



Chandanbala O. Mehta
Practicing Company Secretary

Consolidated Scrutinizer's Report

[Pursuant to Section 108 / 109 of the Companies Act, 2013 and Rule 20(3)(xi) / 21 (2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman of Twenty Eighth Annual General Meeting
of the Shareholders of
IITL PROJECTS Limited held on
Saturday, September 24, 2022 at 12.00 noon at
Office no 101A, The Capital, G-Block, Plot No C-70
Bandra Kurla Complex, Bandra (East)
Mumbai-400051 (Deemed Venue)

Dear Sir,

I, Chandanbala O. Mehta, a Practicing Company Secretary having Office at No.3, 1st Floor, 20/24 Morarji Velji Bldg., Dr. M.B. Velkar Street (Kolbhat Lane), Chira Bazar, Mumbai 400 002, was appointed as Scrutinizer for the Twenty Eighth Annual General Meeting (AGM) of the Shareholders of IITL Projects Limited ("the Company") pursuant to the provisions of Companies Act, 2013 and Rule 20 (3) (xi) of the Companies (Management and Administration) Rules, 2014, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021 and 02/2022 dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021 and May 05, 2022 respectively, issued by the Ministry of Corporate Affairs (collectively "MCA Circulars") and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/2021/11 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 12, 2020, January 15, 2021 and May 13, 2022 respectively issued by the Securities and Exchange Board of India ("SEBI Circulars") permitting the Companies to hold General Meetings without the physical presence of Members at a common venue.

The Company had provided the electronic voting process (remote e-voting and e-voting during the AGM) in respect of the resolutions set out in the Notice dated August 11, 2022 convening the Twenty Eighth Annual General Meeting of the Shareholders of IITL Projects Limited, held on Saturday, September 24, 2022 at 12.00 noon through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to voting through electronic means (remote e-voting) on the resolutions contained in the Notice to the Twenty Eighth Annual General Meeting of the Members of the Company. My responsibility as a Scrutinizer for the e-voting process (remote e-voting) as well as venue voting as on the date of the AGM is restricted to make a Scrutinizer report of the Votes Cast "in favour" or "against" the resolutions as stated below, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorised agency engaged by the

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Company to provide e-voting facilities (remote e-voting and e-voting during the AGM).

As prescribed in the rules, the remote e-voting was kept open from Wednesday, September 21, 2022 at 9:00 a.m. (IST) to Friday, September 23, 2022 at 5:00 p.m. (IST) and the CDSL e-Voting platform was blocked thereafter.

At the Twenty Eighth AGM of the Company held on September 24, 2022, the Company has provided e-Voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

On completion of e-Voting during the AGM, the votes cast through remote e-voting process were unblocked by me in the presence of Ms. Bhakti Tawde and Mrs. Deepika Purohit, on September 24, 2022 at 01:21 p.m.

I have scrutinized and reviewed the remote e-voting prior and e-voting during the AGM and votes cast therein based on the data downloaded from the CDSL e-Voting system.

I submit herewith my Consolidated Scrutinizer's Report on the results of e-voting (remote e-voting and e-voting during the AGM).

(a) Resolution No.1 (Ordinary Resolution): To receive, consider and adopt the audited Balance Sheet as at March 31, 2022 and the Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon

Particulars	Number of Shares (through Remote e-Voting)	Number of Shares (through e-Voting at the AGM)	Total No. of Shares	% of total Net valid votes (in percentage)	Result
Total No. of votes received	3580948	16	3580964	Not Applicable	Passed by Requisite Majority
Less: No. of Invalid votes	0	0	0		
Net valid votes	3580948	16	3580964		
Votes in favour of the resolution	3580948	16	3580964	100.00	
Votes against the resolution	0	0	0	0.00	
Total				100.00	



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- (b) **Resolution No.2 (Ordinary Resolution): To appoint a Director in place of Dr. B. Samal (DIN: 00007256), who retires by rotation and being eligible, offers himself for re-appointment as a Director**

Particulars	Number of Shares (through Remote e-Voting)	Number of Shares (through e-Voting at the AGM)	Total No. of Shares	% of total Net valid votes (in percentage)	Result
Total No. of votes received	3580948	16	3580964	Not Applicable	Passed by Requisite Majority
Less: No. of Invalid votes	0	0	0		
Net valid votes	3580948	16	3580964		
Votes in favour of the resolution	3580943	16	3580959	100.00	
Votes against the resolution	5	0	5	0.00	
Total				100.00	

- (c) **Resolution No.3 (Ordinary Resolution): To re-appoint Maharaj N R Suresh and Co LLP, Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration**

Particulars	Number of Shares (through Remote e-Voting)	Number of Shares (through e-Voting at the AGM)	Total No. of Shares	% of total Net valid votes (in percentage)	Result
Total No. of votes received	3580948	16	3580964	Not Applicable	Passed by Requisite Majority
Less: No. of Invalid votes	0	0	0		
Net valid votes	3580948	16	3580964		
Votes in favour of the resolution	3580943	16	3580959	100.00	
Votes against the resolution	5	0	5	0.00	
Total				100.00	



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- (d) **Resolution No. 4 (Ordinary Resolution): Approval of Related Party Transactions under Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Particulars	Number of Shares (through Remote e-Voting)	Number of Shares (through e-Voting at the AGM)	Total No. of Shares	% of total Net valid votes (in percentage)	Result
Total No. of votes received	601	16	617	Not Applicable	Passed by Requisite Majority
Less: No. of Invalid votes	0	0	0		
Net valid votes	601	16	617		
Votes in favour of the resolution	596	16	612	99.19	
Votes against the resolution	5	0	5	0.81	
Total				100.00	

- (e) **Resolution No. 5 (Ordinary Resolution): Approval of Related Party Transaction under Section 188 of the Companies Act, 2013 read with Regulation 23 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with Industrial Investment Trust Limited**

Particulars	Number of Shares (through Remote e-Voting)	Number of Shares (through e-Voting at the AGM)	Total No. of Shares	% of total Net valid votes (in percentage)	Result
Total No. of votes received	601	16	617	Not Applicable	Passed by Requisite Majority
Less: No. of Invalid votes	0	0	0		
Net valid votes	601	16	617		
Votes in favour of the resolution	596	16	612	99.19	
Votes against the resolution	5	0	5	0.81	
Total				100.00	



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(f) Resolution No.6 (Special Resolution): Appointment of Ms. Poonam Gupta as Manager of the Company

Particulars	Number of Shares (through Remote e-Voting)	Number of Shares (through e-Voting at the AGM)	Total No. of Shares	% of total Net valid votes (in percentage)	Result
Total No. of votes received	3580948	16	3580964	Not Applicable	Passed by Requisite Majority
Less: No. of Invalid votes	0	0	0		
Net valid votes	3580948	16	3580964		
Votes in favour of the resolution	3580943	16	3580959	100.00	
Votes against the resolution	5	0	5	0.00	
Total				100.00	

The electronic data and relevant records relating to e-voting process (remote e-voting and e-voting during the AGM) shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.

Thanking you.

Yours faithfully,

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Chandanbala O. Mehta
Practicing Company Secretary
CP No.: 6400 (FCS: 6122)

Date: September 24, 2022
Place: Mumbai

UDIN: F006122D001038661