



Scrutinizer's Report
(Report for voting through e-voting)

To,

The Chairman

Board of Directors

THE CANARA WORKSHOPS LIMITED,

V S Kudva Road Maroli

Mangalore 575005

Sub: Report on voting through e-voting

Ref: 78th Annual General Meeting (herein after "AGM") of the members of The Canara Workshops Limited held on 30th September 2021.

Dear Sir,

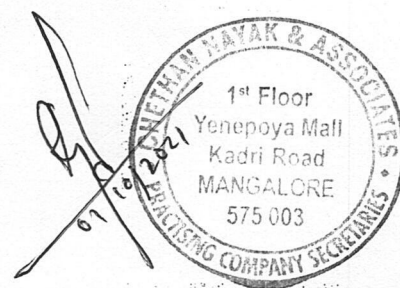
I, Chethan Nayak K, Practicing Company Secretary, was appointed as Scrutinizer by the board of directors to scrutinize the e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolution(S), set out in the notice convening the 78th Annual General Meeting of the company held on Thursday, 30th September 2021 at 10:00 A.M.

The management of the company is responsible to ensure the compliance with the requirements of Companies Act, 2013 and rules relating to voting through electronic means on the resolutions mentioned in Annual general meeting of the Members of the company. My responsibility as a scrutinsier for the e voting process is restricted to make scrutinsiers report of the votes cast "in favour" and/or "against" the resolutions stated below, based on the reports generated from the e voting system provided by Central Depository Services (India) Limited (CDSL), the authorised agency for providing e voting facilities, engaged by the company.

Yenepoya Mall, Kadri Road, Mangaluru - 575 003.
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Branch : Level 3, Basappa Complex, Lavelle Road, Bengaluru - 560 001.
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- A. The company had appointed Central Depository Services Limited ("CDSL") as the Service Provider for the purpose of extending the facility of Remote E-Voting and E-Voting system to the Members of the company who participated in the AGM through VC / OAVM
- B. CDSL had provided a system for recording the votes of the Members electronically on all the items of the business sought to be transacted at the AGM of the company, which was held on Thursday 30th September 2021.
- C. CDSL had set up electronic voting facility (remote e-voting and e-voting at the AGM) on their website, <https://www.evotingindia.com>. The company had uploaded all the items of the business to be transacted at the AGM on the website of the company and also on the Service Provider to facilitate their Members to cast their vote through Remote E-Voting. Further AGM Notice was dispatched by the Company by e- mails and in physical mode as the case may be and also the company has published in a English newspaper- "The Financial Express" dated 05th September 2021 and 08th September 2021 and in vernacular newspaper- "Hosa Diganta" having district wide circulation dated 05th September 2021 and 08th September 2021.
- D. The voting through e-voting commenced from 9.00 a.m. on Sunday 26th September 2021 up to 5:00 p.m. on Wednesday 29th September 2021. The e-voting facility was provided by Central Depository Services (India) Limited (CDSL).
- E. The voting rights were reckoned as on Saturday 18th September 2021, being the cut-off date for the purpose of deciding the entitlements of members to vote through remote e- voting.
- F. At the end of the voting period on Wednesday 29th September 2021 at 5.00 P.M., the voting platform of the Service Provider was blocked forthwith.



- G. At the AGM of the Company, the facility to vote through electronic mode was provided to facilitate those members attending the meeting through VC / OAVM but could not cast their votes by availing the Remote E-voting facility.
- H. The Chairman, at the end of the discussion on the resolutions allowed to vote electronically through e-voting system provided on the CDSL platform to all those members who attended the AGM through VC / OAVM but could not cast their votes through remote e-voting facility
- I. After the end of e-voting cycle, the votes cast through remote e-voting and e-voting at the AGM were unblocked by the undersigned on Thursday, 30th September 2021.
- J. I am submitting this report on the voting by shareholders through electronic voting. The results of the Remote E-voting on each item of business together with that of the E-voting at the AGM areas under

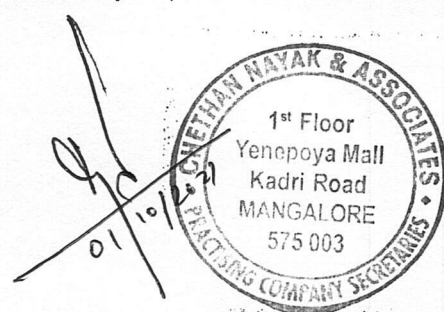
ORDINARY BUSINESS:

Item No 1: Ordinary resolution

To receive and adopt the Audited Financial Statement of accounts for the year ended 31st March 2021 together with the Reports of Board of Directors & Auditor's.

