



**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 32<sup>nd</sup> Annual General Meeting of the Equity Shareholders of ASM Technologies Limited was held on Saturday, 20th July, 2024 at 9:00 A.M. through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

**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 – 560011 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 in respect of the below mentioned resolutions proposed at the 32<sup>nd</sup> Annual General Meeting of the Equity Shareholders of the Company held on Saturday, 20th July, 2024 at 09:00 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 32<sup>nd</sup> 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 32<sup>nd</sup> Annual General Meeting sent to the shareholders and the ‘Advertisement’ published in Kannada and English language in the Newspapers pursuant to Rule 20(4)(V) of the Companies (Management and Administration) Rules, 2014 on 29.06.2024 the remote e-voting commenced on Monday, 15<sup>th</sup> of July 2024 at 9.00 A.M and end on Friday, 19<sup>th</sup> July 2024 at 5.00 P.M.

4. The Equity Shareholders holding shares as on 12<sup>th</sup> July, 2024, “cutoff date”, were entitled to vote on the resolutions stated in the Notice of 32<sup>nd</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) in compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time. The results of the polls as provided by Registrar and Transfer Agents (R&TA) were reconciled.
6. The votes were unblocked at around 10:12 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>).
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**

Adoption of Financial Statements and Reports of the Board of Directors and the Auditors thereon.

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

<b>Mode of Voting</b>	<b>Number of members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of votes cast</b>
<b>e-voting</b>	59	7577466	99.54
<b>Instapoll</b>	14	34643	0.46
<b>Total</b>	73	7612109	100.00

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

<b>Mode of Voting</b>	<b>Number of members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of votes cast</b>
<b>Remote e-voting</b>	5	134	0
<b>Instapoll</b>	0	0	0
<b>Total</b>	5	134	0

(iii) **Invalid** Votes:

<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
<b>0</b>	<b>0</b>

(iv) **Abstain** Votes:

<b>Total number of members whose votes were declared Abstain</b>	<b>Total number of votes cast by them</b>
<b>2</b>	<b>33</b>

**b) Resolution-2: Ordinary Resolution**

Declaration of Dividend.

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

<b>Mode of Voting</b>	<b>Number of members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
<b>Remote e-voting</b>	60	7577581	99.54
<b>Instapoll</b>	14	34643	0.46
<b>Total</b>	74	7612224	100.00

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

<b>Mode of Voting</b>	<b>Number of members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
<b>Remote e-voting</b>	4	19	0
<b>Instapoll</b>	0	0	0
<b>Total</b>	4	19	0

(iii) **Invalid Votes:**

<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
<b>0</b>	<b>0</b>

(iv) **Abstain Votes:**

<b>Total number of members whose votes were declared Abstain</b>	<b>Total number of votes cast by them</b>
<b>2</b>	<b>33</b>

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

Appointment of Ms. Preeti Rabindra (DIN 00216818), as Director, liable to retire by rotation.

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

<b>Mode of Voting</b>	<b>Number of members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
<b>Remote e-voting</b>	57	7577455	99.54
<b>Instapoll</b>	14	34643	0.46
<b>Total</b>	71	7612098	100

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

<b>Mode of Voting</b>	<b>Number of members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
<b>Remote e-voting</b>	6	135	0
<b>Instapoll</b>	0	0	0
<b>Total</b>	6	135	0

(iii) **Invalid Votes:**

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

(iv) **Abstain Votes:**

<b>Total number of members whose votes were declared Abstain</b>	<b>Total number of votes cast by them</b>
<b>3</b>	<b>43</b>

**d) Resolution-4: Special Resolution**

To Approve the remuneration of Mr. Rabindra Srikantan (DIN 00024584) as Managing Director.

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

<b>Mode of Voting</b>	<b>Number of members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
<b>Remote e-voting</b>	57	7577448	99.54
<b>Instapoll</b>	14	34643	0.46
<b>Total</b>	71	7612091	100.00

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

<b>Mode of Voting</b>	<b>Number of members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
<b>Remote e-voting</b>	6	142	0
<b>Instapoll</b>	0	0	0
<b>Total</b>	6	142	0

(iii) **Invalid Votes:**

<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
<b>0</b>	<b>0</b>

(iv) **Abstain** Votes:

<b>Total number of members whose votes were declared Abstain</b>	<b>Total number of votes cast by them</b>
<b>3</b>	<b>43</b>

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

Approval for payment of commission to Non-Executive Directors.

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

<b>Mode of Voting</b>	<b>Number of members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
<b>Remote e-voting</b>	56	7577447	99.54
<b>Instapoll</b>	14	34643	0.46
<b>Total</b>	70	7612090	100.00

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

<b>Mode of Voting</b>	<b>Number of members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
<b>Remote e-voting</b>	7	143	0
<b>Instapoll</b>	0	0	0
<b>Total</b>	7	143	0

(vi) **Invalid** Votes:

<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
<b>0</b>	<b>0</b>

(v) **Abstain** Votes:

<b>Total number of members whose votes were declared Abstain</b>	<b>Total number of votes cast by them</b>
<b>3</b>	<b>43</b>

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**f) Resolution-6: Special Resolution**

Appointment of Branch Auditors.

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

<b>Mode of Voting</b>	<b>Number of members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
<b>Remote e-voting</b>	56	7577206	99.54
<b>Instapoll</b>	14	34643	0.46
<b>Total</b>	70	7611849	100.00

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

<b>Mode of Voting</b>	<b>Number of members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
<b>Remote e-voting</b>	7	384	0
<b>Instapoll</b>	0	0	0
<b>Total</b>	7	384	0

(iii) **Invalid** Votes:

<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
<b>0</b>	<b>0</b>

(vi) **Abstain** Votes:

<b>Total number of members whose votes were declared Abstain</b>	<b>Total number of votes cast by them</b>
<b>3</b>	<b>43</b>

8. All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the Minutes of the 32<sup>nd</sup> 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: F006662F000786201**

**Place: Bangalore**  
**Date: 20.07.2024**