

M Siroya and Company
Company Secretaries

A-103, Samved Building (Madhukunj), Near Ekta Bhoomi Gardens, Rajendra Nagar, Borivali (E), Mumbai - 400 066
Tel.:+91 22 28706523/24; 28546523(D); Cel: +91 9324310151; E-mail: siroyam@gmail.com; www.msiroya.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

To,

Mr. Durga Prasad Jhawar,
Managing Director & CEO,
Proventus Agrocom Limited (Formerly known as Proventus Agrocom Private Limited),
Unit 515, 5th Floor, C Wing,
1 MTR Cabin, Atrium,
Village Mulgaon, MV Road,
Near Acme Plaza, Andheri(E)
Mumbai-400069

Sub: Consolidated Scrutinizer's report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and e-voting conducted at the 8th Annual General Meeting ("AGM") of Proventus Agrocom Limited (Formerly known as Proventus Agrocom Private Limited) held on Tuesday, September 26, 2023, at 12:00 P.M. IST through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

Dear Sir,

1. I, Mukesh Siroya, Proprietor of M Siroya and Company, Practicing Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of **Proventus Agrocom Limited** (Formerly known as Proventus Agrocom Private Limited) (the "Company") for the purpose of:
 - i. Scrutinizing the remote e-voting process under the provisions of Section 108 of The Companies Act, 2013 ("the 2013 Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ("Rules") and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations") on the resolutions contained in the notice dated August 22, 2023 convening the AGM ("AGM Notice"); and
 - ii. Scrutinizing the e-voting facility provided to the shareholders during the AGM through VC/OAVM and who had not cast their vote earlier.

M Siroya and Company
Company Secretaries

A-103, Samved Building (Madhukunj), Near Ekta Bhoomi Gardens, Rajendra Nagar, Borivali (E), Mumbai - 400 066
Tel.: +91 22 28706523/24; 28546523(D); Cel: +91 9324310151; E-mail: siroyam@gmail.com; www.msiroya.com

2. The management of the Company is responsible to ensure the compliance with the requirement of the 2013 Act and Rules relating to remote e-voting and e-voting at the AGM. My responsibility as a Scrutinizer is limited to scrutinize remote e-voting and e-voting conducted during the AGM in a fair and transparent manner and to ascertain requisite majority and is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" and/or "against" the resolutions stated in the Notice of the AGM based on the report generated from the e-voting system provided by National Securities Depository Limited ("NSDL"), appointed by the Company to provide remote e-voting before and e-voting during the AGM.

3. I submit herewith a consolidated report on the results of remote e-voting conducted before and e-voting conducted during the AGM as under:
 - i. The remote e-voting period remained open from 09:00 A.M. IST on Thursday, September 21, 2023 to 05:00 P.M. IST on Monday, September 25, 2023.

 - ii. The Annual Report, the AGM Notice and the e-Voting Instruction Slip were sent by electronic mode to those Members whose e-mail addresses were registered with the Company or the Depositories or the Registrar and Transfer Agent -Bigshare Services Private Limited.

 - iii. The voting rights were reckoned as on Tuesday, September 19, 2023, being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and e-voting at the AGM.

 - iv. The Company had also provided e-voting facility to the members present for the AGM through VC/OAVM who had not cast their e-votes earlier through remote e-voting.

 - v. After the conclusion of the AGM, the votes cast through remote e-voting and e-voting during the AGM were unblocked on Tuesday, September 26, 2023 at 12.45 P.M. in the presence of two witnesses, namely Ms. Shagufta Sadikot and Ms. Sakina Saldiwala who were not in employment of the Company.

 - vi. Thereafter, we have scrutinized the votes cast through remote e-voting conducted before the AGM and e-voting conducted during the AGM and reconciled the same with the records maintained by the Company/ NSDL/CDSL/ Registrar and Transfer Agents of the Company.

M Siroya and Company
Company Secretaries

A-103, Samved Building (Madhukunj), Near Ekta Bhoomi Gardens, Rajendra Nagar, Borivali (E), Mumbai - 400 066
Tel.: +91 22 28706523/24; 28546523(D); Cel: +91 9324310151; E-mail: siroyam@gmail.com; www.msiroya.com

- vii. The consolidated result of remote e-voting and e-voting during AGM is enclosed as an Annexure to this Report.

