

CONSOLIDATED SCRUTINIZER'S REPORT

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

To

The Chairman of 23rd Annual General Meeting of the Shareholders of **MARKET SIMPLIFIED INDIA LIMITED**, (“Company”) (CIN: U72900TN2000PLC045869), 13th Floor, Zenith Building, Ascendas International Tech Park, CSIR Road, Taramani Chennai TN 600113 IN held on Wednesday, the 27th September, 2023 at 10.00 A.M. through Video Conferencing / Other Audio-Visual Means.

Dear Sir,

1. I, R. Sucharithra, Company Secretary in Practice have been appointed as scrutinizer by the Company for the purpose of:
 - i) Scrutinizing the e-voting process (remote e-voting) under the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules) and
 - ii) Scrutinizing the e-voting process in respect of the resolutions mentioned below passed by the shareholders of the Company at the Annual General Meeting held on Wednesday, the 27th September, 2023 through Video Conferencing / Other Audio-Visual Means.
2. The Management is responsible to ensure the compliance with the requirements of the Act and Rules relating to Voting through Electronic means (i.e., remote e-voting and e-voting at the AGM) for the resolutions contained in the notice of the 23rd Annual General Meeting of the shareholders of the Company. My responsibility as a scrutinizer for the voting process through electronic means is restricted to make a consolidated report of the votes cast ‘IN FAVOUR’ and ‘AGAINST’ resolutions stated above, based on the reports generated from the e-voting system provided by CDSL, the agency authorised and engaged by the Company to provide e-voting facilities for voting through electronic means (i.e., by remote e-voting and the e-voting at the Annual General Meeting).
3. I have given a report on e-voting at AGM and on remote e-voting on the resolutions contained in the 23rd AGM notice. I submit my consolidated report on the results of voting as under:

ORDINARY BUSINESS:

ORDINARY RESOLUTION:

Item No.1: ADOPTION OF ACCOUNTS

a) Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023 and reports of the Board of Directors and Auditors thereon.

To consider, and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted.”

I. Voted in favour of the Resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
By E-Voting	17	231519	100
By E-Voting at AGM	3	100	
Total	20	231619	

II. Voted Against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
By E-Voting	0	0	NIL
By E-Voting at AGM	0	0	
Total	0	0	

III. Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

b) Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 and the report of Auditors thereon

To consider, and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 and the report of Auditors, as circulated to the members, be and are hereby considered

I. Voted in favour of the Resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
By E-Voting	17	231519	100
By E-Voting at AGM	3	100	
Total	20	231619	

II. Voted Against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
By E-Voting	0	0	NIL
By E-Voting at AGM	0	0	
Total	0	0	

III. Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

SPECIAL BUSINESS

ORDINARY RESOLUTION:

Item No.2:

Re- appointment of Mr. Kamakoti Dhandapani as Director of the company.

To consider, and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 161 of the Companies Act, 2013 and other applicable provisions (including any modification or re-enactment thereof), if any and Rules made thereunder and in accordance with the provisions of Articles of Association of the Company, Mr. Kamakoti Dhandapani (DIN: 01195590) who was appointed as Additional Director of the Company w.e.f 20th February, 2023 and who holds office upto the date of this Annual General Meeting, be and is hereby re-appointed as Director of the Company, liable to retire by rotation”.

I. Voted in favour of the Resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
By E-Voting	17	231519	100
By E-Voting at AGM	3	100	
Total	20	231619	

II. Voted Against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
By E-Voting	0	0	NIL
By E-Voting at AGM	0	0	
Total	0	0	

III. Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

SPECIAL BUSINESS

ORDINARY RESOLUTION:

Item No: 3

Re-appointment of Mrs. Sandhya Venkatesan as Director (Non-Executive and Independent) of the Company

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 161(4) of Companies Act, 2013 read with Section 149, 152, Schedule IV and rules made thereunder, and in accordance with the Articles of Association of the Company, Mrs. Sandhya Venkatesan who was appointed as Additional Director (Non-Executive and Independent) of the Company w.e.f., 20th February, 2023 and who shall hold office up to the date of this Annual General Meeting, be and is hereby re-appointed as Director (Non- Executive and Independent), not liable to retire by rotation, to hold office for a term of five consecutive years.

RESOLVED FURTHER THAT the Board or any duly constituted Committee of the Board, be and is hereby authorised to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution.”

I. Voted in favour of the Resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
By E-Voting	17	231519	100
By E-Voting at AGM	3	100	
Total	20	231619	

II. Voted Against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
By E-Voting	0	0	NIL
By E-Voting at AGM	0	0	
Total	0	0	

III. Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

All the proposed resolutions as stated have been passed with requisite majority by the shareholders of the Company.

I further report that, as per Notice of AGM dated 04.09.2023, the Chairman or any other Director or official of the Company duly authorised, may declare and confirm the above result of voting done by E-Voting and also display the same on the Company's website <https://marketsimplified.com/>

I further report that as per Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has complied with the required provisions. I further report that, Electronic data maintained such as the e-voting register (to record the consent or otherwise received from the shareholders, which includes all the particulars of the shareholders such as name, address, folio number, number of shares held, number of shares voted, number of shares assented, number of shares dissented, number of shares abstained and number of shares rejected) and all related electronic records, shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes of the AGM.

Place: Chennai

Date: 27.09.2023

Thanking you,

Yours Sincerely



R. Sucharithra
Company Secretary in Practice
CP: 6284
UDIN: F009734E001096556