

1st October, 2025

To,
General Manager
The Bombay Stock Exchange India Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai- 400 001

Reference: ISIN - INE469F01026; Symbol-KCLINFRA

Subject : Submission of the Scrutinizer's Report and Voting Results of the 30th Annual General Meeting of the Shareholders of the Company.

Dear Sir/Ma'am,

This is to inform you that pursuant to the provision of Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the Scrutinizer's report and voting results of the 30th Annual General Meeting (AGM) of the Company held on Tuesday, 30th September, 2025 at 11:00 A.M. IST through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

In this regard, please find enclosed herewith the following:

- i. The **Voting Results** in the format prescribed under Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- ii. The **Scrutinizer's Report**.

You are requested to take the above on record.

Thanking You,
Yours Faithfully

For KCL Infra Projects Limited


Mohan Jhavar
Managing Director
DIN: 00495473



General information about company	
Scrip code	531784
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE469F01026
Name of the company	KCL INFRA PROJECTS LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-09-2025
Start time of the meeting	11:00 AM
End time of the meeting	11:23 AM

Scrutinizer Details	
Name of the Scrutinizer	VISHAKHA AGRAWAL
Firms Name	VISHAKHA AGRAWAL & ASSOCIATES
Qualification	CS
Membership Number	39298
Date of Board Meeting in which appointed	05-09-2025
Date of Issuance of Report to the company	30-09-2025

Voting results	
Record date	19-09-2025
Total number of shareholders on record date	33582
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	1
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	2
b) Public	37
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ADOPTION OF FINANCIAL STATEMENTS: Ordinary Resolution: To receive, consider and adopt the Audited Financial Statement of the company for the financial year ended 31st march, 2025				
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	38646210	38646210	100	38646210	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	38646210	38646210	100	38646210	0	100	0
Public- Institutions	E-Voting	130236443	10716072	8.2282	10715337	735	99.9931	0.0069
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	130236443	10716072	8.2282	10715337	735	99.9931	0.0069
Public- Non Institutions	E-Voting	29210	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	applicable)							
	Total	29210	0	0	0	0	0	0
Total		168911863	49362282	29.2237	49361547	735	99.9985	0.0015
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ordinary Resolution: To appoint a Director in place of Mr. Manoj Kumar Chourasiya (DIN: 08302587), who is liable to retire by rotation at this Annual General meeting and being eligible has offered himself for re-appointment				
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	38646210	38646210	100	38646210	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	38646210	38646210	100	38646210	0	100	0
Public-Institutions	E-Voting	130236443	9521069	7.3106	9516325	4744	99.9502	0.0498
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	130236443	9521069	7.3106	9516325	4744	99.9502	0.0498
Public- Non Institutions	E-Voting	29210	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	Total	29210	0	0	0	0	0	0
	Total	168911863	48167279	28.5162	48162535	4744	99.9902	0.0098
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Mohan Jhawar (DIN: 00495473) as the Managing Director of the company in terms of Sections 196, 197 and 203 read with Schedule V and any other applicable provisions of the Companies Act, 2013				
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	38646210	62240	0.1611	62240	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	38646210	62240	0.1611	62240	0	100	0
Public- Institutions	E-Voting	130236443	9521069	7.3106	9518425	2644	99.9722	0.0278
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	130236443	9521069	7.3106	9518425	2644	99.9722	0.0278
Public- Non Institutions	E-Voting	29210	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	Total	29210	0	0	0	0	0	0
Total		168911863	9583309	5.6736	9580665	2644	99.9724	0.0276
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Moenuddin Makrani (DIN: 08546964), as Independent director of the company for another term of 5 years commencing from 1 October, 2025 till 30 September, 2030.				
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	38646210	38646210	100	38646210	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	38646210	38646210	100	38646210	0	100	0
Public-Institutions	E-Voting	130236443	9521069	7.3106	9517585	3484	99.9634	0.0366
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	130236443	9521069	7.3106	9517585	3484	99.9634	0.0366
Public- Non Institutions	E-Voting	29210	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	Total	29210	0	0	0	0	0	0
Total		168911863	48167279	28.5162	48163795	3484	99.9928	0.0072
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Asha & Associates as the Secretarial Auditor of the Company for the period of Five years				
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	38646210	38646210	100	38646210	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	38646210	38646210	100	38646210	0	100	0
Public- Institutions	E-Voting	130236443	9521069	7.3106	9519334	1735	99.9818	0.0182
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	130236443	9521069	7.3106	9519334	1735	99.9818	0.0182
Public- Non Institutions	E-Voting	29210	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	Total	29210	0	0	0	0	0	0
Total		168911863	48167279	28.5162	48165544	1735	99.9964	0.0036
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

