

**DR. ASIM KUMAR CHATTOPADHYAY**  
M.COM., Ph.D. (Appl.Eco.), LL.B., F.C.M.A., F.C.S., D.Litt

**"MATRI ASHIS"**  
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Kolkata-700035.  
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To  
Chairman,  
Philips Domestic Appliances India Limited  
3<sup>rd</sup> Floor, TOWER A, DLF IT Park,  
08 Block AF , Major Arterial Road,  
New Town (Rajarhat),  
Kolkata-700156

### SCRUTINIZER'S REPORT

The Extra Ordinary General Meeting (EGM) of the Company which was held on Tuesday, the 23<sup>rd</sup> May 2023 at 11:00 a.m. through Video Conference (VC) / Other Audio Visual Means (OAVM), to transact the business as per the Agenda of the Notice of the EGM dated 25<sup>th</sup> April, 2023.

I, Dr. Asim Kumar Chattopadhyay, Practising Company Secretary have been appointed as the Scrutinizer by the Board of Directors of the Company at their Meeting of the Board of Directors held on 25<sup>th</sup> April, 2023 pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rules 20 of the Companies (Management & Administration) rules 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 to conduct Remote E-Voting process and E-Voting at the EGM dated of 23<sup>rd</sup> May, 2023 for passing the items on the Agenda as contained in the EGM Notice dated 25<sup>th</sup> April, 2023.

The Ministry of Corporate Affairs ("MCA") vide its General Circular Nos. 14/ 2020 dated 8<sup>th</sup> April, 2020 and 17/ 2020 dated 13<sup>th</sup> April, 2020, followed by General Circular Nos. 20/2020 dated 5<sup>th</sup> May, 2020, No.02/2021 dated 13<sup>th</sup> January, 2021, 19/2021 dated 8<sup>th</sup> December, 2021, No. 21/2021 dated 14<sup>th</sup> December , 2021, General Circular No. 2/2022 dated 5<sup>th</sup> May, 2022 and General Circular No. 11/2022 Dated 28<sup>th</sup> December, 2022 (collectively referred to as "MCA Circulars") has permitted the holding of the EGM through Video Conferencing ("VC") or through Other Audio-Visual Means ("OAVM"), without the physical presence of the Members at a common venue.

In accordance with, the said circulars, the EGM of the Company was conducted through VC / OAVM. **KFin Technologies Limited** provided facility for voting through remote e-voting, for participation in the EGM through VC / OAVM facility and e-voting during the EGM. The procedure for participating in the meeting through VC / OAVM is explained in the said EGM Notice and is also available on the website of the Company at [www.domesticappliances.philips.co.in](http://www.domesticappliances.philips.co.in) as well as website of KFin Technologies Limited i.e. <https://emeetings.kfintech.com>.



As the EGM was conducted through VC / OAVM, the facility for appointment of Proxy by the Members was not available for this EGM and hence the Proxy Form and Attendance Slip including Route Map were not annexed to the EGM Notice.

On the basis of the Register of Members and the List of beneficiary owners made available by the Depositories viz., National Securities Depository Limited ( NSDL ) and Central Depository Services ( India ) Limited ( CDSL ) as on 17th May, 2023, the **Cut-off date** for the purpose of E-Voting , the company had duly sent through email as registered with the Registrar & Share Transfer Agent (RTA) of the Company the Notice of the EGM dated 25<sup>th</sup> April, 2023.

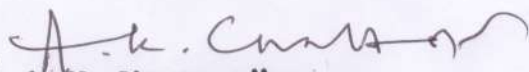
In terms of the aforesaid Notice, Remote E-Voting was opened from 09.00 a.m. on 20<sup>th</sup> May, 2023 and ended at 5.00 p.m. on 22<sup>nd</sup> May, 2023 and the Members were given Option to cast their votes electronically for exercising their voting rights by Assenting or Dissenting the concerned **Special Resolutions** in the Notice of the EGM of the company on the E-Voting platform provided by **KFin Technologies. Ltd.**

The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to the remote e-voting and the casting through E-voting at the EGM on resolutions contained in the notice of the EGM.