Yours faithfully,

For M Siroya and Company
Company Secretaries

Countersigned
For Proventus Agrocom Limited
(Formerly known as Proventus Agrocom Private Limited)

Mukesh Siroya
Proprietor
Membership No. FCS 5682;
CP No. 4157
UDIN: F005682E001085112
PR. No.: 1075/2021
Place: Mumbai
Date: September 26, 2023

Durga Prasad Jhawar
Managing Director & CEO
DIN: 00125493
Person authorized by the Chairman

Place: Mumbai
Date: September 26, 2023

Encl.: As stated above

M Siroya and Company
Company Secretaries

A-103, Samved Building (Madhukunj), Near Ekta Bhoomi Gardens, Rajendra Nagar, Borivali (E), Mumbai - 400 066
Tel.:+91 22 28706523/24; 28546523(D); Cel: +91 9324310151; E-mail: siroyam@gmail.com; www.msiroya.com

Annexure to the Consolidated Scrutinizer's Report

Results of Remote E-Voting and E-Voting during the AGM of Proventus Agrocom Limited (Formerly known as Proventus Agrocom Private Limited)

Ordinary Businesses:

Item No. 1: Ordinary Resolution

To receive, consider and adopt the-

- a. Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2023 together with the reports of the Board of Directors and Auditors thereon; and
- b. Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023 together with the report of the Auditors thereon.

i) Details of Votes in favour and against the resolution:

	Remote e-voting before the AGM		E-voting at the AGM		Total		Percentage (%)*
	No. of members voted	No. of Shares for which votes cast	No. of members voted	No. of Shares for which votes cast	No. of members	No. of Shares for which votes cast	
Votes in favour of the resolution	14	2468361	3	3000	17	2471361	100
Votes against the resolution	0	0	0	0	0	0	0
Total	14	2468361	3	3000	17	2471361	100

ii) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of Shares for which votes cast	No. of members	No. of votes
Remote e-voting	0	0	0	0
E-voting at the AGM	0	0	0	0
Total	0	0	0	0

Based on the above result, I report that the Ordinary Resolution as set out in Item No. 1 of the AGM Notice has been passed with requisite majority.

M Siroya and Company
Company Secretaries

A-103, Samved Building (Madhukunj), Near Ekta Bhoomi Gardens, Rajendra Nagar, Borivali (E), Mumbai - 400 066
Tel.:+91 22 28706523/24; 28546523(D); Cel: +91 9324310151; E-mail: siroyam@gmail.com; www.msiroya.com

Item No. 2: Ordinary Resolution

To appoint a Director in place of Mr. Shalin Sanjiv Khanna (DIN: 06734684), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for reappointment.

i) Details of Votes in favour and against the resolution:

	Remote e-voting before the AGM		E-voting at the AGM		Total		Percentage (%)*
	No. of members voted	No. of Shares for which votes cast	No. of members voted	No. of Shares for which votes cast	No. of members	No. of Shares for which votes cast	
Votes in favour of the resolution	14	2468361	3	3000	17	2471361	100
Votes against the resolution	0	0	0	0	0	0	0
Total	14	2468361	3	3000	17	2471361	100

ii) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of Shares for which votes cast	No. of members	No. of votes
Remote e-voting	0	0	0	0
E-voting at the AGM	0	0	0	0
Total	0	0	0	0

Based on the above result, I report that the Ordinary Resolution as set out in Item No. 2 of the AGM Notice has been passed with requisite majority.

M Siroya and Company
Company Secretaries

A-103, Samved Building (Madhukunj), Near Ekta Bhoomi Gardens, Rajendra Nagar, Borivali (E), Mumbai - 400 066
Tel.:+91 22 28706523/24; 28546523(D); Cel: +91 9324310151; E-mail: siroyam@gmail.com; www.msiroya.com

Item No 3: Ordinary Resolution

To consider and appoint M/s NBT & Co., Chartered Accountants (ICAI Firm Registration Number 140489W), as Statutory Auditors of the Company.

i) Details of Votes in favour and against the resolution:

	Remote e-voting before the AGM		E-voting at the AGM		Total		Percentage (%)
	No. of members voted	No. of Shares for which votes cast	No. of members voted	No. of Shares for which votes cast	No. of members	No. of Shares for which votes cast	
Votes in favour of the resolution	14	2468361	3	3000	17	2471361	100
Votes against the resolution	0	0	0	0	0	0	0
Total	14	2468361	3	3000	17	2471361	100

ii) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of Shares for which votes cast	No. of members	No. of votes
Remote e-voting	0	0	0	0
E-voting at the AGM	0	0	0	0
Total	0	0	0	0

Based on the above result, I report that the Ordinary Resolution as set out in Item No. 3 of the AGM Notice has been passed with requisite majority.