VISHAKHA AGRAWAL & ASSOCIATES

Practising Company Secretaries
301, Goyal Vihar, Gate No. 2
Khajrana Road, Indore (M.P.)
E-mail: csvishakhagrawal@gmail.com
Contact No. 9424501155, 8518888114

CONSOLIDATED SCRUTINIZER'S REPORT

(In Lieu of E-Voting at the AGM)

(Pursuant to Section 108 and Section 109 of the Companies Act, 2013 read with Rule 20 and 21(2) of the Companies (Management and Administration) Rules, 2014)

To
The Chairman
KCL INFRA PROJECTS LIMITED
CIN: L45201MH1995PLC167630
B-3/204, Saket Complex
Thane (West), MH - 400601

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for the 30th Annual General Meeting of the Company held on Tuesday, the 30th September, 2025 at 11:00 a.m. through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

I, Vishakha Agrawal, Proprietor of M/s Vishakha Agrawal & Associates, Practicing Company Secretaries, Indore have been appointed as scrutinizer by the Board of Directors of **KCL Infra Projects Limited** ("the Company") for the purpose of scrutinizing, in a fair and transparent manner, the e-voting process carried out in respect of below mentioned resolutions as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the Rule), as amended, for the **Thirteenth Annual General Meeting (AGM)** of the Company, held on Tuesday, the **30th September, 2025** at 11:00 a.m. through Video Conferencing or Other Audio Visual Means (OAVM) and for which purpose the registered office of the Company situated at B-3/204, Saket Complex, Thane (West), Maharashtra - 400601 shall be deemed as the venue of the meeting and the proceedings of the AGM made there at.

Pursuant to the General Circulars issued by the Ministry of Corporate Affairs on 8th April 2020, 13th April 2020, 5th May, 2020 and SEBI Circular dated 12th May, 2020, an advertisement was published in Financial Express (English), Mumbai and Mumbai Lakshadeep (Marathi), Mumbai newspaper dated 06th September 2025 specifying the remote e-voting process, book closure and the date and time of 30th AGM.

The notice dated 05th September, 2025 of the AGM, as confirmed by the Company was sent through electronic mode to the Members whose email addresses are registered with the Company/ Depositories and was hosted on the Company's website at www.kclinfra.com and website of Bombay Stock Exchange Limited at www.bseindia.com.

The Company had appointed Central Depository Services Limited ("CSDL") as the agency for providing the platform for remote e-voting and e-voting at the AGM of the Company.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting at the AGM and through electronic means on the resolutions contained in the Notice to the 30th AGM of the members of the Company.

My responsibility as scrutinizer is restricted to make a Scrutinizer's Report of the Votes cast "in favour" or "against" the resolution stated above, based on the reports generated from the e-voting system provided by Central Depositories Services Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company.

