



P Sriram & Associates
Practising Company Secretaries

REPORT OF THE SCRUTINIZER


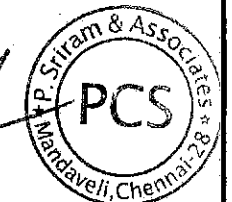
**(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(xii) of the Companies
(Management and Administration) Rules, 2014)**

**TO
THE CHAIRMAN
MATHA SOCIAL COMMUNICATIONS LIMITED,
ST. THOMAS BUILDING 150: LUZ CHURCH ROAD,
MYLAPORE CHENNAI 600004.**

ELEVENTH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF MATHA SOCIAL COMMUNICATIONS LIMITED (CIN: U74900TN2012PLC086666) HELD ON THURSDAY, 17TH AUGUST, 2023 AT 04:00 P.M. AT ST. THOMAS BUILDING 150: LUZ CHURCH ROAD, MYLAPORE, CHENNAI TN 600004.

The Notice calling the 11th Annual General Meeting of the Company was sent to the Members whose names appear as Shareholders in the Central Depository Services (India) Limited (CDSL) ('Depositories') as at the close of business hours on Wednesday, August 09, 2023 ('Cut-Off Date') whose e-mail addresses are registered with the RTA. Members whose e-mail addresses were not registered but mobile numbers are registered with RTA/Depositories, the weblink for downloading the Notice was sent through SMS. The Notice calling the 11th Annual General Meeting and Annual Report for the year 2022-2023 are made available on the website of the Central Depository Services (India) Limited (CDSL) i.e. www.evoting.cdsl.com.

The Company through its RTA uploaded the Notice of the Annual General Meeting on which e-voting was sought from the shareholders and for generating Electronic Voting Sequence Number (EVSN) by the system provider in the website of the Central Depository Services (India) Limited (CDSL): <https://www.evotingindia.com/>



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I, P. Sriram, Practising Company Secretary, P. Sriram & Associates, Membership No-4862 and Certificate of Practice No-3310 was appointed as Scrutinizer by the Board of Directors of **MATHA SOCIAL COMMUNICATIONS LIMITED** CIN: U74900TN2012PLC086666 ("the Company") to scrutinize the process of remote e-voting for the Company's Annual General Meeting (AGM) held on 17th August 2023 pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ('Rules') in respect of resolutions contained in the Notice dated 11th July 2023.

The management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to voting through electronic means [i.e. by remote e-voting] for the resolutions contained in the Notice of the AGM. My responsibility as a scrutinizer is restricted to ensure that the voting process through remote e-voting is conducted in a fair and transparent manner and to make a Scrutinizer Report of the votes cast 'For' or 'Against' the resolutions contained in the Notice.

Report on scrutiny:

1. The Company has entered into an arrangement with Central Depository Services (India) Limited (CDSL) the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means to all the members who were eligible to take part in the remote e-voting.
2. The cut-off date for the purposes of identifying the shareholders who will be entitled to vote on the resolution placed for approval of the shareholders was Wednesday, the 09th of August 2023.
3. As prescribed in the Rules, remote e-voting facility was kept open for four days from Sunday, the 13th of August 2023 (09:00 Hours IST) till Wednesday, the 16th of August 2023, (17:00 Hours IST) preceding the date of the AGM.

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Initial of the Chairman

Sriram Parthasarathy
Scrutinizer

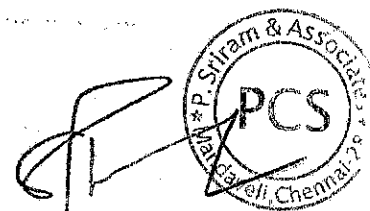


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4. As on the cut-off date i.e. Wednesday, the 09th of August 2023, there were 29011 Shareholders.
5. At the end of the remote e-voting period on Wednesday, the 16th of August 2023 at 17:00 HRS IST, the voting portal of Central Depository Services (India) Limited (CDSL) was blocked forthwith.
6. 43 Shareholders who attended the AGM were counted for the purpose of reckoning the quorum under section 103 of the Act.
7. The Company has provided the facility to vote at the AGM for members who have attended the meeting. All the shareholders present at the venue, confirmed that they have casted their vote through remote e-voting.
8. After the conclusion of the AGM on Thursday, 17th August 2023 at 17:15 Hours IST the votes cast through remote e-voting were unblocked by me in the presence of Ms. Urvija & Ms. Kanmani.
9. The voting records of votes cast by way of remote e-voting were reconciled with the records maintained/information provided as on the cut-off date, by M/s. Cameo Corporate Services Limited, the Registrar and Transfer Agents (RTA) of the Company along with the authorizations lodged with the RTA/Company. The voters were also scrutinized for the purpose of eliminating duplicate voting (i.e) on remote e-voting.
10. The total votes cast in favor or against all the resolutions proposed in the Notice of the AGM are as under:

