



K. VIJAYARAGAVAN, B.A., B.L.,

*Advocate
High Court of Madras*

29th December, 2020

To the Chairman of the
29th Annual General Meeting ("AGM")
CELLA SPACE LIMITED
57/2993, "SREE KAILAS"
PALIAM ROAD, ERNAKULAM,
COCHIN - 682 016, KERALA

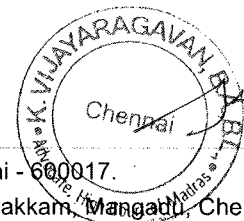
Sub: Report of Scrutinizer for e-voting Process vide 29th AGM Notice Dated 12th November, 2020 under section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014

In the meeting of the Board of Directors of Cella Space Limited held on 12th November, 2020, I, K Vijaya Ragavan, Advocate, High Court of Chennai, was appointed as Scrutinizer for process of voting through electronic means ("e-voting"). In accordance with General Circular No. 14/2020, 17/2020 and 20/2020 dated 8 April 2020, 13 April 2020 and 5 May 2020 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), the Twenty Nineth Annual General Meeting of its Equity Shareholders was convened on Monday, 28th December 2020 at 12:30p.m. through VC / OAVM as per section 108 of the Companies Act, 2013 ('Cos Act') for passing of the items under Ordinary business as well as Special business by the members of the Company:

The Company has availed the e-voting facility provided by Central Depository Services (India) Limited (CDSL) to enable the shareholders to cast their votes through electronic mode. Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 recognizes voting by electronic mode.

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

- The Company has dispatched the notice under section 108 of the Companies Act, 2013, through e-mail on 04th December, 2020 to all the members of the Company whose email ids were available in the records of the company as on November 27, 2020.
- The Company issued an advertisement in Financial Express and Deepika on 5th December, 2020, about the dispatch of Annual Report and the notice for Annual General Meeting
- The remote e-voting commenced on 25th December, 2020 at 09.00 hours IST and was open up to 17.00 hours IST on 27th December, 2020 and the e-voting at the time of AGM commenced on 28th December, 2020 from 12:30 hours IST to 13.00 Hours IST. Thereafter, the voting was blocked at 13.30 hours.



Office : S K Law Offices, No. 6/1, Vasan Street, T. Nagar, Chennai - 600017.

Residence: Flat No. S1, B1- Svastika Moon, S.No. 205/1, F1, Ramdas Nagar, Kozhumanivakkam, Mangalochery, Chennai - 600122.

Cell : +91- 8754433414 | 9066567686

Email : advocateragavan@gmail.com

- All electronic votes received up to the close of working hours at 17.00 hours IST on 27th December, 2020 and votes received at the time of Annual General Meeting up to 13.30 hours were considered for my scrutiny.
- The votes cast by the members through electronic voting system was downloaded and collected from the website www.evotingindia.com and was sent by RTA on 28th December, 2020.
- 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:

1. Adoption of Audited Accounts – Standalone

Nature of resolution: Ordinary Resolution

Voting requirement: Simple Majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting	58	10499155
Valid Votes:	58	10499155
Invalid Votes:	-	-
Out of the above:		
Number of valid votes cast in favour of the Resolution (E-Voting)	51	10499144
Number of valid votes cast against of the Resolution (E- Voting)	7	11
Percentage to the total votes received in favour of the resolution (under E-voting)	99.99%	

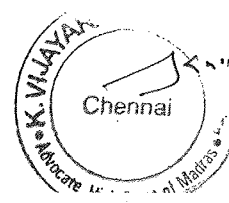
Result:100% voting received for the above resolution passed as an Ordinary Resolution.

2. Adoption of Audited Accounts – Consolidated

Nature of resolution: Ordinary Resolution

Voting requirement: Simple Majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting	58	10499155
Valid Votes:	58	10499155
Invalid Votes:	-	-



Out of the above:		
Number of valid votes cast in favour of the Resolution (E-Voting)	51	10499144
Number of valid votes cast against of the Resolution (E- Voting)	7	11
Percentage to the total votes received in favour of the resolution (under E-voting)	99.99%	

Result: 100% voting received for the above resolution passed as an Ordinary Resolution.

3. Re-Appointment of Mr.SubramoniamSivathanu Pillai (DIN:- 01790968)as a Director.

Nature of resolution: Ordinary Resolution

Voting requirement: Simple Majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting	58	10499155
Valid Votes:	55	1746241
Invalid Votes:	-	-
Abstained Votes (Promoters and relatives):	3	8752914
Out of the above:		
Number of valid votes cast in favour of the Resolution (E-Voting)	47	1746225
Number of valid votes cast against of the Resolution (E- Voting)	8	16
Percentage to the total votes received in favour of the resolution (under E-voting)	99.99 %	

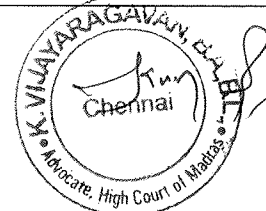
Result: 100% voting received for the above resolution passed as an Ordinary Resolution.