I submit herewith my report as under:

- i. The e-voting period remained open from Saturday 27th September, 2025 at 9.00 a.m. to Monday, 29th September, 2025, 5.00 p.m.
- ii. The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.
- iii. The members of the Company as on the "Cut-Off" date i.e. 19th September 2025 were entitled to vote on the resolutions as set out in the notice of the 30th AGM of the Company.
- iv. Thereafter the details containing inter alia, list of Equity Share Holders, who voted "for" / "against" each of the resolutions that were put to vote, were generated from the e-voting website of CDSL i.e. <https://www.evotingindia.com>, based on such reports generated and the physical voting at the AGM, the result of the voting is as under:-
 - a. 79 members had cast their votes through remote e-voting.
 - b. 2 member present in the meeting cast their votes through e-voting at the AGM

ITEM NO. 1:

ADOPTION OF FINANCIAL STATEMENTS:

Ordinary Resolution: To receive, consider and adopt the **Audited Financial Statement** of the company for the financial year ended on March 31, 2025 including the Balance Sheet as at March 31, 2025 the Statement of Profit and Loss Accounts and Cash flow statement for the year ended on that date along with reports of the Board of Director's and the Auditor's thereon.

“RESOLVED THAT the audited financial statement of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favor	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 & Promoter Group	E-VOTING	38646210	38646210	100.00	38646210	0	100.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	38646210	38646210	100.00	38646210	0	100.00	0.00
Public – Non Institutions	E-VOTING	130236443	10716072	8.2282	10715337	735	99.9931	0.0069
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	130236443	10716072	8.2282	10715337	735	99.9931	0.0069
Public-Institutions	E-VOTING	29210	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	29210	0	0.00	0	0	0.00	0.00
TOTAL		168911863	49362282	29.2237	49361547	735	99.9985	0.0015
Whether resolution passed or not							Yes	

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 1 of the Notice of the AGM has been **passed** with **requisite majority**.

ITEM NO. 2:

Ordinary Resolution: To appoint a Director in place of Mr. Manoj Kumar Chourasiya (DIN: 08302587), who is liable to retire by rotation at this Annual General meeting and being eligible has offered himself for re-appointment.

“**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, who retires by rotation at this meeting be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	38646210	38646210	100.00	38646210	0	100.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	38646210	38646210	100.00	38646210	0	100.00	0.00
Public – Non Institutions	E-VOTING	130236443	9521069	7.3106	9516325	4744	99.9502	0.0498
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	130236443	9521069	7.3106	9516325	4744	99.9502	0.0498
Public-Institutions	E-VOTING	29210	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	29210	0	0.00	0	0	0.00	0.00
TOTAL		168911863	48167279	28.516	48162535	4744	99.9902	0.0098
Whether resolution passed or not							Yes	

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 2 of the Notice of the AGM has been **passed** with **requisite majority**.

ITEM NO. 3:

Re-appointment of Mr. Mohan Jhawar (DIN: 00495473) as the Managing Director of the company in terms of Sections 196, 197 and 203 read with Schedule V and any other applicable provisions of the Companies Act, 2013

ORDINARY RESOLUTION: “**RESOLVED THAT**, pursuant to provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act 2013, as amended from time to time thereto and the Articles of Association of the Company, approval of the Company be and is hereby accorded for the reappointment of Mr. Mohan Jhawar (DIN: 00495473) as Managing Director of the Company , for a period of three years from October 1, 2025 to March 31, 2028 and payment of remuneration for the aforesaid period on the terms and conditions, as approved by the Nomination & Remuneration Committee in its meeting held on June 9,2025.

“**RESOLVED FURTHER THAT**, any of the Directors of the Company or the Company Secretary of the Company, be and are hereby individually and severally authorized to do, as they may in their absolute discretion deem fit, to do all such acts, deeds, matters, for as may be necessary for giving effect to the aforesaid resolution.”

