



Telephone: +91 22 6661 7272 | Email: info.india@blackbox.com

BBOX/SD/SE/2025/22

March 20, 2025

Corporate Relationship Department Bombay Stock Exchange Limited P.J. Towers, Dalal Street, Fort, Mumbai 400001	Corporate Relationship Department National Stock Exchange Limited Exchange Plaza, Bandra Kurla Complex, Bandra East, Mumbai 400051
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Sub: Submission of the Scrutinizer's Report for the e-voting process conducted for Postal Ballot

Ref.: Scrip code: BSE: 500463/NSE: BBOX

Dear Sir/Madam,

Pursuant to Section 108 & 110 of the Companies Act, 2013 ("the Act") read with Rules 20 & 22 of Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("LODR Regulation"), please find attached herewith the Scrutinizer's Report for the e-voting conducted in respect of Postal Ballot notice dated February 11, 2025.

This is for your information, record and necessary dissemination to all stakeholders.

Thanking You,

For **Black Box Limited**

Aditya Goswami
Company Secretary & Compliance Officer

Encl.: A/a.

BLACK BOX LIMITED

Registered Office: 501, 5th Floor, Building No. 9, Airoli Knowledge Park, MIDC Industrial Area, Airoli, Navi Mumbai 400 708, India

BLACKBOX.COM | CIN: L32200MH1986PLC040652 | Tel: +91 22 6661 7272

SCRUTINIZER'S REPORT

[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman/ Board of Directors,
BLACK BOX LIMITED,
CIN: L32200MH1986PLC040652
501, 5th Floor, Building No 9,
Airoli Knowledge Park, MIDC Industrial Area,
Airoli, Navi Mumbai-400708.

Dear Sir,

I, Dr. S. K. Jain, Practicing Company Secretary, Mumbai have been appointed by the Board of Directors of M/S. **BLACK BOX LIMITED** through Board Resolution dated February 11, 2025 to act as the Scrutinizer to scrutinize the Voting Process in the Postal Ballot conducted through Voting by Electronic means (Remote e-Voting) and I have given my consent to act as Scrutinizer vide letter dated 6th February, 2025 in the context of the following agenda items proposed to be passed as Special resolution via Postal Ballot:

SPECIAL RESOLUTION

1. Re-appointment of Mr. Sanjeev Verma (DIN: 06871685), as Whole-time Director of the Company.
2. Approval for Change in Utilisation of Proceeds received under Preferential Issue.

I hereby submit my Report as under: -

- a. The Company had completed the dispatch of the Notice through e-mail to all the Shareholders whose e-mail ids were registered with the Company / Depositories. The said process was completed on February 17, 2025.
- b. The Company had published Notice regarding e-mail dispatch of Notice of Postal Ballot in The Free Press Journal (English Newspaper) and in Navshakti (Marathi) on Tuesday, February 18, 2025.



- c. Postal Ballot was conducted only through Remote E-Voting.
- d. The Company has availed the services of National Securities Depository Limited ('NSDL') to provide Remote e-Voting facility to the Members of the Company.
- e. The Remote e-Voting commenced at 9:00 a.m. (IST) on Tuesday, February 18, 2025 and ended at 5:00 p.m. (IST) on Wednesday, March 19, 2025.
- f. I have monitored the process of Remote e-Voting through the Scrutinizer's secured link provided by NSDL on the designated website www.evoting.nsdl.com.
- g. There were 63,703 Members of the Company as on February 14, 2025 ("Cut-off date"). Postal Ballot Notice was sent to the said 63,703 Members through e-mail on February 17, 2025. Accordingly, e-mails were sent to the said 63,703 Members out of which 2,748 e-mails bounced back.
- h. All votes cast up to 5:00 p.m. on Wednesday, March 19, 2025 i.e. the last date and time fixed by the Company for receipt of the votes were considered for my scrutiny.
- i. Remote e-Voting was closed on Wednesday, March 19, 2025. The votes cast under Remote e-Voting facility were thereafter unblocked in the presence of two witnesses who were not in employment of the Company. I have scrutinized and reviewed the Remote e-Voting and votes tendered therein based on the data downloaded from the NSDL e-Voting system.

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Name: Ayusha Koyande

Ayushi

Name: Ayushi Jain


- j. The particulars of Remote e-Voting Report generated from NSDL have been entered in a Register separately maintained for the purpose.
- k. Detailed summary of result with assent/dissent for the resolution is attached with this report as **Annexure - I**.



- l. The resolution was passed by the requisite majority.
- m. You may accordingly declare the result of the Remote e-Voting.

