

SCRUTINIZER'S REPORT – COMBINED

[Pursuant to provisions of section 108 of the Companies Act, 2013 and rule 20(4)(xii) of
the Companies (Management and Administration) Rules, 2014]

To,

Mr. Hemang Bhatt

Chairman & Managing Director

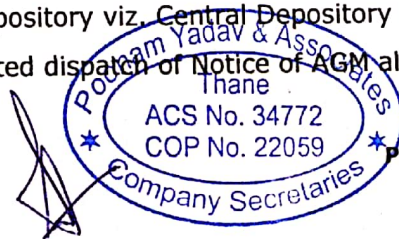
12th Annual General Meeting of the Equity Shareholders of **Has Lifestyle Limited**
held on **Friday the 27th September, 2019**, at **1:00 p.m.** at the Registered office of the
Company situated at **35-B, KHATAU BUILDING, ALKESH DINESH MODI MARG,**
NEAR BSE, FORT, MUMBAI- 400001.

Dear Sir,

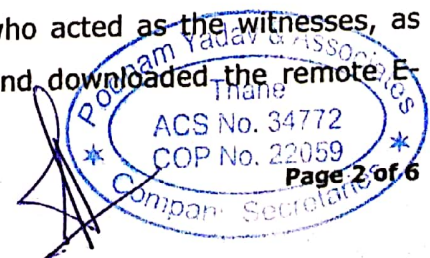
I, CS Poonam Yadav, Proprietor of M/s Poonam Yadav & Associates, Company Secretaries, having been appointed by the Board of Directors of the **Has Lifestyle Limited** (the Company) as a Scrutinizer for the purpose of scrutinizing the e-voting process, poll process carried out at 12th Annual General Meeting pursuant to provisions of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation 2015 and on scrutiny of the same, I submit my Combined Report on the results of the e-voting together with the voting by physical ballot forms at the 12th Annual General Meeting.

Report on Scrutiny

- The Company had appointed National Securities Depository Limited ("NSDL") as the Service provider, for the purpose of extending the facility of Remote E-Voting to the members of the Company. M/s. Sharex Dynamic (India) Private Limited is Registrar and Share Transfer Agents ("RTA") of the Company.
- Company has informed that, on the basis of the Register of Members and List of Beneficiary Owners made available by the depository viz. Central Depository Services (India) Limited (CDSL), the Company completed dispatch of Notice of AGM along with Annual Report of 2018-19 as under:-



- On 29th August, 2019, by email to 7 Members, who had registered their email-ids with the Company/RTA;
- On 29th August, 2019 by Courier to 7 Members, whose email ids are not registered with the Company/RTA;
- The Voting rights were reckoned as on Friday the 20th September, 2019 being the cut-off date for the purpose of deciding the entitlements of members at the Remote E-Voting and voting at the AGM.
- Remote E-Voting process was open from 9.00 a.m. on Tuesday 24th September, 2019 till 5.00 p.m. on Thursday 26th September, 2019 and members were required to cast their votes electronically conveying their assent or dissent in respect of Resolutions, on the Remote E-Voting platform provided by NSDL.
- As prescribed in clause (v) of sub rule 4 of the Rule 20 of Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, which was published more than 21 days before the date of AGM in English in "Free Press Journal" newspaper dated 30th August, 2019 and in Marathi in "Navshakti" newspaper dated 30th August, 2019 .
- At the end of the voting period on Thursday the 26th September, 2019 at 5.00 p.m., the voting portal of Service Provider was blocked forthwith.
- At the venue of the 12st AGM of the Company held on Friday, 27th September, 2019, the facility to cast vote physically was provided to those members present in the meeting but could not earlier participated in the Remote E-Voting to record their votes.
- Total 7 member present as a quorum.
- On completion of voting at the AGM, NSDL provided us with the list of members who had cast their votes, their holding details and details of votes cast on the resolutions.
- The votes were reconciled with the records maintained by the Company and RTA with respect to authorization / proxies lodged with the Company.
- I unblocked the Remote E-Voting result on the NSDL E-voting platform in the presence of Ms. Nira Yadav and Ms. Sudha Yadav, who acted as the witnesses, as prescribed in Sub Rule 4 (xii) of the said Rule 20 and downloaded the remote E-Voting results.



"Combined Results of E-Voting and Ballot at the AGM are as under:

(a) Resolution No.1:- Ordinary Resolution –

To receive, consider and adopt the Audited Financial Statements for the year ended 31st March 2019 and the reports of the Directors and Auditors thereof :

Particulars	Voting Details		
	No. of Votes	No. of Shares	% of Total valid votes cast
Total Electronic votes received	11	40,60,356	100%
Less: Invalid Electronic votes	Nil	Nil	0.00%
Net Valid Electronic Votes (A)	11	40,60,356	100%
Total Poll Forms received	0	0	---
Less: Invalid/ Rejected Poll Forms *	0	0	---
Net Valid Poll Forms received (B)	0	0	0%
Total Votes – (A+B)	11	40,60,356	100%
Assenting	11	40,60,356	100%
Dissenting	Nil	Nil	0.00%

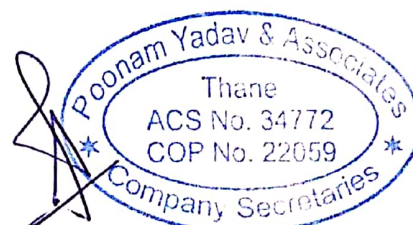
Accordingly, out of 40,60,356 votes cast (e-voting and ballot), 40,60,356 votes were cast ASSENTING to the Ordinary Resolution constituting 100.00% of the total votes cast; NIL votes were cast DISSENTING to the Ordinary Resolution constituting 0.00% of the total votes cast.

