



# CELLA SPACE LIMITED

CIN:L93000KL1991PLC006207

Regd Office : "SREE KAILAS", 57/2993-94, PALIAM ROAD, ERNAKULAM, COCHIN- 682 016

Phone: (0484) 2382182, E-mail: [secretary@sreekailas.com](mailto:secretary@sreekailas.com), Website:- [secretary@sreekailas.com](mailto:secretary@sreekailas.com)

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September 20, 2022

To the shareholders

Cella Space Limited

**Sub: Voting Results of 31<sup>st</sup> Annual General Meeting of the Company held today, ie Tuesday, September 20, 2022, at 11.00 a.m through Video Conferencing**

The 31<sup>st</sup> Annual General Meeting ("AGM") of the Company was held on Tuesday, September 20, 2022 at 11.00 a.m. (IST) through video conferencing / other audio-visual means in accordance with the relevant circulars issued by the Ministry of Corporate Affairs, Government of India and the Securities and Exchange Board of India.

In terms of the provisions of the Companies Act, 2013 and Rules made thereunder and provisions of the Listing Regulations, the Company had provided e-voting facility to its shareholders through the e voting platform provided by Central Depository Services (India) Limited ("CDSL").

Mr. K Vijayaragavan, Advocate, was appointed as the Scrutinizer to scrutinize the e-voting process of the 31<sup>st</sup> AGM. The Scrutinizer's Report dated September 20, 2022 is attached.

As per the Scrutinizer's Report, all the resolutions set out in the AGM Notice were passed with requisite majority.

The 31<sup>st</sup> AGM concluded at 11.52 a.m.

This is for your information and records.

Thanking You

For Cella Space Limited

Sd/-

S Rajkumar

Managing Director

(DIN:- 01790870)

K. VIJAYARAGAVAN, B.A., B.L.,  
ADVOCATE & LEGAL CONSULTANT  
HIGH COURT OF MADRAS

20<sup>th</sup> September 2022

To

The Chairman  
Board of Directors  
Cella Space Limited,  
Sree Kailas, No. 57/2993/94,  
Palam Road, Ernakulam,  
Cochin-682016.

**Sub: Report of the Scrutinizer for e-voting Process conducted vide Board resolution Dated 03<sup>rd</sup> August 2022 under Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 in respect of the 31<sup>st</sup> Annual General Meeting of Cella Space Limited ('the Company').**

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In the meeting of the Board of Directors of Cella Space Limited held on 03<sup>rd</sup> August 2022 I, Mr. K. Vijayaragavan, Advocate, was appointed as Scrutinizer for process of voting through electronic means ("e-voting") in accordance with General Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020; MCA Circular No. 20/2021 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021 and General Circular No. 21/2021 dated 14.12.2021, issued by the Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India. The 31<sup>st</sup> Annual General Meeting of the Company ("the Meeting" / "AGM") was convened on Tuesday, 20<sup>th</sup> September, 2022 at 11.00AM through VC / OAVM in accordance with the above referred MCA Circulars for passing of the items of Ordinary business and Special business as Ordinary Resolutions and Special Resolution respectively by the members of the Company:

The Company has availed e-voting facility from Central Depository Services (India) Limited for the shareholders to cast their votes in respect of the aforesaid resolutions through electronic mode. Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 recognizes voting by electronic mode, which is prescribed as the appropriate mechanism for e-Voting.

The e-Voting process was accordingly conducted and concluded as below:

- Pursuant to General circular no 2/2022 dated 5<sup>th</sup> May, 2022 read with 20/2020 dated 5<sup>th</sup> May 2020, the Company has dispatched the AGM Notice through e-mail on 27<sup>th</sup> August, 2022 to 6243 members of the Company whose e-mail ids are registered with the RTA.
- The Company has issued an advertisement in English Newspaper, "Financial Express" and Malayalam newspaper, "Deepika" on 28<sup>th</sup> August 2022 about the dispatch of AGM Notice through e mail.

No: 6/1, Vasam Street, T. Nagar, Chennai- 600 017.

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- All the members of the Company whose names appeared on the Register of Members/List of Beneficiaries as on 13<sup>th</sup> September, 2022 were entitled to vote on the resolutions set out in the AGM.
- The e-voting commenced on Saturday, 17<sup>th</sup> September, 2022 (09.00 hours IST) and was open up to the close of working hours of Monday, 19<sup>th</sup> September, 2022 (17.00 hours IST) and the e-voting was open at the time of the AGM, i.e on 20<sup>th</sup> September 2022 from 11.53 AM to 12.08 PM (15 minutes time was provided for e-voting after the conclusion of the meeting at 11.52 AM).
- All electronic votes received up to the close of working hours at 17.00 hours IST on 19<sup>th</sup> September, 2022 and received at the time of the Annual General Meeting were considered for my scrutiny.
- Details of the votes cast by the members through electronic voting system downloaded and collected from the website [www.evotingindia.com](http://www.evotingindia.com) was sent by the RTA on 20<sup>th</sup> September, 2022.
- A register containing the details of assent or dissent, received, mentioning the particulars of name, address, folio number / client ID of the shareholders, the number of shares held by them, the nominal value of shares held etc. is maintained in electronic form.

