

## FORM No. MGT-13

### Report of Scrutinizer

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the  
Companies (Management and Administration) Rules, 2014]

22<sup>nd</sup> January, 2026

**The Chairman**  
**Balkrishna Industries Limited**  
BKT House, C/15, Trade World  
Kamala Mills Compound  
Senapati Bapat Marg, Lower Parel  
Mumbai 400013

### Scrutinizer's Report on Postal Ballot voting by electronic means in respect of passing of the resolutions contained in the Notice dated 19<sup>th</sup> December, 2025 through Postal Ballot

Dear Sir,

I, G B B Babuji, Practicing Company Secretary, have been appointed as a Scrutinizer by the Board of Directors of Balkrishna Industries Limited (the Company) for scrutinizing the postal ballot voting by electronic means in respect of the passing of (i) Special Resolution for the re-appointment of Mr. Arvind Poddar (DIN: 00089984), as Chairman & Managing Director of the Company; (ii) Special Resolution for the appointment of Mr. Natarajan Gnanaskandan Tanjore (DIN: 00013939) as an Independent Director of the Company; and (iii) Ordinary Resolution for the appointment of Mr. Ashok Saraf (DIN: 01627873) as a Non-Executive Non-Independent Director of the Company, contained in the Notice of the Company dated 19<sup>th</sup> December, 2025 through Postal Ballot (Postal Ballot Notice).

### Management's Responsibility

The management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the Rules made thereunder; (ii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, (LODR); and (iii) Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India, relating to postal ballot voting by electronic means for the resolutions stated in the Postal Ballot Notice.

### Scrutinizer's Responsibility

My responsibility as a Scrutinizer is restricted to making a Scrutinizer's Report of the votes cast by the members in respect of the resolutions contained in the Postal Ballot Notice. My report is based on verification of data provided by KFin Technologies Limited (“KFin Tech”), the Registrar and Transfer Agent of the Company, from the e-voting system till the time fixed for closing of the voting process i.e. till 5.00 p.m. on Thursday 22<sup>nd</sup> January, 2026.



**I submit my report as under:**

1. The Members of the Company holding shares as on the "cut-off" date of 19th December, 2025 were entitled to vote on the resolution as contained in the Postal Ballot Notice.
2. The resolutions set out in the Notice were proposed to be passed by the members of the Company by means of Postal Ballot, only by way of remote e-voting process ("e-voting"), pursuant to Section 110 of the Companies Act, 2013 ("the Act"), Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and other applicable provisions of the Act and the Rules, General Circular Nos. 14/2020 dated 8<sup>th</sup> April, 2020 and 17/2020 dated 13<sup>th</sup> April, 2020 read with other relevant circulars, including General Circular No. 03/2025 dated 22<sup>nd</sup> September, 2025, issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force and as amended from time to time)..
3. On 22<sup>nd</sup> December, 2025, the Company completed the despatch of the Postal Ballot Notice through e-mail to the Members of the Company whose e-mail ids were registered in the Register of Members / Beneficial Owners as on 19<sup>th</sup> December 2025.
4. The voting period for remote e-voting commenced on from 9:00 a.m. (IST) on Wednesday, 24<sup>th</sup> December, 2025 and ended at 5:00 p.m. (IST) on Thursday 22<sup>nd</sup> January, 2026 and KFin e-voting module was disabled thereafter.
5. The votes cast under remote e-voting facility up to 5:00 p.m. (IST) on Thursday, 22<sup>nd</sup> January, 2026 were thereafter unblocked by me in the presence of two witnesses who were not in the employment of the Company.
6. I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from KFin Tech e-voting system. I have also reviewed register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 as amended.



7. The results of the scrutiny of the above postal ballot voting by electronic means in respect of passing of the Resolutions contained in the Postal Ballot Notice, are as under:

**1. Approval for the re-appointment of Mr. Arvind Poddar (DIN: 00089984), as Chairman & Managing Director of the Company for a period of 5 (five) years on expiry of his present term of office, i.e. with effect from 1st August, 2026 and remuneration payable to him, by way of a Special Resolution:**

**A) Voted in favour of the resolution:**

Postal Ballot Voting by electronic means	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast*
Total	520	164517417	92.4454

**B) Voted against the resolution:**

Postal Ballot Voting by electronic means	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast*
Total	300	13444306	7.5546

**C) Invalid votes:**

Postal Ballot Voting by electronic means	Total number of members whose votes were declared invalid/who abstained from voting	Total number of votes cast by them
Total	5	300218

\*The figures in percentage have been rounded off to 4 decimal points.

**2. Approval for the appointment of Mr. Natarajan Gnanaskandan Tanjore (DIN: 00013939) as an Independent Director of the Company for a term of 5 (five) consecutive years with effect from 1st February, 2026, by way of a Special Resolution :**

**A) Voted in favour of the resolution:**

Postal Ballot Voting by electronic means	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast*
Total	795	178174666	99.9514

**B) Voted against the resolution:**

Postal Ballot Voting by electronic means	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast*
Total	19	86655	0.0486



**C) Invalid votes:**

Postal Ballot Voting by electronic means	Total number of members whose votes were declared invalid/who abstained from voting	Total number of votes cast by them
Total	4	620

\*The figures in percentage have been rounded off to 4 decimal points.

**3. Approval for the appointment of Mr. Ashok Saraf (DIN: 01627873) as a Non-Executive Non-Independent Director of the Company liable to retire by rotation, which appointment shall take effect from 1st February, 2026, by way of an Ordinary Resolution :**

**A) Voted in favour of the resolution:**

Postal Ballot Voting by electronic means	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast*
Total	783	178084921	99.9010

**B) Voted against the resolution:**

Postal Ballot Voting by electronic means	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast*
Total	39	176402	0.0990

**C) Invalid votes:**

Postal Ballot Voting by electronic means	Total number of members whose votes were declared invalid/who abstained from voting	Total number of votes cast by them
Total	3	618

\*The figures in percentage have been rounded off to 4 decimal points.

8. Based on the data furnished to me and verified by me as above, the aforesaid Resolutions contained in the Postal Ballot Notice dated 19<sup>th</sup> December, 2025 were passed with requisite majority of the Members as specified under the Companies Act, 2013.



9. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman signs the Minutes.

Thanking You,

Yours faithfully,



**G B B Babuji**  
Practicing Company Secretary  
Membership No. F-1182, CP No.8131  
PR 1353/2021

UDIN F001182G003451024

Countersigned by

**Vipul Shah**  
Director & Company Secretary  
Balkrishna Industries Limited