Thus, the Ordinary Resolution as contained in Item No.1 is passed with requisite majority.

* Already voted through e-voting.

(b) Resolution No.2:- Ordinary Resolution -

To appoint a Director in place of Mrs. Niru Kanodia (DIN: 02651444), who retires by rotation and being eligible, offers herself for re-appointment:



Particulars	Voting Details		
	No. of Votes	No. of Shares	% of Total valid votes cast
Total Electronic votes received	9	6,33,750	100%
Less: Invalid Electronic votes	Nil	Nil	0.00%
Net Valid Electronic Votes (A)	9	6,33,750	100%
Total Poll Forms received	0	0	---
Less: Invalid/ Rejected Poll Forms *	0	0	---
Net Valid Poll Forms received (B)	0	0	0%
Total Votes – (A+B)	9	6,33,750	100%
Assenting	9	6,33,750	100%
Dissenting	0	0	0%

Accordingly, out of 6,33,750 votes cast (e-voting and ballot), 6,33,750 votes were cast ASSENTING to the Ordinary Resolution constituting 100 % of the total votes cast; NIL votes were cast DISSENTING to the Ordinary Resolution constituting 0.00% of the total votes cast.

Thus, the Ordinary Resolution as contained in Item No.2 is passed with requisite majority.

* Already voted through e-voting.

(c) Resolution No.3:- Ordinary Resolution –

To appoint M/S Kantilal Jain & Co. Chartered Accountants as Statutory Auditor of The Company in place of M/S. S. Rajesh & Co., Chartered Accountants, the resigning Statutory Auditors, to hold conclusion of this Annual General Meeting, Until the conclusion of next Annual General Meeting to be held after this meeting, and to fix their remuneration for the 31st March, 2020:

Particulars	Voting Details		
	No. of Votes	No. of Shares	% of Total valid votes cast
Total Electronic votes received	11	40,60,356	100%
Less: Invalid Electronic votes	Nil	Nil	Nil

Sam Yadav
Thane
ACS No. 34772
COP No. 22859
Company Secretaries

Net Valid Electronic Votes (A)	11	40,60,356	100%
Total Poll Forms received*	0	0	---
Less: Invalid/ Rejected Poll Forms	0	0	---
Net Valid Poll Forms received (B)	0	0	0.00%
Total Votes – (A+B)	11	40,60,356	100%
Assenting	11	40,60,356	100%
Dissenting	Nil	Nil	0.00%

Accordingly, out of 40,60,356 votes cast (e-voting and ballot), 40,60,356 votes were cast ASSENTING to the Special Resolution constituting 100.00% of the total votes cast; Nil votes were cast DISSENTING to the Special Resolution constituting 0.00% of the total votes cast.

Thus, the Ordinary Resolution as contained in Item No.3 is passed with requisite majority.

* Already voted through e voting.

(d) Resolution No. 4 :- Ordinary Resolution –

Re-appointment of Mr. Hemang Bhatt (Din No. 01353668) as Managing Director of the Company for the period of five years with effect from July 01st, 2019 :

Particulars	Voting Details		
	No. of Votes	No. of Shares	% of Total valid votes cast
Total Electronic votes received #	9	6,33,750	100%
Less: Invalid Electronic votes	Nil	Nil	0.00%
Net Valid Electronic Votes (A)	9	6,33,750	100%
Total Poll Forms received *	0	0	---
Less: Invalid/ Rejected Poll Forms	0	0	---
Net Valid Poll Forms received (B)	0	0	0%
Total Votes – (A+B)	9	6,33,750	100%
Assenting	9	6,33,750	100%
Dissenting	0	0	0%

Accordingly, out of 6,33,750 votes cast (e-voting and ballot), 6,33,750 votes were cast ASSENTING to the Ordinary Resolution constituting 100.00% of the total votes cast; Nil votes were cast DISSENTING to the Ordinary Resolution constituting 0.00% of the total votes cast.

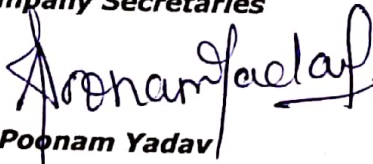
Thus, the Ordinary Resolution as contained in Item No. 4 is passed with requisite majority.

** Already voted through e-voting.*

Yours Faithfully,

For Poonam Yadav & Associates

Company Secretaries



CS Poonam Yadav

Partner

M. No.34772

CoP No.22059



Date: 27th September, 2019.

Place: Mumbai.