



COMPANY SECRETARY  
CP 6003 FCS 6662

No.404/2, 7<sup>th</sup> main, 9th Cross,  
2nd Block Jayanagar,  
BANGALORE- 560011

OFFICE: 080-26560400 MOBILE: 9900003149

E-mail: [dushyanthak@gmail.com](mailto:dushyanthak@gmail.com)

**FORM MGT-13**

**Report of Scrutinizer**

*[Pursuant to Section 109 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]*

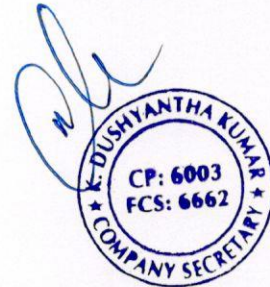
To,

The Chairman  
ASM Technologies Limited  
80/2, Lusanne Court, Richmond Road,  
Bangalore- 560025

The 29<sup>th</sup> Annual General Meeting of the Equity Shareholders of ASM Technologies Limited was held on Thursday, 08th July, 2021 at 10:00 A.M. through Video Conferencing (VC)/Other Audio Visual Means (OAVM) as per Section 109 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014.

Dear Sir,

1. I, K Dushyantha Kumar, Practicing Company Secretary, having office at No.404/2, 7<sup>th</sup> Main, 9<sup>th</sup> Cross, 2<sup>nd</sup> Block, Jayanagar, Bangalore – 560 011 was appointed as the Scrutinizer by the Board of Directors of ASM Technologies Limited (“the Company”) for the purpose of scrutinizing e-Voting process (remote e-voting) pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 29th Annual General Meeting of the Equity Shareholders of the Company held on Thursday, 08th July, 2021 at 10:00 AM through Video Conferencing (VC)/Other Audio Visual Means (OAVM).
2. The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) by the shareholders on the resolutions proposed in the Notice of 29th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through electronic means (by remote e-voting) in the meeting are conducted in a faith and transparent manner and render consolidated Scrutinizer’s Report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by KFin Technologies Private Limited.



3. In accordance with the Notice of 29th Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(V) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on 12<sup>th</sup> June, 2021 the remote e-voting commenced on Saturday, 03<sup>th</sup> of July 2021 at 9.00 a.m and end on Wednesday, 07<sup>th</sup> July 2021 at 5.00 p.m.
4. The Equity Shareholders holding shares as on 01<sup>st</sup> of July 2021, "cutoff date", were entitled to vote on the resolutions stated in the Notice of 29<sup>th</sup> Annual General Meeting of the Company.
5. This Annual General Meeting of the Equity Shareholders of ASM Technologies Limited was convened through Video Conferencing (VC)/Other Audio Visual Means (OAVM) pursuant to the General Circular number 02/2021, 20/2020, 17/2020 and 14/2020, issued by the Ministry of Corporate Affairs (MCA) and Circular number SEBI/HO/CFD/CMD2/CIR/P/2021/11 and SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued by the Securities and Exchange Board of India (SEBI) without the physical presence of the shareholders at common venue. The results of the polls as provided by Registrar and Transfer Agents (R&TA) were reconciled.
6. The votes on remote e-voting were unblocked at around 11:30 a.m, the e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of KFin Technologies Private Limited (<https://evoting.karvy.com>) and the same are being handed over to the Chairman.
7. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

**a) Resolution-1: Ordinary Resolution**

To receive, consider and adopt the audited financial statements (standalone and consolidated) of the company for the year ended March 31, 2021 including the audited Balance Sheet as at March 31, 2021, the Statement of Profit and Loss Account for the year and the reports of the Board of Directors and Auditors thereon.

(i) Voted **in favour** of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of votes cast (i.e, 6281122)
Remote e-voting	25	4972699	79.17
Instapoll	5	1307379	20.81
<b>Total</b>	<b>30</b>	<b>6280078</b>	<b>99.98</b>



(ii) Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of votes cast (i.e, 6281122)
Remote e-voting	26	1004	0.02
Instapoll	20	40	0.00
<b>Total</b>	<b>46</b>	<b>1044</b>	<b>0.02</b>

(iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
<b>NIL</b>	<b>NIL</b>

(iv) **Abstain Votes:**

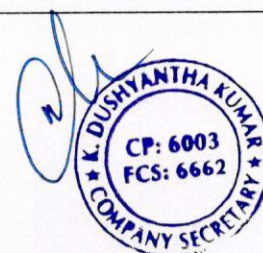
Total number of members whose votes were declared Abstain	Total number of votes cast by them
<b>1</b>	<b>200</b>

## b) Resolution-2: Ordinary Resolution

To declare a final dividend of Rs. 3/- per equity share of Rs. 10/- each for the year ended 31<sup>st</sup> March, 2021.