4. Authorisation to fix remuneration of Statutory Auditors.

Nature of resolution: Ordinary Resolution

Voting requirement: Simple Majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting	58	10499155
Valid Votes:	58	10499155
Invalid Votes:	-	-
Out of the above:		
Number of valid votes cast in favour of the Resolution (E-Voting)	51	10499144
Number of valid votes cast against of the Resolution (E- Voting)	7	11
Percentage to the total votes received in favour of the resolution (under E-voting)	99.99%	



Result: 100% voting received for the above resolution passed as an Ordinary Resolution.

5. Reappointment of Mr. VisakhRajkumar (DIN: 07079475) as Whole Time Director of the Company

Nature of resolution: Ordinary Resolution

Voting requirement: Simple Majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting	58	10499155
Valid Votes:	54	1267426
Invalid Votes:	-	-
Abstained Votes (Promoters and relatives):	4	9231729
Out of the above:		
Number of valid votes cast in favour of the Resolution (E-Voting)	46	1267410
Number of valid votes cast against of the Resolution (E- Voting)	8	16
Percentage to the total votes received in favour of the resolution (under E-voting)	99.99 %	

Result:100% voting received for the above resolution passed as an Ordinary Resolution.

6. Appointment of Mr.Akhilesh Agarwal (DIN: 00918838) as Independent Director

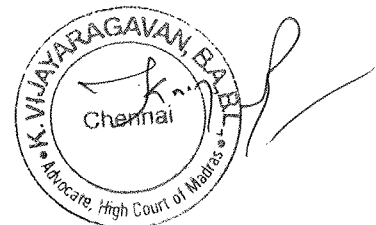
Nature of resolution: Ordinary Resolution

Voting requirement: Simple Majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting	58	10499155
Valid Votes:	57	10335265
Invalid Votes:	-	-
Abstained Votes (Promoters and relatives):	1	163890
Out of the above:		
Number of valid votes cast in favour of the Resolution (E-Voting)	49	10335249
Number of valid votes cast against of the Resolution (E- Voting)	8	16
Percentage to the total votes received in favour of the resolution (under E-voting)	99.99 %	

Result: 100% voting received for the above resolution passed as an Ordinary Resolution

7.Approval of Related Party Transactions



Nature of resolution: Special Resolution
Voting requirement: Three forth Majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting	58	10499155
Valid Votes:	52	1025717
Invalid Votes:	-	-
Abstained Votes (Promoters and relatives):	6	9473438
Out of the above:		
Number of valid votes cast in favour of the Resolution (E-Voting)	44	1025701
Number of valid votes cast against of the Resolution (E- Voting)	8	16
Percentage to the total votes received in favour of the resolution (under E-voting)	99.99 %	

Result:The above resolution requiring requisite majority for passing as Special Resolution was received

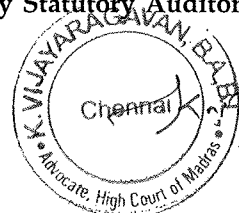
8. Approval for striking off subsidiaries: - Sree Kailas Palchuram Hydro Power Limited (CIN:-U40100KL2008PLC022145), SreeAdiSakthiMukkuttathode Hydro Power Limited (CIN:-U40100KL2008PLC022144) and JalashaayiAlamparathodu Hydro Power Limited (CIN:-U40100KL2008PLC022143)

Nature of resolution: Ordinary Resolution
Voting requirement: Simple Majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting	58	10499155
Valid Votes:	54	1435835
Invalid Votes:	-	-
Abstained Votes (Promoters and relatives):	4	9063320
Out of the above:		
Number of valid votes cast in favour of the Resolution (E-Voting)	46	1435819
Number of valid votes cast against of the Resolution (E- Voting)	8	16
Percentage to the total votes received in favour of the resolution (under E-voting)	99.99 %	

Result:100% voting received for the above resolution passed as an Ordinary Resolution

9. Ratification of Revised Compliance Certificate rendered by Statutory Auditors KPR & Co, Chartered Accountants, Cochin.



[Handwritten signature]

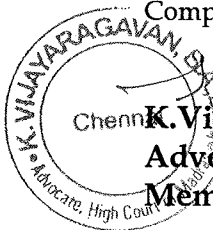
Nature of resolution: Ordinary Resolution

Voting requirement: Simple Majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting	58	10499155
Valid Votes:	58	10499155
Invalid Votes:	-	-
Out of the above:		
Number of valid votes cast in favour of the Resolution (E-Voting)	51	10499144
Number of valid votes cast against the Resolution (E- Voting)	7	11
Percentage to the total votes received in favour of the resolution (under E-voting)	99.99%	

Result: 100% voting received for the above resolution passed as an Ordinary Resolution

Therefore, I am forwarding the voting results casted through e-voting for the 29th AGM of the Company held on Monday, December 28, 2020 at 12.30 P.M through VC / OAVM


K. Vijayaragavan
Advocate
Membership No.:MS3454/2010

Date: 29-12-2020