Date:20/03/2025
Place: Mumbai

For S. K. Jain & Co.
Company Secretaries


CS. DR. S. K. Jain
Proprietor
C. P. No. 3076



ANNEXURE - I
VOTING RESULT OF POSTAL BALLOT

Company Name	BLACK BOX LIMITED
Date of declaration of results of Voting by Electronic means	March 20, 2025
Total number of Shareholders on record date:	63,703
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	Not Applicable



Agenda-wise disclosure

Item No. 1 - Re-appointment of Mr. Sanjeev Verma (DIN: 06871685), as Whole-time Director of the Company.

Resolution required:			SPECIAL RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11,94,41,430	11,94,41,430	100	11,94,41,430	0	100	0
	Poll		0	0	0	0	0	0
	Total	11,94,41,430	11,94,41,430	100	11,94,41,430	0	100	0
Public-Institutions	E-Voting	80,19,417	2,57,560	3.21	29,036	2,28,524	11.27	88.73
	Poll		0	0	0	0	0	0
	Total	80,19,417	2,57,560	3.21	29,036	2,28,524	11.27	88.73
Public-Non Institutions	E-Voting	4,17,21,048	80,12,264	19.20	80,10,423	1,841	99.98	0.02
	Poll		0	0	0	0	0	0
	Total	4,17,21,048	80,12,264	19.20	80,10,423	1,841	99.98	0.02
Total		*16,91,81,895	12,77,11,254	75.49	12,74,80,889	2,30,365	99.82	0.18

*The Board on January 16, 2025, allotted 164,987 equity shares pursuant to the conversion of warrants under the non-promoter category. The listing application was filed with BSE and NSE on January 27, 2025, and the final trading approval from both exchanges was received on February 21, 2025. Since the cut off date for the postal ballot was February 14, 2025, the aforesaid equity shares allotted pursuant to the conversion of warrants were not recorded in the Register of Members as on the cut off date and has not been considered for the purpose of voting.



Voted in favour of the resolution:

Number of members voted	Number of votes cast by Them	% of total number of valid votes cast
142	12,74,80,889	99.82

Voted against the resolution:

Number of members voted	Number of votes cast by Them	% of total number of valid votes cast
32	2,30,365	0.18

Invalid Votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0



Item No. 2 - Approval for Change in Utilisation of Proceeds received under Preferential Issue.

Resolution required:			SPECIAL RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/resolution?			YES					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11,94,41,430	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	11,94,41,430	0	0	0	0	0	0
Public-Institutions	E-Voting	80,19,417	2,57,560	3.21	2,57,560	0	100	0
	Poll		0	0	0	0	0	0
	Total	80,19,417	2,57,560	3.21	2,57,560	0	100	0
Public-Non Institutions	E-Voting	4,17,21,048	80,12,264	19.20	80,07,174	5,090	99.94	0.06
	Poll		0	0	0	0	0	0
	Total	4,17,21,048	80,12,264	19.20	80,07,174	5,090	99.94	0.06
Total		16,91,81,895	82,69,824	4.89	82,64,734	5,090	99.94	0.06

*The Board on January 16, 2025, allotted 164,987 equity shares pursuant to the conversion of warrants under the non-promoter category. The listing application was filed with BSE and NSE on January 27, 2025, and the final trading approval from both exchanges was received on February 21, 2025. Since the cut off date for the postal ballot was February 14, 2025, the aforesaid equity shares allotted pursuant to the conversion of warrants were not recorded in the Register of Members as on the cut off date and has not been considered for the purpose of voting.



Voted in favour of the resolution:

Number of members voted	Number of votes cast by Them	% of total number of valid votes cast
144	82,64,734	99.94

Voted against the resolution:

Number of members voted	Number of votes cast by Them	% of total number of valid votes cast
29	5,090	0.06

Invalid Votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0





RESULT SUMMARY

SR. NO	RESOLUTION	TYPE OF RESOLUTION	FAVOUR (%)	AGAINST (%)
1.	Re-appointment of Mr. Sanjeev Verma (DIN: 06871685), as Whole-time Director of the Company.	Special Resolution	99.82	0.18
2.	Approval for Change in Utilisation of Proceeds received under Preferential Issue.	Special Resolution	99.94	0.06

All other relevant records of Remote e-Voting were sealed and handled over to the Company Secretary / Director authorised by the Board for safe keeping.

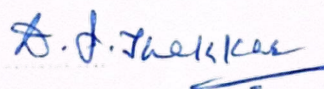
Thanking You,
Yours Faithfully,

Dr. S.K. JAIN
Practicing Company Secretary
Place: Mumbai

Date: 20.03.2025

UDIN No: F001473F004124614



Dilip Thakkar

Chairman