



# POOJA GANDHI & CO

## Company Secretaries

Mob : 9769 338 810 • Email : cspoojaparekh@gmail.com

Date: 29<sup>th</sup> September, 2023

To,

The Chairman

HIT KIT GLOBAL SOLUTIONS LIMITED

Office No.142, 1st Floor,

Evershine Mall Mind Space

Off. Link Road,

Malad (W) Mumbai -400064

Dear Sir,

**Sub: Scrutinizer's Report on Remote E-Voting and E-Voting conducted at 35<sup>th</sup> Annual General Meeting of M/s Hit Kit Global Solutions Limited held on 29<sup>th</sup> September, 2023.**

Hit Kit Global Solutions Limited ("the Company") at their Board Meeting held on 28<sup>th</sup> August, 2023 appointed the undersigned as the Scrutinizer to ensure that the process of remote E-Voting prior to the 35<sup>th</sup> Annual General Meeting ("AGM") and E-Voting conducted at the AGM on the resolutions contained in the Notice dated 28<sup>th</sup> August, 2023 of the AGM of the Company held on 29<sup>th</sup> September, 2023 as prescribed under Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, placed for the approval of Members of the Company, be carried out in a fair and transparent manner.

The AGM was held through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") without the physical presence of the Members at a common venue and in Compliance with Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020, General Circular No. 02/2021 dated 13.01.2021, General circular No. 19/ 2021 dated 08.12.2021, 21/2021 dated 14.12.2021/ 08.12.2021 and Circular No. 02/ 2022 dated 05.05.2022 and Circular No. 10/2022 dated 28.12.2022. The Company had provided e-voting facility at the AGM for those shareholders who did not cast their votes through remote e-voting facility prior to the AGM.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 read with Rules made thereunder, applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Circulars, relating to remote e-voting prior to the AGM and e-voting conducted at the AGM on the resolutions as contained in the aforesaid Notice of the AGM of the Members of the Company. My responsibility as Scrutinizer is to scrutinize and ensure that the voting done through Remote E-Voting prior to the AGM and E-Voting conducted at the AGM is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports in relation to the remote e-voting prior to the AGM



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and e-voting conducted at the AGM as per the facilities provided by National Security Depository Limited (NSDL), the agency engaged by the Company for the said purposes.

Pursuant to Section 101 of the Act, Notice of AGM was sent to the Members by permitted means as per the Circulars i.e. by e-mail. Following resolutions were proposed for approval by the Members at the AGM:

1. Resolution No. 1 as an Ordinary Resolution i.e. To Receive, Consider and Adopt the Audited Financial Statements for the year ended 31st March, 2023 and the reports of the Board of Directors and Auditors thereon
2. Resolution No. 2 as an Ordinary Resolution for Appointment of Mr. Ramamurthy Garavai Shetty, (DIN: 0842977), Director retiring by rotation.
3. Resolution No.3 as an Ordinary Resolution for Re-appointment of M/sB. M. Gattani & Co, Chartered Accountants, (Firms Registration No.113536W), and fix their remuneration.
4. Resolution No. 4 as Ordinary Resolution for Appointment of Mrs. Maria Lobo (DIN:0828554) as a Non - Executive Independent Director for a term of Five years till the conclusion of Annual General Meeting to be held in the F.Y.2028.
5. Resolution No. 5 as Special Resolution for re-appointment of Mrs. Premalata Purohit (DIN: 07846020) as a Non - Executive Director for second term of 5 Years from 12<sup>th</sup> November, 2023 till 11<sup>th</sup> November, 2028.
6. Resolution No.6 as Special resolution for Appointment of Mr. Kamal Agrawal (DIN:07646000) as Managing Director & Chief Executive Officer (MD & CEO) of the company for the period of 5 (Five) Years and to fix his remuneration for a period of 5 (five) years and payment of remuneration for period of 3 Years.

The Company provided Remote E-Voting facility to the Members to cast votes on aforesaid Resolutions prior to the AGM. The Company also provided E-Voting facility at the AGM to those members who had not cast their votes through remote e-voting, to enable them to cast their votes on the aforesaid Resolutions at the AGM.

Remote e-voting facility was made available to the Members of the Company to exercise their voting rights from 9:00 a.m. of Tuesday, 26<sup>th</sup> September, 2023 upto 5:00 P.M. of Thursday, 28<sup>th</sup> September, 2023. Accordingly, votes casted through remote E-voting upto 5:00 P.M. of 29<sup>th</sup> June, 2023 have been considered for my scrutiny.

After conclusion of the AGM, the voting through remote E- Voting prior to the AGM and e-voting conducted at the AGM were unlocked. In case of Members who cast votes through remote e-voting as well as through E-Voting conducted at the AGM, the voting through remote e-voting by such members was treated as valid. A summary of the votes cast by members through remote e-voting prior to the AGM and e-voting conducted at the AGM with their pattern of voting is as per Annexure attached to this Report.



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The results of the voting by members through remote e-voting and e-voting conducted at the AGM in respect of the above-mentioned resolutions may accordingly be declared by the Chairman of the Meeting.

Thanking You.

