

1<sup>st</sup> July, 2023

To  
The Secretary  
Bombay Stock Exchange Limited,  
P. J. Towers,  
Dalal Street, Fort,  
Mumbai 400 001

**Scrip Code: 523566**

**Subject: Proceedings of the 75<sup>th</sup> Annual General Meeting (the 75<sup>th</sup> AGM) of the Members of Martin Burn Limited (the Company) held on 30<sup>th</sup> June 2023 pursuant to Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations)**

Dear Sir,

We would like to inform you that all the Resolutions for approval of the 75<sup>th</sup> Annual General Meeting of the members of the Company, as set out in the notice dated 29<sup>th</sup> May 2023, put to vote by remote e-voting prior to the AGM and e-voting during the AGM, were passed with requisite majority.

We are enclosing the consolidated report of the Scrutinizer on e-voting prior (remote) and during the AGM. The same is also being uploaded on the Company's website [www.martinburnltd.com](http://www.martinburnltd.com) and on the website of NSDL at [www.nsdl.co.in](http://www.nsdl.co.in).

You are requested to take the same on records.

Thanking You.

Yours Faithfully,  
**For Martin Burn Limited**

**Khushbu Saraf**  
**Company Secretary**

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  
**Martin Burn Limited**  
**(L51109WB1946PLC013641)**  
Martin Burn House,  
1 R.N. Mukherjee Road,  
Kolkata - 700 001,  
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 Martin Burn Limited, (hereinafter referred as the Company) at its meeting held on 29<sup>th</sup> May 2023 as the Scrutinizer to scrutinize the remote e-Voting and electronic voting during 75<sup>th</sup> Annual General Meeting (AGM) of the Company held through Video Conferencing (VC) / Other Audio Video Means (OAVM) on 30<sup>th</sup> June 2023 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 General Meetings, on the resolutions contained in the Notice dated 29<sup>th</sup> May 2023 of the 75<sup>th</sup> AGM of the members of the Company.



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, 27<sup>th</sup> June 2023 at 10:00 A.M. and ends on Thursday, 29<sup>th</sup> June 2023 at 5:00 P.M.
3. The Company had also provided e-voting facility for voting during the AGM for the members who attended the meeting through VC/OAVM and had not voted through remote e-voting, to cast their vote during the AGM.
4. After the closure of e-voting at the AGM, the report on voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked on 30<sup>th</sup> June 2023 at 1.50 PM, in the presence of 2 witnesses i.e., Ms. Sonali Sinha and Ms. Richa Pandey, who are not in employment of the Company and were counted.
5. I have scrutinized and reviewed the remote e-voting, e-voting during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.
6. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereto relating to remote e-voting and voting through electronic voting system during the AGM held on the resolutions contained in the Notice dated 29<sup>th</sup> May 2023 of the 75<sup>th</sup> AGM of the members of the Company.

My responsibility as a Scrutinizer of remote e-voting and e-voting during the AGM is limited to prepare and submit the Scrutinizer's report of the votes casted "in favour" or "against" the resolutions by the members of the Company.



7. I do hereby submit the Consolidated Report of votes cast through electronic voting system during the meeting and on remote e-voting on the resolutions contained in the Notice dated 29<sup>th</sup> May 2023 of 75<sup>th</sup> AGM.

**ORDINARY BUSINESS**

Item No. 1: Adoption of Audited Financial Statements for the financial year ended 31st March 2023, and the Reports of the Board of Directors and Auditors thereon (Ordinary Resolution)

- (I) Vote in favour of the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
41	3400084	99.99

- (II) Vote against the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
9	22	0.01



**Item No. 2: To appoint a Director in place of Mr. Manish Fatehpuria (DIN: 00711992), who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution)**

(I) Vote in favour of the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
41	3400084	99.99

(II) Vote against the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
9	22	0.01



**SPECIAL BUSINESS**

Item No. 3: Re-appointment of Mr. Kedar Nath Fatehpuria (DIN: 00711971) as Managing Director of the Company for a period of five years commencing from 1<sup>st</sup> April 2023 till 31<sup>st</sup> March 2028. (Special Resolution)

(I) Vote in favour of the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
41	3400084	99.99

(II) Vote against the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
9	22	0.01

A compact Disc (CD) containing list of equity shareholders who vote "FOR" and "AGAINST" 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: A041594E000530753  
Place: Kolkata  
Date: 01-07-2023

I accept

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KEDAR NATH FATEHPURIA [DIN: 00711971]  
CHAIRMAN  
MARTIN BURN LIMITED

Place : Kolkata  
Date : July 1, 2023.