

FORM NO. MGT.13

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairman  
Haria Exports Limited

53<sup>rd</sup> Annual General Meeting of the Equity Shareholders of Haria Exports Limited held on 28<sup>th</sup> day of September, 2023 at 11.00 a.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

Dear Sir,

I Shilpa Ray, Practising Company Secretary, Proprietor of Shilpa Ray & Associates having office at 3B-10, Phoenix Paragon Plaza, LBS Marg, Kurla (West), Mumbai - 400070 was appointed as Scrutinizer for the purpose of scrutinizing e-voting process (remote e-voting) and e-voting at the Annual General Meeting pursuant to section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and Amendment Rules, 2015 in respect of the below mentioned resolutions proposed at the 53<sup>rd</sup> Annual General Meeting of the Equity Shareholders of Haria Apparels Limited (hereinafter referred as 'AGM') held on 28<sup>th</sup> day of September, 2023 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), submit our report as under:

The AGM had been convened through VC/OAVM in compliance with applicable provisions of the Act read with MCA General Circular No. 10/2022 dated December 28, 2022, issued by the Ministry of Corporate Affairs (MCA) and Circular SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 issued by SEBI.

Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members was not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Act representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

In line with the MCA Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM had been uploaded on the website of the Company at [www.hariaexports.com](http://www.hariaexports.com). The Notice could also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM Notice was also disseminated on the website of NSDL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

(Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations (as amended) and MCA Circulars.

For this purpose, the Company has entered into an agreement with NSDL for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM was provided by NSDL.

The remote e-voting system was provided by National Securities Depository Limited (NSDL) which started from Saturday, 23rd September, 2023 at 9.00 a.m. to Wednesday, 27th September, 2023 till 5.00 p.m., both days inclusive. During this period, Members holding shares either in physical form or in dematerialized form as on Wednesday 20th September, 2023 (end of day) i.e. cut-off date, may cast their vote electronically. The remote E-voting was concluded by NSDL at 5.00 p.m. of Wednesday, 27th September, 2023. The Company had also provided remote e-voting facility to the shareholders present at the Annual General Meeting through VC/OAVM and who had not cast their vote earlier and the Members were requested to cast their vote electronically conveying their consent or dissent in respect of the resolution on the e-voting platform provided by NSDL.

In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Rules, 2014 for the purpose of ensuring that Members who had cast their votes through remote e-voting did not vote again during the general meeting. To ensure this I, the Scrutinizer had access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted. Accordingly, NSDL, the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the members who had cast their votes through remote e-voting.

The attendance of the Members attending the AGM through VC/OAVM was counted for the purpose of ascertaining the quorum under Section 103 of the Act.

Immediately after the conclusion of the AGM I unblocked the votes cast through remote e-voting.

**Details of the remote e-voting:**

Number of members participated in remote e-voting were 44 and voted for 03 resolutions in the manner mentioned below:

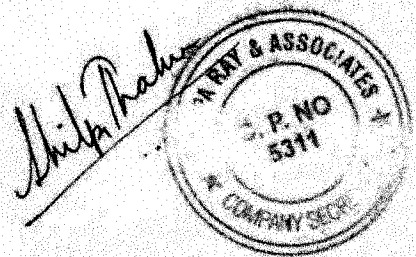
Res. No.	Voted in favour of	Voted against
1	40	4
2	38	6
3	40	4

**Details of e-voting at the AGM:**

33 (Thirty Three) Persons were present for the meeting through Audio Visual Means ("OAVM") out of which none were authorised representative. None present participated in e-voting at the AGM.

The combined results of remote E-voting and e-voting at the AGM are summarised in Annexure -I of this report.


The compilation of data containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.



Based on the aforesaid results, I report that 02(two) Ordinary Resolutions as set out in Item Nos.1 & 2 and 01(One) Special Resolutions as set out Item Nos.3 of the Notice of the AGM dated 14<sup>th</sup> August, 2023 have been passed with the requisite majority.

