

**CONSOLIDATED SCRUTINIZER'S REPORT**

[Pursuant to Sections 108 of the Companies Act, 2013 read with Rules 20 and 21(1) of the Companies (Management and Administration) Rules, 2014]

To  
The Chairman  
**Speciality Restaurants Limited**  
**(L55101WB1999PLC090672)**  
'Uniworth House'  
3 A Gurusaday Road  
Kolkata 700 019  
West Bengal

Sir,

1. I, Binita Pandey, Practicing Company Secretary, ACS 41594, CP 19730, Partner of **M/s. T.Chatterjee & Associates**, FRN - P2007WB067100, Company Secretaries Firm in Practice, have been appointed by the Board of Directors of Speciality Restaurants Limited, (**hereinafter referred as the Company**) at its meeting held on March 27, 2024, as the Scrutinizer for scrutinizing the voting by postal ballot through remote e voting in a fair and transparent manner as per the provisions of Section 108 of the Companies Act, 2013 read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2015 and Secretarial Standards, on the resolutions contained in the Notice of postal ballot dated 27<sup>th</sup> March 2024.
2. The Company had provided remote e-voting facility for its members as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 which remained open from Tuesday, April 9, 2024 (from 09:00 a.m. Indian Standard Time, "IST") and ended on Wednesday, May 8, 2024 (at 5.00 p.m. IST).
3. After the closure of voting period, the votes cast through electronic means were unblocked on 08<sup>th</sup> May 2024 at 5:12 PM (IST) and were counted in the presence of two witnesses viz. Mr. Dinesh Gupta and Ms. Sneha Das, who are not in employment of the



Company. They have given confirmation that the votes were unblocked in their presence.

4. I have scrutinized and reviewed the remote e-voting by the members on the resolutions based on the data downloaded from the NSDL e-voting system.
5. The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (a) Companies Act, 2013 and Rules thereto (b) relating to remote e-voting on the resolutions contained in the Notice of Postal Ballot dated 27<sup>th</sup> March 2024.
6. My responsibility as a Scrutinizer is limited to prepare and submit a 'Consolidated Scrutinizer's Report' of the votes casted "in favour" or "against" the resolutions contained in the Notice of Postal Ballot dated March 27, 2024
7. I do hereby submit the Consolidated Report of vote casted through remote e-voting on the resolutions contained in the Notice of Postal Ballot dated 27<sup>th</sup> March 2024.



**SPECIAL BUSINESS**

**Item No. 1: Special Resolution**

**To approve the appointment of Mr. Rakesh Mathur (DIN: 02285801) as an Independent Director of the Company.**

(I) **Vote in favour** of the Resolution:

<b>No. of members</b>	<b>No. of votes cast by them</b>	<b>% of total number of valid votes cast</b>
203	24218938	99.99

(II) **Vote against** the Resolution:

<b>No. of members</b>	<b>No. of votes cast by them</b>	<b>% of total number of valid votes cast</b>
21	3527	0.01

The above resolution was passed by requisite majority of votes



Item No. 2: **Ordinary Resolution**

To approve re-appointment of Mrs. Suchhanda Chatterjee (DIN: 00226893) as a Whole-time Director of the Company:

(I) Vote **in favour** of the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
204	24210562	99.95

(II) Vote **against** the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
20	11903	0.05

The above resolution was passed by requisite majority of votes



Item No. 3: **Special Resolution**

**To approve the continuation of payment of remuneration to the Executive Directors of the Company being promoters or members of the promoter group of the Company pursuant to the provisions of the Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.:**

(I) Vote **in favour** of the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
200	24219623	99.99

(II) Vote **against** the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
24	2842	0.01

The above resolution was passed by requisite majority of votes

8. After taking into account the remote e-voting result, I report that, the Resolutions as contained in the Notice of Postal Ballot dated March 27, 2024 have been passed with requisite majority.

A compact Disc (CD) containing list of equity shareholders who vote "FOR" and "AGAINST" for each resolution is submitted with the report.

Thanking you,

Yours faithfully

**For M/s. T. Chatterjee & Associates  
Practicing Company Secretaries Firm  
(FRN No. P2007WB067100)**

**Binita Pandey, Partner  
Membership No. 41594  
Certificate of Practice: 19730**

**UDIN: A041594F000338187  
Place: Kolkata  
Date: 09/05/2024**