My responsibility as scrutinizer for the remote e-voting and the voting conducted through e-voting at the EGM is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

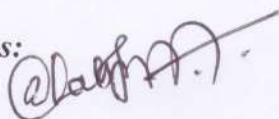
As required in the Rules, I unblocked the Remote E-Voting as well as E-Voting provided by **KFin Technologies Ltd.** on 23<sup>rd</sup> May, 2023 after the completion of the EGM 11.59 p.m. in the presence of Two Witnesses as signed below.

Based on the results made available to me, 9 Members have cast their votes through Remote E-Voting platform and 4 Members have cast their votes by means of E-Voting at the EGM. I submit herewith the consolidated Report.

  
**A. K. Chattopadhyay**  
Practising Company Secretary  
FCS-2303 : CP-880  
Peer Review-792/2020

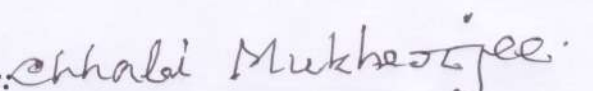
**DR. ASIM KUMAR CHATTOPADHYAY**  
Practising Company Secretary  
FCS 2303 CP 880  
PR - 792/2020  
UDIN :: F002303E000356283  
Place: Kolkata  
Dated : 23<sup>rd</sup> May, 2023

1. Witness:



AYAN CHATTOPADHYAY  
DL.No. WB1520130165346.

2. Witness:

  
( CHHABI MUKHERJEE )  
PAN : AMTPM7588E

PHILIPS DOMESTIC APPLIANCES INDIA LTD	
<b>Date of the EGM</b>	23-05-2023
Total number of shareholders on record date	10745
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group: (Present through Authorised Representative)	1
Public:	38

Resolution No.		SPECIAL - CHANGE IN NAME OF THE COMPANY & ALTERATION TO NAME CLAUSE OF MEMORANDUM OF ASSOCIATION							
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	No	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Mode of Voting								
	E-Voting		5,52,90,242	5,52,90,242	100.0000	5,52,90,242	0	100.0000	0.0000
	Poll		5,52,90,242	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)			0	0.0000	0	0	0.0000	0.0000
Public- Institutions	Total			5,52,90,242	100.0000	5,52,90,242	0	100.0000	0.0000
	E-Voting			0	0.0000	0	0	0.0000	0.0000
	Poll		2,330	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)			0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	Total			20,022	0.9000	20,020	2	99.9900	0.0099
	E-Voting			4	0.0002	4	0	100.0000	0.0000
	Poll		22,24,670	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)			20,026	0.9002	20,024	2	99.9900	0.0100
Total			5,75,17,242	96.1629	5,53,10,268	2	100.0000	0.0000	

*A.K. Chattopadhyay*

**A. K. Chattopadhyay**  
 Practising Company Secretary  
 FCS-2303 ; CP-888  
 Peer Review-792/2020

23/05/2023

Resolution No.		SPECIAL - ALTERATION TO NAME CLAUSE OF ARTICLES OF ASSOCIATION (AOA) OF THE COMPANY									
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	No	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Category	Mode of Voting										
Promoter and Promoter Group	E-Voting		5,52,90,242	5,52,90,242	100.0000	5,52,90,242	0	100.0000	0.0000		
	Poll			0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot (if applicable)		5,52,90,242	0	0.0000	0	0	0.0000	0.0000		
	Total		5,52,90,242	5,52,90,242	100.0000	5,52,90,242	0	100.0000	0.0000		
Public- Institutions	E-Voting			0	0.0000	0	0	0.0000	0.0000		
	Poll		2,330	0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot (if applicable)			0	0.0000	0	0	0.0000	0.0000		
	Total		2,330	0	0.0000	0	0	0.0000	0.0000		
Public- Non Institutions	E-Voting			20,022	0.9000	20,020	2	99.9900	0.0099		
	Poll			4	0.0002	4	0	100.0000	0.0000		
	Postal Ballot (if applicable)		22,24,670	0	0.0000	0	0	0.0000	0.0000		
	Total		5,75,17,242	5,53,10,268	96.1629	5,53,10,266	2	100.0000	0.0100		

*A. K. Chattopadhyay*

**A. K. Chattopadhyay**  
**Practising Company Secretary**  
**FCS-2303 : CP-880**  
**Peer Review-792/2020**

23/05/2023