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Initial of the Chairman



Sriram Parthasarathy
Scrutinizer



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**REPORT ON RESULT OF VOTING THROUGH ELECTRONIC MEANS i.e., REMOTE E- VOTING
IS AS UNDER:**

ORDINARY BUSINESS

ITEM NO. 1: AS AN ORDINARY RESOLUTION

TO RECEIVE, CONSIDER AND ADOPT THE AUDITED STANDALONE & CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31st MARCH 2023, TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON:

Voting	Voted in favour of the resolution	Voted against the resolution	Votes invalid
Number of Members voted	2771	-	-
Number of Votes Cast by Members	4918	-	-
% of total number of valid votes cast	100	-	-

RESULT ON VOTING ITEM NO: 1

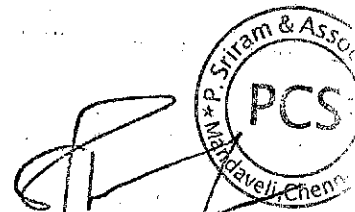
Percentage of Votes in Favour - 100%

Percentage of Votes against - Nil

Percentage of Votes Invalid- Nil

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Initial of the Chairman



Sriram Parthasarathy
Scrutinizer



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ITEM NO. 2: AS AN ORDINARY RESOLUTION

TO RE- APPOINT MR. DAVID AROCKIAM (DIN: 08738293) WHO RETIRES BY ROTATION:

Voting	Voted in favour of the resolution	Voted against the resolution	Votes invalid
Number of Members voted	2768	-	03
Number of Votes Cast by Members	4818	-	100
% of total number of valid votes cast	97.96%	-	2.04%

RESULT ON VOTING ITEM NO: 2

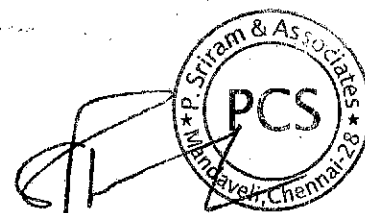
Percentage of Votes in Favour - 97.96%

Percentage of Votes against - Nil

Percentage of Votes Invalid- 2.04%

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Initial of the Chairman



Sriram Parthasarathy
Scrutinizer



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SPECIAL BUSINESS

ITEM NO. 3: AS AN ORDINARY RESOLUTION

TO REGULARISE MR. FRANCIS KALIST (DIN: 09689353) AS DIRECTOR OF THE COMPANY:

Voting	Voted in favour of the resolution	Voted against the resolution	Votes invalid
Number of Members voted	2771	-	-
Number of Votes Cast by Members	4918	-	-
% of total number of valid votes cast	100	-	-

RESULT ON VOTING ITEM NO: 3

Percentage of Votes in Favour - 100%

Percentage of Votes against - Nil

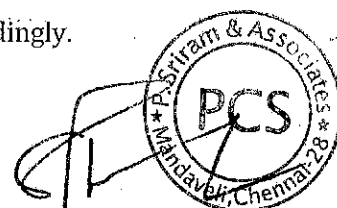
Percentage of Votes Invalid- Nil

11. It is to be noted that Members who abstained from voting on specific resolutions under remote e-voting were not considered for reckoning valid votes.

12. Based on the voting reported in the above table all resolutions are passed with requisite majority, I request the Chairman of the AGM to announce the results accordingly.

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Initial of the Chairman



Sriram Parthasarathy
Scrutinizer



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13. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Chairman for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,

P. Sriram
Practising Company Secretary
Membership No: 4862
Certificate of practice No: 3310
UDIN: F004862E000828036

INITIAL OF CHAIRMAN

Date: 19.08.2023
Place: Chennai