

SAROJ PANDA & CO
COMPANY SECRETARIES

Saroj K.Panda, M Com, LLB, FCS
2nd Floor, Biswal Commercial Complex
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Combined Scrutinizer's Report on Remote e-Voting & e-Voting conducted at the 27th AGM
of ArisInternational Limited held on Friday, September 30, 2022

October 01, 2022

To
The Chairman
ArisInternational Limited
CIN:L29130MH1995PLC249667
Regd. Office:NO. 129,
B Ansa Industrial Estate
Saki Vihar Road,
Saki Naka, Andheri (East)
Mumbai Mumbai City MH 400072 IN

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-Voting process and Voting by your Members during the 27th Annual General Meeting of your Company held on Friday, the 30th day of September, 2022 at 11.00 A.M (IST) at the registered office of the company.

We are pleased to submit the Scrutinizers Report, which is comprehensive and self explanatory in all respects.

For Saroj Panda & Co



SAROJ KUMAR PANDA
Practicing Company Secretary
Membership No.: 5071
COP No.: - 3699
UDIN: F005071D001117127

Place: Bhubaneshwar
Date: October 01, 2022

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CONSOLIDATED SCRUTINIZER'S REPORT

October 01, 2022

To

The Chairman

ArisInternational Limited

CIN:L29130MH1995PLC249667

Regd. Office:NO. 129, B Ansa Industrial Estate Saki Vihar Road,
Saki Naka, Andheri (East) Mumbai Mumbai City MH 400072 IN

Dear Sir

Sub: Consolidated Scrutinizer's Report on Remote e-Voting & e-Voting conducted at the 27th AGM of Aris International Limited held on Friday, September 30, 2022 at 11:00 A.M. (IST) at the registered office of the company

Dear Sir

We, M/s Saroj Panda & Co, Practicing Company Secretaries firm, was appointed as Scrutinizer by the Board of Directors of Aris International Limited ('the Company') at their Meeting held on September 30, 2022, for conducting remote e-Voting process as well as to scrutinize the Voting conducted at the AGM (remote e-Voting and Voting at the AGM collectively referred to as 'e-Voting') in a fair and transparent manner to transact the businesses, as set forth in the Notice of the Meeting dated August 29, 2022 .

In compliance with Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard - 2 on General Meetings issued by The Institute of Company Secretaries of India respectively, the Company had provided facility for e-Voting to all Members of the Company, to enable them to cast their votes electronically.

The Company had engaged Central Depository Service (India) Limited ('CDSL'), as the Electronic Voting Service Provider ('EVSP') who had made necessary arrangements to facilitate e-Voting by Members of the Company on their website at www.evotingindia.com

The Company had sent the Notice including all requisite information required to cast the vote, in electronic form only to all its Members who have registered their e-mail



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addresses with the Company/ Depository Participants/ Registrar & Transfer Agents. The communication of the assent or dissent of the Members was sought through remote and Voting by poll.

The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules thereof including Circulars and Listing Regulations relating to the items being placed for approval of the Members through remote e-Voting and Voting at the 27th AGM. Our responsibilities as Scrutinizer is restricted to scrutinize that the Voting process is conducted in a fair and transparent manner and to prepare a consolidated Scrutinizer's Report of the votes cast 'For' or 'Against' the Resolutions stated in the Notice and also mentioned herein below, based on the reports generated from the e-Voting system provided by the EVSP.

Item No.	Resolution	Type of Resolution
Ordinary Business		
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2022 and the Reports of the Board of Directors and Auditors thereon.	Ordinary
2.	To appoint Mr. Ramesh Mishra (DIN: 00206671, who retires by rotation as a Director and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution	Ordinary
Special Business		
3.	To consider the conversion of Loan of the Proposed promoter to the Company into equity shares that was used for the purpose of working capital requirement	Special
4.	Issue of 10,37,990 equity shares on a preferential basis to Mr. Ramesh Mishra - Director and proposed promoter of the Company	Special
5.	Ratification of Appointment OF Miss. Ira Mishra (DIN:09055544) as Director and Managing director (for a period of 3 (three) years) and remuneration	Special

In connection with the above referred matters, we hereby submit my report as under:

1. The Company had completed the dispatch of the Notice of the AGM along with Annual Report for the Financial Year 2021-22 on Thursday, September 08, 2022 by electronic mode to those Members whose e-mail addresses are registered with the Company/ Registrar & Transfer Agent of the Company or the Depositories on September 02, 2022('Internal Cut-off date').
2. The Company had published an advertisement on Thursday, September 08, 2022 and Friday, September 09, 2022 regarding completion of dispatch of 27th AGM Notice



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including all requisite information required to cast the vote, to eligible Members in English Daily 'Active Times' and in Regional Daily 'Mumbai Lakshadweep' editions respectively;

3. In compliance with provision of the Act and applicable circulars issued from time to time, the Members of the Company holding shares as on September 23, 2022('Cut- off Date') had an option to vote through the remote e-Voting facility and physical voting at AGM . The Company had also provided option for e-Voting to those Members, who held shares in Physical form;