M Siroya and Company
Company Secretaries

A-103, Samved Building (Madhukunj), Near Ekta Bhoomi Gardens, Rajendra Nagar, Borivali (E), Mumbai - 400 066
Tel.:+91 22 28706523/24; 28546523(D); Cel: +91 9324310151; E-mail: siroyam@gmail.com; www.msiroya.com

Special Businesses:

Item No. 4: Special Resolution-

To ratify the Proventus Agrocom Private Limited Stock Incentive Plan, 2022 ("PAPL SIP 2022").

i) Details of Votes in favor and against the resolution:

	Remote e-voting before the AGM		E-voting at the AGM		Total		Percentage (%)
	No. of members voted	No. of Shares for which votes cast	No. of members voted	No. of Shares for which votes cast	No. of members	No. of Shares for which votes cast	
Votes in favour of the resolution	14	2468361	3	3000	17	2471361	100
Votes against the resolution	0	0	0	0	0	0	0
Total	14	2468361	3	3000	17	2471361	100

ii) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of Shares for which votes cast	No. of members	No. of votes
Remote e-voting	0	0	0	0
E-voting at the AGM	0	0	0	0
Total	0	0	0	0

Based on the above result, I report that the Special Resolution as set out in Item No. 4 of the AGM Notice has been passed with requisite majority.

M Siroya and Company
Company Secretaries

A-103, Samved Building (Madhukunj), Near Ekta Bhoomi Gardens, Rajendra Nagar, Borivali (E), Mumbai - 400 066
Tel.:+91 22 28706523/24; 28546523(D); Cel: +91 9324310151; E-mail: siroyam@gmail.com; www.msiroya.com

Item No. 5: Special Resolution-

To ratify the extension of benefits of Proventus Agrocom Private Limited Stock Incentive Plan, 2022 (“PAPL SIP 2022”) to the Employees of the Subsidiaries of the Company.

i) Details of Votes in favor and against the resolution:

	Remote e-voting before the AGM		E-voting at the AGM		Total		Percentage (%)
	No. of members voted	No. of Shares for which votes cast	No. of members voted	No. of Shares for which votes cast	No. of members	No. of Shares for which votes cast	
Votes in favour of the resolution	14	2468361	3	3000	17	2471361	100
Votes against the resolution	0	0	0	0	0	0	0
Total	14	2468361	3	3000	17	2471361	100

ii) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of Shares for which votes cast	No. of members	No. of votes
Remote e-voting	0	0	0	0
E-voting at the AGM	0	0	0	0
Total	0	0	0	0

Based on the above result, I report that the Special Resolution as set out in Item No. 5 of the AGM Notice has been passed with requisite majority.

M Siroya and Company
Company Secretaries

A-103, Samved Building (Madhukunj), Near Ekta Bhoomi Gardens, Rajendra Nagar, Borivali (E), Mumbai - 400 066
Tel.:+91 22 28706523/24; 28546523(D); Cel: +91 9324310151; E-mail: siroyam@gmail.com; www.msiroya.com

The electronic data and all other relevant records relating to remote e-voting before and during the AGM are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the AGM.

Thanking you,

Yours faithfully,

For M Siroya and Company
Company Secretaries

Countersigned
For Proventus Agrocom Limited
(Formerly known as Proventus Agrocom Private Limited)

Mukesh Siroya
Proprietor
Membership No. FCS 5682;
CP No. 4157
UDIN: F005682E001085112
PR. No.: 1075/2021
Place: Mumbai
Date: September 26, 2023

Durga Prasad Jhavar
Managing Director & CEO
DIN: 00125493
Person authorized by the Chairman

Place: Mumbai
Date: September 26, 2023