Mode of Voting	Votes cast in favour of the resolution			Votes cast against the resolution			Invalid votes
	No. of shareholders	Nos.	%	No. of shareholders	Nos.	%	Nos.
Remote e-voting	121	6,04,360	100	NIL	NIL	NIL	NIL
e-voting at AGM	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Total	121	6,04,360	100	NIL	NIL	NIL	NIL

Resolution No. 1 of the Notice stands passed with the requisite majority



Item No 2: Ordinary resolution

To appoint a Director in place of Sri. Venkatesh Pai Mangalore (DIN: 00126551) who retires by rotation and being eligible, offers himself for re-appointment.

Mode of Voting	Votes cast in favour of the resolution			Votes cast against the resolution			Invalid votes
	No. of shareholders	Nos.	%	No. of shareholders	Nos.	%	Nos.
Remote e-voting	120	5,48,888	90.82	1	55,472	9.18	NIL
e-voting at AGM	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Total	120	5,48,888	90.82	1	55,472	9.18	NIL

Resolution No. 2 of the Notice stands passed with the requisite majority

Item No 3: Ordinary resolution**Ratification of Auditor's Appointment**

Mode of Voting	Votes cast in favour of the resolution			Votes cast against the resolution			Invalid votes
	No. of shareholders	Nos.	%	No. of shareholders	Nos.	%	Nos.
Remote e-voting	121	6,04,360	100	NIL	NIL	NIL	NIL
e-voting at AGM	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Total	121	6,04,360	100	NIL	NIL	NIL	NIL

Resolution No. 3 of the Notice stands passed with the requisite majority



SPECIAL BUSINESS:

Item No 4: Special resolution

To Ratify And To Approve The Appointment Of Sri. Premnath Srinivas Kudva (DIN: 00126024) As A Chairman And Managing Director

Mode of Voting	Votes cast in favour of the resolution			Votes cast against the resolution			Invalid votes
	No. of shareholders	Nos.	%	No. of shareholders	Nos.	%	Nos.
Remote e-voting	121	6,04,360	100	NIL	NIL	NIL	NIL
e-voting at AGM	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Total	121	6,04,360	100	NIL	NIL	NIL	NIL

Resolution No. 4 of the Notice stands passed with the requisite majority

Item No 5: Special resolution

Creation of Charges on the Movable and Immovable Properties of the Company, both Present and Future, In Respect Of Borrowings

Mode of Voting	Votes cast in favour of the resolution			Votes cast against the resolution			Invalid votes
	No. of shareholders	Nos.	%	No. of shareholders	Nos.	%	Nos.
Remote e-voting	121	6,04,360	100	NIL	NIL	NIL	NIL
e-voting at AGM	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Total	121	6,04,360	100	NIL	NIL	NIL	NIL

Resolution No. 5 of the Notice stands passed with the requisite majority



Item No 6: Special resolution

To borrow money in excess of paid up capital and free reserves of the company

Mode of Voting	Votes cast in favour of the resolution			Votes cast against the resolution			Invalid votes
	No. of shareholders	Nos.	%	No. of shareholders	Nos.	%	Nos.
Remote e-voting	121	6,04,360	100	NIL	NIL	NIL	NIL
e-voting at AGM	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Total	121	6,04,360	100	NIL	NIL	NIL	NIL

Resolution No. 6 of the Notice stands passed with the requisite majority

All the Resolutions mentioned in the Notice of the AGM as per the details above stand passed under Remote E-voting and E-Voting done by the members of the company at the Annual General Meeting with the requisite majority and hence deemed to have been passed at the AGM.

I hereby confirm that, I have maintained the electronic voting data downloaded and made available by the Service Provider, in respect of the votes cast through Remote E-Voting and E-Voting done by the members of the company at the Annual General Meeting. All the relevant records relating to remote e-voting and e-voting at the AGM will remain in my custody until the Chairman considers, approves and signs the minutes of the AGM and the same shall be handed over to the Chairman / his representative for safe keeping.

Regards,

Very truly yours,


CS Chethan Nayak

For Chethan Nayak & Associates

Company Secretaries

CP No. 4736; FCS 3140



Date: 1st October 2021

Place: Mangalore