The Company had offered e-Voting facility to its Members for casting their votes electronically.The e-Voting process commenced on Tuesday, September 27, 2022 at 9:00 a.m and ended on Thursday, September 29,2022at 5:00 p.m.;

4. At the 27th AGM of the Company held at the registered office , on Friday, September 30, 2022, after considering all the items of business, the facility to vote was provided to facilitate those Members who were attending the Meeting but could not participate in the remote e-Voting to record their votes.
5. The remote e-Voting has been unblocked on Friday, September 30, 2022, after 05:00 P.M. in our presence and in the presence of two witnesses' Pooja Patel and Mihir Kumar Patra (who are not in the employment of the Company);
6. After unblocking the votes cast, the total votes cast both through remote E-voting Process and by e-Voting the AGM, were consolidated and has been considered for the purpose of this report.

The result of the remote e-Voting together with that of the voting conducted at the AGM by way of poll are as under:

ORDINARY BUSINESS

Item No. 1 (As an Ordinary Resolution):

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2022 and the Reports of the Board of Directors and Auditors thereon:

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number of Shareholders	Votes	Number of Shareholders	Votes	Number of Shareholders	Votes	



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Assent	18	274625	6	53860	24	328465	100
Dissent	-	-	-	-	-	-	-
Total	18	274625	6	53860	24	328465	100

As the number of vote cast in favour of the Resolution is more than the number of votes cast against, I report that the Ordinary Resolution as per Item No. 1 as set forth in the 27th AGM Notice dated August 29, 2022 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of the voting i.e., **Friday, September 30, 2022.**

Item No. 2 (As an Ordinary Resolution):

To appoint Mr. Ramesh Mishra (DIN: 00206671, who retires by rotation as a Director and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number of Shareholders	Votes	Number of Shareholders	Votes	Number of Shareholders	Votes	
Assent	17	210255	6	53860	23	264115	100
Dissent	-	-	-	-	-	-	-
Total	17	210255	6	53860	23	264115	100

As the number of vote cast in favour of the Resolution is more than the number of votes cast against, I report that the Ordinary Resolution as per Item No. 2 as set forth in the 27th AGM Notice dated August 29, 2022 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of the voting i.e., **Friday, September 30, 2022.**

SPECIAL BUSINESS

Item No. 3(As a Special Resolution)

To consider the conversion of Loan of the Proposed promoter to the Company into equity shares that was used for the purpose of working capital requirement:

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number of	Votes	Number of	Votes	Number of	Votes	



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	Shareholders		Shareholders		Shareholders		
Assent	17	210255	6	53860	23	264115	100
Dissent	-	-	-	-	-	-	-
Total	17	210255	6	53860	23	264115	100

As the number of vote cast in favour of the Resolution is more than three times the number of votes cast against, I report that the Special Resolution as per Item No. 3as set forth in the 27th AGM Notice dated August 29, 2022has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of the voting i.e., Friday, September 30, 2022.

Item No. 4(As a Special Resolution)

Issue of 10,37,990 equity shares on a preferential basis to Mr. Ramesh Mishra - Director and proposed promoter of the Company:

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number of Shareholders	Votes	Number of Shareholders	Votes	Number of Shareholders	Votes	
Assent	17	210255	6	53860	23	264115	100
Dissent	-	-	-	-	-	-	-
Total	17	210255	6	53860	23	264115	100

As the number of vote cast in favour of the Resolution is more than three times the number of votes cast against, I report that the Special Resolution as per Item No. 4as set forth in the 27th AGM Notice dated August 29, 2022has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of the voting i.e., Friday, September 30, 2022.

Item No. 5(As a Special Resolution)

Ratification of Appointment OF Miss. Ira Mishra (DIN:09055544) as Director and Managing director (for a period of 3 (three) years) and remuneration:

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number of Shareholders	Votes	Number of Shareholders	Votes	Number of Shareholders	Votes	
Assent	17	210255	6	53860	23	264115	100
Dissent	-	-	-	-	-	-	-
Total	17	210255	6	53860	23	264115	100



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As the number of vote cast in favour of the Resolution is more than three times the number of votes cast against, I report that the Special Resolution as per Item No. 5as set forth in the 27th AGM Notice dated August 29, 2022has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of the voting i.e., **Friday, September 30, 2022.**

The said result along with the Scrutinizer's report would be intimated to the Stock Exchange where the Company's securities are listed viz. www.bseindia.com, displayed on the website of CDSL viz.www.evotingindia.com and the Company's website viz. www.arisinternational.inThanking you,

Yours Faithfully

For Saroj Panda & Co



SAROJ KUMAR PANDA
Practicing Company Secretary

Membership No.: 5071

COP No.: - 3699

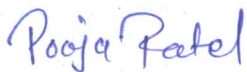
UDIN: F005071D001117127



Place: Bhubaneshwar

Date: 1st October 2022

The following were the witnesses to the unblocking of the votes 30th September 2022:



Witness 1 Pooja Patel



Witness 2 Mihir Kumar Patra