Thanking you,

Yours faithfully,  
For Shilpa Ray & Associates

  
Shilpa Ray  
FCS-5936  
CP: 5311

UDIN : F005936E001119642

Place: Mumbai

Dated:29/09/2023



Countersigned by  
For Haria Exports Limited

  
Kantilal Haria  
Managing Director

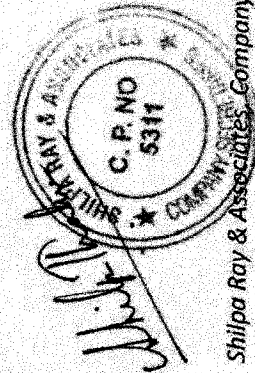


Based on the report generated from National Depository Services (India) Limited (NDSL) e-voting website [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and the Postal Ballot Forms received from the Members, the combined results of the postal ballot and e-voting on the Resolutions are reported as under:

**Resolution No. 1: To receive, consider, approve and adopt the Audited Financial Statements of the Company for the year ended March 31, 2023.**

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
Promoter and Promoter Group	E-Voting	3632317	0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Institutions	E-Voting	980	0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non Institutions	E-Voting	7916703	35409	0.44	33458	1951	94.49	5.51
	Total		35409	0.44	33458	1951	94.49	5.51
Total		11550000	35409	0.44	33458	1951	94.49	5.51

For Harja Exports Limited

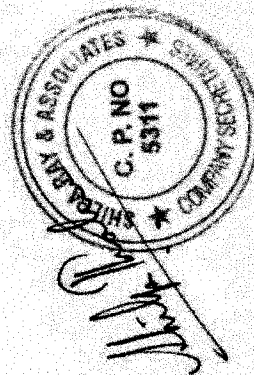
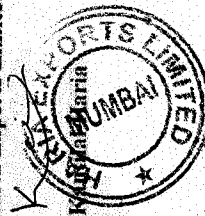


Shilpa Ray & Associates, Company Secretaries

Resolution No.2:: To appoint a director in place of Mr. Utsav Maru (DIN: 07752233), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3] = $\frac{[2]}{[1]} * 100$	No. of Votes – in favour [4]	No. of Votes – Against [5]	% of Votes in favour on votes polled [6] = $\frac{[4]}{[2]} * 100$	% of Votes against on votes polled [7] = $\frac{[5]}{[2]} * 100$
Promoter and Promoter Group	E-Voting	3632317	0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Institutions	E-Voting	980	0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non Institutions	E-Voting	7916703	35409	0.44	31948	3461	90.22	9.77
	Total		35409	0.44	31948	3461	90.22	9.77
Total		11550000	35409	0.44	31948	3461	90.22	9.77

For Haria Exports Limited



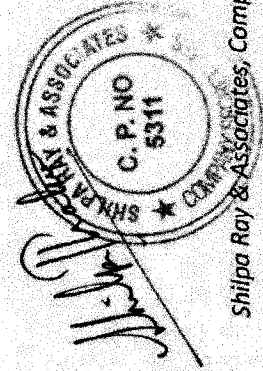
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Shilpa Ray & Associates, Company Secretaries

**Resolution No.3:: Appointment of Mahesh Premchand Gosrani as an independent director of the company**

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares [3] = $\frac{[2]}{[1]} \times 100$	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled [6] = $\frac{[4]}{[2]} \times 100$	% of Votes against on votes polled [7] = $\frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-Voting	3632317	0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Institutions	E-Voting	980	0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non Institutions	E-Voting	7916703	35409	0.44	33458	1951	94.49	5.51
	Total		35409	0.44	33458	1951	94.49	5.51
<b>Total</b>		<b>11550000</b>	<b>35409</b>	<b>0.44</b>	<b>33458</b>	<b>1951</b>	<b>94.49</b>	<b>5.51</b>

For Haria Exports Limited



Shilpa Ray & Associates, Company Secretaries