(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 (i.e, 6281122)
Remote e-voting	26	4972721	79.17
Instapoll	5	1307379	20.81
<b>Total</b>	<b>31</b>	<b>6280100</b>	<b>99.98</b>



(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 (i.e, 6281122)
Remote e-voting	24	982	0.02
Instapoll	20	40	0.00
Total	44	1022	0.02

(iii) **Invalid** Votes:

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

(iv) **Abstain** Votes:

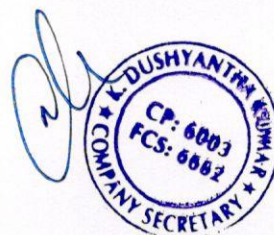
Total number of members whose votes were declared Abstain	Total number of votes cast by them
1	200

**c) Resolution-3: Ordinary Resolution**

To appoint a director in the place of Mr. Ramesh Radhakrishnan, (DIN:02608916) who retires by rotation and being eligible, offers herself for re-appointment.

(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 (i.e, 6281122)
Remote e-voting	24	4972668	79.17
Instapoll	5	1307379	20.81
Total	29	6280047	99.98



(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 (i.e, 6281122)
Remote e-voting	26	985	0.02
Instapoll	20	40	0.00
<b>Total</b>	<b>46</b>	<b>1025</b>	<b>0.02</b>

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
<b>NIL</b>	<b>NIL</b>

(iv) **Abstain** Votes:

Total number of members whose votes were declared Abstain	Total number of votes cast by them
<b>1</b>	<b>200</b>

#### d) Resolution-4: Special Resolution

To Re-appoint Mr. Rabindra Srikantan (DIN: 00024584) as Managing Director for a period of 5 (five) years w.e.f, 09.11.2020 and approve the remuneration.

(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 (i.e, 6281072)
Remote e-voting	24	4972619	79.17
Instapoll	5	1307379	20.81
<b>Total</b>	<b>29</b>	<b>6279998</b>	<b>99.98</b>



(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 (i.e, 6281072)
Remote e-voting	25	984	0.02
Instapoll	20	40	0.00
<b>Total</b>	<b>45</b>	<b>1024</b>	<b>0.02</b>

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
<b>NIL</b>	<b>NIL</b>

(iv) Abstain Votes:

Total number of members whose votes were declared Abstain	Total number of votes cast by them
<b>2</b>	<b>250</b>

**e) Resolution-5: Special Resolution**

To Approve payment of Commission to Non-Executive Directors.

(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 (i.e, 6280972)
Remote e-voting	23	4972569	79.17
Instapoll	5	1307379	20.81
<b>Total</b>	<b>28</b>	<b>6279948</b>	<b>99.98</b>



(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 (i.e, 6280972)
Remote e-voting	25	984	0.02
Instapoll	20	40	0.00
<b>Total</b>	<b>45</b>	<b>1024</b>	<b>0.02</b>

(iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
<b>NIL</b>	<b>NIL</b>

(iv) **Abstain Votes:**

Total number of members whose votes were declared Abstain	Total number of votes cast by them
<b>3</b>	<b>350</b>

#### **f) Resolution-6: Ordinary Resolution**

Appointment of Branch Auditors.

(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 (i.e, 6280972)
Remote e-voting	23	4972569	79.17
Instapoll	5	1307379	20.81
<b>Total</b>	<b>28</b>	<b>6279948</b>	<b>99.98</b>



(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 (i.e, 6280972)
Remote e-voting	25	984	0.02
Instapoll	20	40	0.00
<b>Total</b>	<b>45</b>	<b>1024</b>	<b>0.02</b>

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
<b>NIL</b>	<b>NIL</b>

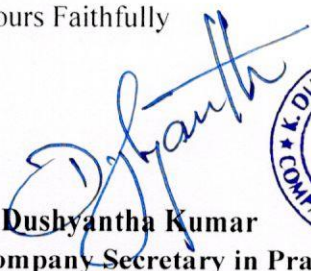
(iv) **Abstain** Votes:

Total number of members whose votes were declared Abstain	Total number of votes cast by them
<b>3</b>	<b>350</b>

8. All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the Minutes of the 29th Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking You,

Yours Faithfully

  
**K Dushyantha Kumar**  
Company Secretary in Practice  
FCS: 6662; CP No.: 6003  
UDIN: F006662C000595481



Place: Bangalore  
Date: 08.07.2021

**K. DUSHYANTHA KUMAR**  
B.Com, LLB, FCS  
**COMPANY SECRETARY**  
# 404/2, 7th Main, 9th Cross, 2nd Block  
Jayanagar, BANGALORE-560 011.  
**FCS 6662 CP6003**