

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 (hereinafter "the Act") read with Rule 20 of The Companies (Management and Administration) Rules, 2014 (hereinafter "the Rules") and pursuant to Ministry of Corporate Affairs General Circular Nos. 10/2022 dated December 28, 2022, 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021 and Circular No. 20/2021 dated December 08, 2021 and other Circulars as issued from time to time (the "MCA Circulars") and Secretarial Standard – 2 issued by the Institute of Company Secretaries of India]

**To,
The Chairman,**

First Extra Ordinary General Meeting (hereinafter "EGM") for the FY 2024-25 of the members of Rollatainers Limited (hereinafter "the Company") held on Thursday, May 16, 2024 at 09:30 A.M. at the Registered Office of the Company situated at Plot No. 73-74, Industrial Area, Phase – III, Dharuhera, District – Rewari, Haryana - 123106.

Sub: Consolidated Scrutinizer's Report on Voting through electronic means, from a place other than the venue of meeting (hereinafter "Remote E-voting") conducted pursuant to provisions of Section 108 of the Act read with the Rules and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter "Listing Regulations, 2015") as amended from time to time and MCA Circulars and SEBI Circular and Voting through Ballot Paper(s) at the AGM of the members of the Company.

Dear Sir,

I, **Ajay Kumar**, Designated Partner, AASK & Associates LLP, Company Secretaries, having registered office situated at B-9, First Floor, Back Side, Nishant Park, Kakrola, Delhi - 110078 have been appointed as Scrutinizer by the Board of Directors of the Company to scrutinize the process of Remote E-voting and Venue Voting at EGM through through Ballot Papers in respect of the items/resolutions set forth in the notice of EGM of the Company, dated April 20,

AASK & ASSOCIATES LLP, Company Secretaries

LLPIN: AAD – 2934

Regd. Office: B-9, First Floor, Back Side, Nishant Park, Kakrola, Dwarka More, Delhi – 110078

Email: aaskassociatesllp@gmail.com; Contact: 9891537555, 8527768968

2024 (**hereinafter “the EGM Notice”**) issued pursuant to MCA Circulars and SEBI Circular.

The said appointment as Scrutinizer is under the provisions of Section 108 of the Act read with the Rules. As the Scrutinizer, I have to scrutinize:

- (i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM; and
- (ii) process of voting at the AGM through Ballot Paper(s).

Management's Responsibility

The Compliance with the requirements of (i) the Act and the Rules made there-under (ii) the MCA Circulars and SEBI Circular and (iii) the Listing Regulations, 2015 relating to e-voting on the resolutions contained in the Notice calling the EGM is the responsibility of the management of the Company. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer's Responsibility

My responsibility as a Scrutinizer was to ensure that the e-voting process both through Remote E-voting and Venue Voting at the EGM, is conducted in a fair and transparent manner and to render you a Consolidated Scrutinizer's Report of the total votes cast **“in favor”** or **“against”** on the resolutions, based on the reports generated through Scrutinizer's secured link as provided by **Central Depository Services (India) Limited** (hereinafter **"CDSL"**)

I hereby submit my report as under:

1. In terms of Section 108 of the Act read with Rule 20 of the Rules and the provisions of the Listing Regulations, 2015, as amended, the Company has engaged CDSL, being the authorized agency engaged by the Company to provide Remote E-voting facility and Venue Voting at the EGM, on all resolutions set forth in the EGM Notice.
2. The Company has sent Notices on Wednesday, April 24, 2024 only by the electronic mode (e-mail) to those members whose email addresses were registered with the Company / Depository Participants pursuant to the aforementioned MCA Circulars and SEBI Circular and the same were also displayed on the website of the Company.
3. The Company published advertisement pursuant to the MCA Circulars and SEBI Circular in 'Financial Express' an English Newspaper and 'Jansatta' a Hindi Newspaper on April 26, 2024 regarding completion of dispatch of the notice of the Extra Ordinary General Meeting (EGM) of Rollatainers Limited

("the Company") scheduled to be held on Thursday, May 16, 2024 at 09:30 A.M.

4. The members of the Company whose names were recorded in the Register of Members or in the Register of beneficial owners maintained by the depositories (in case of shares held in dematerialized form) as on the cut-off date i.e., Thursday May 09, 2024 were entitled to avail either of the Remote E-voting facility prior to EGM or Venue Voting facility at the EGM, in respect of resolutions as set out in the EGM Notice.
5. In terms of the EGM Notice, Remote E-voting commenced on Monday May 13, 2024 (9:00 A.M. IST) and ended on May 15, 2024 (5:00 P.M. IST). At the end of the Remote E-voting period, the Remote E-Voting facility was blocked by CDSL forthwith.
6. The Company provided the Venue Voting facility (Ballot Papers) at the EGM only to such members who had not cast their vote through Remote E-voting.
7. The consolidated results of Remote E-voting and Venue Voting at the EGM are attached and marked as an **Annexure** hereto.
8. **Based on the below results, Resolution No. 1 to issue of convertible equity warrants to certain identified non-promoter persons/entities on preferential basis and Resolution No. 2 Appointment and Regularisation of Additional Director Mr. Amit Sharma (Din: 10524102) as an Executive Director as well as Managing Director of the Company, were approved by the requisite majority.**
9. I will return the registers/results and all other papers relating to Remote E-voting and Venue Voting at the EGM to the Company after the Chairman of the meeting considers, approves and signs the minutes of the EGM of the Company.

**For AASK & Associates LLP
Company Secretaries**

Ajay
Kumar

Digitally signed
by Ajay Kumar
Date: 2024.05.17
18:24:58 +05'30'

**CS Ajay Kumar
Designated Partner
ACS No: 64324, CP No: 24808
UDIN: A064324F000392817**

Countersigned by:

SANJAY
SHARMA

Digitally signed
by SANJAY
SHARMA
Date: 2024.05.20
15:38:09 +05'30'

**Chairman of the EGM of
Rollatiners Limited
Place: New Delhi | Dated: May 17, 2024**

RESULTS OF REMOTE E-VOTING AND VENUE VOTING AT THE EGM


SPECIAL BUSINESS (RESOLUTION NO. 1 & 2)

Resolution No. 1: (Special Resolution)	TO ISSUE OF CONVERTIBLE EQUITY WARRANTS TO CERTAIN IDENTIFIED NON-PROMOTER PERSONS/ENTITIES ON PREFERENTIAL BASIS
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Valid votes in favor of the Resolution			Valid votes against the Resolution		Invalid votes*
	Nos.	%	Nos.	%	Nos.
Remote e-voting	127688250	100	502	-	NIL
Ballot Votes	-	-	-	-	NIL

Resolution No. 2: (Special Resolution)	APPOINTMENT AND REGULARISATION OF ADDITIONAL DIRECTOR MR. AMIT SHARMA (DIN: 10524102) AS AN EXECUTIVE DIRECTOR AS WELL AS MANAGING DIRECTOR OF THE COMPANY
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Valid votes in favor of the Resolution			Valid votes against the Resolution		Invalid votes*
	Nos.	%	Nos.	%	Nos.
Remote e-voting	127688201	100	551	-	NIL
Ballot Votes	-	-	-	-	NIL

**Ajay
Kumar**  Digitally signed by
Ajay Kumar
Date: 2024.05.17
18:25:42 +05'30'