP -457001  
Mob: +918770994069

Whether promoter / promoter group are interested in the agenda / resolution?							Yes	
	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2) / (1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6) = [(4) / (2)] *100	% of Votes against on votes polled (7) = [(5) / (2)] *100
Promoter and Promoter Group	E-Voting	1,32,75,198	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1,32,75,198	0	0	0	0	0
Public-Institutions	E-Voting	2,04,600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2,04,600	0	0	0	0	0
Public-Non-Institutions	E-Voting	47,02,600	7,09,700	15.09	7,09,700	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		47,02,600	7,09,700	15.09	7,09,700	0	100.00
Total		1,81,82,398	7,09,700	3.90	7,09,700	0	100.00	0

FOR HEENA GULRAJANI & ASSOCIATES  
Company Secretaries

CS Heena Gulrajani  
Proprietor  
Membership No: A68255  
C. P. No.: 25423  
Peer Review No.: 3240/2023  
UDIN: A068255F004016298  
Date: 27.02.2025  
Place: Ratlam