



## VIPIN SHUKLA & COMPANY

COMPANY SECRETARIES

111, Wing-2, Hans Bhawan, ITO,  
Bahadurshah Zafar Marg, New Delhi-110002  
fcsvipinshukla1973@gmail.com, #9821296627  
PAN:AZIPS8609J

### Consolidated Scrutinizer's Report

(Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 & 21 of the  
Companies (Management and Administration) Rules, 2014)

To,

The Chairman,

**M/s Sophia Exports Limited**

Reg. Off.: 4973/201, Pahtak Badal Bage,

Hauz Qazi, Delhi - 110006

**Subject: Consolidated Scrutinizer's Report on Remote e-voting process and/or voting through ballot / poll papers for the Forty First (41<sup>st</sup>) Annual General Meeting (AGM) of the Equity Shareholders of Sophia Exports Limited (Company) held on Tuesday on 29-07-2025 at 10:30 A.M. at the Corporate office of the Company situated at 81, Functional Industrial Estate, Patparganj, Delhi-110092**

Dear Sir,

I, Vipin Shukla, Practicing Company Secretary and Proprietor of M/s. Vipin Shukla & Company, Company Secretaries, was appointed as Scrutinizer by the Board of Directors of the Company vide resolution passed at their Board Meeting held on 29-05-2025 for the purpose of scrutinizing the voting process, i.e. remote e-voting and voting through poll papers of the 41<sup>st</sup> Annual General Meeting of the Company held on Tuesday on 29-07-2025 at 10:30 A.M. at the Corporate office of the Company situated at 81, Functional Industrial Estate, Patparganj, Delhi-110092, in compliance with the provisions of Section 96, 101, 108, 109 of the Companies Act, 2013 (Act) read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Rules) (as amended from time to time) and in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and to submit a report thereon to the Company on the resolutions forming part of the 41<sup>st</sup> AGM Notice dated 29-05-2025.

1. My responsibility as a Scrutinizer was to:

- ☐ ensure that the voting process was conducted in a fair and transparent manner and
- ☐ to submit a Consolidated Scrutinizer's report for remote e-voting and Voting at the AGM / voting through poll papers, for the resolutions set out in the 41<sup>st</sup> AGM Notice to the Chairman of the Company/Board or any person authorised by the Board.





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2. I submit my report as under: -

□□ In Compliance with the MCA and SEBI Circulars, the Notice of 41<sup>st</sup> AGM along with the Annual Report was dispatched by the Company on 04-07-2025 by electronic mode to those members e-mail addresses are registered with the Company / Depository Participant(s) (DP), a letter providing the web-link, including the exact path, where the complete details of the Annual Report 2024-25 is available was sent to those Members who have not registered their email addresses.

□□ The Company has engaged National Securities Depository Limited (NSDL) as the service provider for extending the facility of electronic voting to the Shareholders of the Company.

□□ The 41<sup>st</sup> AGM Notice was simultaneously submitted to the (i) Stock Exchange i.e. Metropolitan Stock Exchange of India Limited at [www.msei.in](http://www.msei.in) (ii) posted on the website of the Company at [www.sophiaexport.com](http://www.sophiaexport.com), ABS Consultant Pvt. Ltd. (RTA) at [www.absconsultant.in](http://www.absconsultant.in) and NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

□□ The members of the Company as on the cut-off date i.e. 22-07-2025 were entitled to avail the facility of remote e-voting as well as voting through poll papers on the proposed resolutions as set out in the AGM Notice.

□□ The remote e-voting period begins on 26-07-2025 at 09:00 a.m. and ends on 28-07-2025 at 05:00 p.m.

□□ At the 41<sup>st</sup> AGM of the Company held on Tuesday on 29-07-2025 at 10:30 a.m., the Chairman of the meeting has called the members present in the meeting who could not participate in the voting to record their votes through polling paper. However; the present members has not participated voting through poll papers since they had already done their vote cast through e-voting duly provided by the Company through NSDL.

□□ After completion of voting at the 41<sup>st</sup> AGM, the votes cast through remote e-voting were unblocked in the presence of two witnesses who are not in the employment of the Company.

□□ The data of remote e-voting was diligently scrutinized and reconciled with the records maintained by the RTA and the authorizations lodged. Detailed registers were maintained containing the summary of results of remote e-voting.

□□ For the purpose of preparation of this report, the number of shareholders has been determined by consolidating folios with the same Permanent Account Number (PAN).

□□ After the time fixed for closing of the poll by the Chairman of the meeting one empty box was kept for polling were locked in my presence with due identification marks placed by me. The locked ballot box was subsequently opened in my presence, no poll papers were received. Further, Proxy forms were received.

□□ The consolidated summary of results is annexed herewith as Annexure-I.

□□ Based on the aforesaid results, I report that all the Resolutions as contained in the Item No(s). 01 to 03 of the AGM Notice of the Company, have been passed with requisite votes.





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The electronic data, polling papers and other relevant records relating to remote e-voting are under my safe custody until the Chairman considers, approves and sign the minutes of EGM and the same will be handed over to the Company Secretary / Director authorised by the Board for safe keeping.

FOR VIPIN SHUKLA & COMPANY

(CS VIPIN SHUKLA)

FELLOW M.NO. 6799, COP: 18671

PEER REVIEW CERTIFICATE NO.: 5465/2024

FRN: S2017DE492200

UDIN: F006798G000886556

Place: New Delhi,

Date of Issue: 29-07-2025

Countersigned By:  
For Sophia Exports Limited

(Lalit Agarwal)  
Director  
DIN:00109920







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## Annexure I

Item No. 1: To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2025 together with the Reports of the Board of Directors and Auditors' thereon.

Resolution Required (Ordinary/Special)	Ordinary
Whether Promoter/Promoter Group are interested in the agenda/resolution	No

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	8	1551525	100	0	0	0	0	0
Voting through poll papers	0	0	0	0	0	0	0	0
Total	8	1551525	100	0	0	0	0	0

Result: The Ordinary Resolution has been passed with requisite consent.

Item No. 2: To appoint Mr. Lalit Agarwal (DIN: 00109920), who retires by rotation and being eligible, offers himself for re-appointment as a director.

Resolution Required (Ordinary/Special)	Ordinary
Whether Promoter/Promoter Group are interested in the agenda/resolution	No

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	8	1551525	100	0	0	0	0	0
Voting through poll papers	0	0	0	0	0	0	0	0
Total	8	1551525	100	0	0	0	0	0

Result: The Ordinary Resolution has been passed with requisite consent.





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## Item No. 3: Appointment of Secretarial Auditors of the Company

Resolution Required (Ordinary/Special)	Ordinary Resolution
Whether Promoter/Promoter Group are interested in the agenda/resolution	No

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	8	1551525	100	0	0	0	0	0
Voting through poll papers	0	0	0	0	0	0	0	0
Total	8	1551525	100	0	0	0	0	0

Result: The Ordinary Resolution has been passed with requisite consent.

FOR VIPIN SHUKLA & COMPANY

(CS VIPIN SHUKLA)

FELLOW M.NO. 6799, COP: 12071

PEER REVIEW CERTIFICATE NO.: 5465/2024

FRN: S2017DE492200

UDIN: F006798G000886556

Place: New Delhi,

Date of Issue:29-07-2025