Based on the data, reports and statements collected as mentioned above, the scrutiny was completed and results were compiled as under.

**SUMMARY OF E-VOTING RESULTS:**

**ORDINARY BUSINESS:**

1. **Adoption of Standalone Financial Statements of the Company for the financial Year ended on March 31, 2022, together with the report of Auditors and Board of Directors thereon.**

**Nature of Resolution:** Ordinary Resolution

**Voting requirement:** Simple majority



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Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting	67	13106137
<b>Valid Votes:</b>	67	13106137
<b>Abstained Votes:</b>	0	0
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	64	13106134
Number of valid votes cast against the Resolution (E- Voting)	3	3
Percentage of the total votes received in favour of the resolution (under E-voting)	99.99	

**Result:** The requisite majority for passing the above resolution as an Ordinary Resolution was received.

**2.Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2022, together with the report of Auditors thereon.**

**Nature of resolution:** Ordinary Resolution

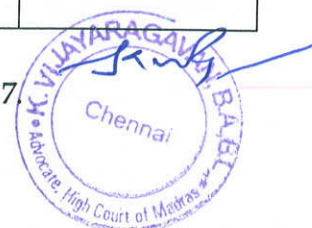
**Voting requirement:** Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting	67	13106137
<b>Valid Votes:</b>	67	13106137
<b>Abstained Votes:</b>	0	0
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	64	13106134

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Number of valid votes cast against the Resolution (E-Voting)	3	3
Percentage of the total votes received in favour of the resolution (under E-voting)	99.99	

**Result:** The requisite majority for passing the above resolution as an Ordinary Resolution was received.

**3.Appointment of a Director in place of Mrs. Iasaki Kamalam (DIN: 01791001), who retires by rotation and in accordance with Section 152 of Companies Act, 2013 and Articles of Association of the Company, being eligible offers herself for re-appointment.**

**Nature of resolution:** Ordinary Resolution

**Voting requirement:** Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting	67	13106137
<b>Valid Votes:</b>	67	13106137
<b>Abstained Votes:</b>	0	0
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	64	13106134
Number of valid votes cast against the Resolution (E-Voting)	3	3
Percentage of the total votes received in favour of the resolution (under E-voting)	99.99	

**Result:** The requisite majority for passing the above resolution as an Ordinary Resolution was received.

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**4. Re -appointment of M/s. KPR & Co, Chartered Accountants. Kochi (Firm Registration No. 05326S) as Statutory Auditors for their 2<sup>nd</sup> (Second) Term of 5 years commencing from the conclusion of 31<sup>st</sup> Annual General Meeting till the conclusion of 36<sup>th</sup> Annual General Meeting of the Company at an annual remuneration of Rs. 70, 000 (Rupees Seventy Thousand only) excluding all out-of pocket expenses incurred by them during the course of audit as recommended by the Audit Committee and Board of Directors**

**Nature of resolution:** Ordinary Resolution

**Voting requirement:** Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting	67	13106137
Valid Votes:	67	13106137
Abstained Votes:	0	0
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	64	13106134
Number of valid votes cast against the Resolution (E- Voting)	3	3
Percentage of the total votes received in favour of the resolution (under E-voting)	99.99	

**Result:** The requisite majority for passing the above resolution as an Ordinary Resolution was received.

**SPECIAL BUSINESS:**

**Item No. 5: Re-appointment of Mr. Rajkumar Sivathanu Pillai (DIN: 01790870) as Managing Director for a period of five years with effect from 13<sup>th</sup> August, 2022 at a monthly remuneration Rs. 1,00,000/- (Rupees One Lakh only) with power to the Board of Directors to revise remuneration on the recommendations of Nomination and Remuneration Committee**

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**Nature of Resolution:** Special Resolution

**Voting Requirement:** Three-Forth majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting	67	13106137
<b>Valid Votes:</b>	67	13106137
<b>Abstained Votes:</b>	0	0
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	64	13106134
Number of valid votes cast against the Resolution (E-Voting)	3	3
Percentage of the total votes received in favour of the resolution (under E-voting)	<b>99.99</b>	

**Result:** The requisite majority for passing the above resolution as a Special Resolution was received.

Therefore, I am forwarding the voting results casted through e-voting.




Mr. K. Vijayaragavan

Advocate

Membership No. MS3454/2014

Date: 20.09.2022

Place: Chennai

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