For Pooja Gandhi & Co.,  
Practicing Company Secretaries

Pooja K Gandhi  
Proprietor

ACS:A22383, CP No.:20135

UDIN:A022838E001121408







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The Summary of the votes cast through remote e-voting and e-voting conducted at the 35<sup>th</sup> AGM for each of the Resolutions is given below:

**1. Resolution No. 1 as an Ordinary Resolution:**

Consideration and adoption of Audited Financial Statements for the year ended 31<sup>st</sup> March, 2023 and the reports of the Board of Directors and Auditors thereon

Sr. No	Particulars		Resolution 1.	
			No. of Members who voted	No. of votes
a	Votes cast through e-voting at AGM		0	0
b	Votes cast through remote e-voting		88	84,88,612
	<b>Total</b>		<b>88</b>	<b>84,88,612</b>
c	Less: Invalid voting		0	0
	Net Valid voting		<b>88</b>	<b>84,88,612</b>
	(i)	Voting with assent for the Resolution	87	84,88,602
<b>% of Assent</b>			<b>99.99%</b>	
	(II)	Voting with dissent for the Resolution	1	10
<b>% of Dissent</b>			<b>0.01%</b>	

**2. Resolution No. 2 as an Ordinary Resolution:**

Appointment of Mr. Ramamurthy Garavai Shetty, (DIN: 0842977), Director retiring by rotation.

Sr. No	Particulars		Resolution 2.	
			No. of Members who voted	No. of votes
a	Votes cast through e-voting at AGM		0	0
b	Votes cast through remote e-voting		88	84,88,612
	<b>Total</b>		<b>88</b>	<b>84,88,612</b>
c	Less: Invalid voting		0	0
d	Net Valid voting		<b>88</b>	<b>84,88,612</b>



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	(i)	Voting with assent for the Resolution	84	83,73,494
% of Assent			98.64%	
	(II)	Voting with dissent for the Resolution	4	1,15,118
% of Dissent			1.36%	

### 3. Resolution No. 3 as an Ordinary Resolution:

Re-appointment of M/s B. M. Gattani & Co, Chartered Accountants, (Firms Registration No.113536W) and fix their remuneration

Sr. No	Particulars		Resolution 3.	
			No. of Members who voted	No. of votes
a	Votes cast through e-voting at AGM		0	0
b	Votes cast through remote e- voting		88	84,88,612
	<b>Total</b>		<b>88</b>	<b>84,88,612</b>
c	Less: Invalid voting		0	0
d	<b>Net Valid voting</b>		<b>88</b>	<b>84,88,612</b>
	(i)	Voting with assent for the Resolution	84	83,73,494
% of Assent			98.64%	
	(II)	Voting with dissent for the Resolution	4	1,15,118
% of Dissent			1.36%	

### 4. Resolution No. 4 as Ordinary Resolution:

Appointment of Mrs. Maria Lobo(DIN:0828554) as an Non - Executive Independent Director for a term of Five years till the conclusion of Annual General Meeting to be held in the F.Y.2028.

Sr. No	Particulars		Resolution 4.	
			No. of Members who voted	No. of votes



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a	Votes cast through e-voting at AGM		0	0
b	Votes cast through remote e-voting		88	84,88,612
	<b>Total</b>		<b>88</b>	<b>84,88,612</b>
c	Less: Invalid voting		0	0
d	<b>Net Valid voting</b>		<b>88</b>	<b>84,88,612</b>
	(i)	Voting with assent for the Resolution	84	83,73,494
% of Assent			<b>98.64%</b>	
	(II)	Voting with dissent for the Resolution	4	1,15,118
% of Dissent			<b>1.36%</b>	

### 5. Resolution No. 5 as Special Resolution:

Re-appointment of Mrs. Premlata Purohit (DIN: 07846020) as an Non - Executive Director for second term of 5 Years from 12<sup>th</sup> November, 2023 till 11<sup>th</sup> November, 2028.

Sr. No	Particulars		Resolution 5.	
			No. of Members who voted	No. of votes
a	Votes cast through e-voting at AGM		0	0
b	Votes cast through remote e-voting		88	84,88,612
	<b>Total</b>		<b>88</b>	<b>84,88,612</b>
c	Less: Invalid voting		0	0
d	<b>Net Valid voting</b>		<b>88</b>	<b>84,88,612</b>
	(i)	Voting with assent for the Resolution	84	83,73,494
% of Assent			<b>98.64%</b>	
	(II)	Voting with dissent for the Resolution	4	1,15,118
% of Dissent			<b>1.36%</b>	



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6. Resolution No. as Special Resolution:

Appointment of Mr. Kamal M. Agrawal (DIN: 07646000) as the Managing Director & Chief Executive Officer (MD & CEO) of the company for the period of 5 (Five) years and to fix his remuneration for a period of 5 (five) years and payment of remuneration for period of 3 Years.

Sr. No	Particulars		Resolution 6.	
			No. of Members who voted	No. of votes
a	Votes cast through e-voting at AGM		0	0
b	Votes cast through remote e-voting		88	84,88,612
	<b>Total</b>		<b>88</b>	<b>84,88,612</b>
c	Less: Invalid voting		0	0
d	<b>Net Valid voting</b>		<b>88</b>	<b>84,88,612</b>
	(i)	Voting with assent for the Resolution	84	83,73,494
% of Assent			98.64%	
	(II)	Voting with dissent for the Resolution	4	1,15,118
% of Dissent			1.36%	

For Pooja Gandhi & Co.,  
Practicing Company Secretaries

Pooja K Gandhi  
Proprietor  
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UDIN:A022838E001121408