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favor	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 & Promoter Group	E-VOTING	38646210	62240	0.1611	62240	0	100.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	38646210	62240	0.1611	62240	0	100.00	0.00
Public – Non Institutions	E-VOTING	130236443	9521069	7.3106	9518425	2644	99.9722	0.0278
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	130236443	9521069	7.3106	9518425	2644	99.9722	0.0278
Public-Institutions	E-VOTING	29210	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	29210	0	0.00	0	0	0.00	0.00
TOTAL		168911863	9583309	5.6736	9580665	2644	99.9724	0.0276
Whether resolution passed or not							Yes	

* 3,85,83,970 Equity shares of Mr. Mohan Jhawar, has not been taken into count, being interested in the above resolution.

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 3 of the Notice of the AGM has been **passed** with **requisite majority**.

ITEM NO. 4:

Re-appointment of Mr. Moenuddin Makrani (DIN: 08546964), as Independent director of the company for another term of 5 years commencing from 1 October, 2025 till 30 September, 2030.

Special Resolution: “**RESOLVED THAT** pursuant to the provisions of Section 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act 2013 and Companies (Appointment and Qualifications of Director) Rule 2014 (including any statutory modification(s) or re enactment thereof, for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, in terms of Section 149 of the Companies Act, 2013, be and is hereby reappointed as an Independent Director of the Company for a second term of Five consecutive years commencing from October 1, 2025 up to March 31, 2030, not liable to retire by rotation.”

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favor	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 & Promoter Group	E-VOTING	38646210	38646210	100.00	38646210	0	100.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	38646210	38646210	100.00	38646210	0	100.00	0.00

Public – Non Institutions	E-VOTING	130236443	9521069	7.3106	9517585	3484	99.9634	0.0366
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	130236443	9521069	7.3106	9517585	3484	99.9634	0.0366
Public-Institutions	E-VOTING	29210	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	29210	0	0.00	0	0	0.00	0.00
TOTAL		168911863	48167279	28.516	48163795	3484	99.9928	0.0072
Whether resolution passed or not							Yes	

Based on the aforesaid result, we report that the **Special Resolution** as set out in Item No. 4 of the Notice of the AGM has been **passed** with **requisite majority**.

ITEM NO. 5:

Appointment of Asha & Associates as the Secretarial Auditor of the Company for the period of Five years.

Special Resolution: “**RESOLVED THAT** pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and any other applicable laws or regulations (including any statutory modification(s) or re-enactment thereof for the time being in force), and subject to such other approvals as may be necessary, consent of the members be and is hereby accorded for the appointment of CS Asha Bhachawat, Practicing Company Secretary, holding Membership No.F12717 and Certificate of Practice No. 20718, as the Secretarial Auditor of the Company for the period of Five Years, to conduct the Secretarial Audit as prescribed under the Act and SEBI Regulations.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to decide the terms and conditions of the appointment, including the remuneration payable to the Secretarial Auditor, and to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution.”

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favor	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 & Promoter Group	E-VOTING	38646210	38646210	100.00	38646210	0	100.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	38646210	38646210	100.00	38646210	0	100.00	0.00
Public – Non Institutions	E-VOTING	130236443	9521069	7.3106	9519334	1735	99.9818	0.0182
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	130236443	9521069	7.3106	9519334	1735	99.9818	0.0182
Public-	E-VOTING	29210	0	0.00	0	0	0.00	0.00

Institutions	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	29210	0	0.00	0	0	0.00	0.00
TOTAL		168911863	48167279	28.516	48165544	1735	99.9964	0.0036
Whether resolution passed or not							Yes	

Based on the aforesaid result, we report that the **Special Resolution** as set out in Item No. 5 of the Notice of the AGM has been **passed** with **requisite majority**.

Thanking you,

Yours faithfully,

FOR VISHAKHA AGRAWAL & ASSOCIATES
Practicing Company Secretaries

Vishakha
Agrawal

Digitally signed by
Vishakha Agrawal
Date: 2025.10.01
13:02:21 +05'30'

VISHAKHA AGRAWAL
M.No: 39298, C.P. No. 15088
UDIN: A039298G001416168

Place: INDORE

Date: 30th September 2025