



ADITI AGARWAL & ASSOCIATES
Company Secretaries

FORM NO. MGT.13
REPORT OF SCRUTINIZER

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 to the extent applicable) and MCA circulars as issued from time to time]

To,

Mr. Ankur Jain
The Chairman of
Extra Ordinary General Meeting of the Members of B9 Beverages Private Limited held on 06th October, 2022 at 11:30 A.M. through Video Conferencing (VC) facility/ Other Audio-Visual Means (OAVM)

Dear Sir,

I, Aditi Gupta, Practicing Company Secretary, was appointed as scrutinizer for the purpose of scrutinizing the voting process through Video Conferencing (VC) in accordance with the provisions of Section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 and subsequent amendment thereon read with circular no. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 read with Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 08, 2021 and Circular No. 03/2022 dated May 05, 2022 as issued by the Ministry of Corporate Affairs from time to time, submit my report as under:

1. The Notice dated September 10, 2022, along with the explanatory statement was sent to all the Members of the Company seeking their approval towards conversion of the

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Company into public limited company and approving the corresponding changes to the Memorandum and Articles of Association of the Company.

2. The meeting commenced on Thursday, October 06, 2022 at 11:30 A.M. through Video Conferencing and the Members/Authorised Representative of the Member(s) marked their attendance and the valid quorum was available throughout the meeting.
3. Thereafter, the facility of voting has been offered to the Members/ Authorised Representative of the Member(s) via email from registered email id of the concerned members prevailing in the records of the Company.
4. The members were directed to communicate their assent/ dissent by sending an email from their registered email id to meeting@bira91.com (“Designated email ID”) with cc to secretarial@bira91.com.
5. As per circular no. 14/2020 dated April 08, 2020, as passed by the Ministry of Corporate Affairs, the general meetings being convened through VC/OAVM, physical attendance of members has been dispensed. Accordingly, the facility for appointment of proxies by the members was not available for the EGM.
6. The voting by the members as received on the designated email id were reconciled with the records maintained by the Company.
7. I did not find any vote as invalid.
8. The result of the Poll is as under:

(a) Item No.1: Proposed as Special Resolution

**CONVERSION OF THE COMPANY INTO PUBLIC LIMITED
COMPANY AND APPROVING THE CORRESPONDING CHANGES
TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION OF
THE COMPANY**



(i) Voted **in favour** of the resolution:

Number of members present/voting (in person)	Number of votes cast by them	% of total number of valid votes cast
28	3,31,67,302	100

(ii) Voted **against** the resolution:

Number of members present/voting (in person)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in person) whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Total number of resolutions for which poll was taken: 01

9. The votes and all other relevant records were kept confidential and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,
Yours Faithfully

**For Aditi Agarwal & Associates,
Company Secretaries
(Peer Reviewed Firm: 2200/2022)**



**Aditi Gupta
Company Secretary in whole-time practice
FCS- 9410
C.P. – 10512**



**Counter-signed by:
For B9 Beverages Private Limited
B9 Beverages Pvt. Ltd.**


Authorized Signatory

**Ankur Jain
Chairman
(DIN: 01846010)**

Date: October 07, 2022
Place: New Delhi
UDIN: F009410D001159834

Date: 07.10.2022
Place: New Delhi