



Ref: 2466/2025-26

SCRUTINIZER'S REPORT

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

To,
The Chairman,
Yasho Industries Limited
CIN: L74110MH1985PLC037900
Office No.101/102 Peninsula Heights,
CD Barfiwala Marg, Juhulane, Andheri (West),
Mumbai, Maharashtra, India, 400058.

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot through e-voting process in respect of passing of the resolution set-out in the postal ballot notice dated January 04, 2026.

I, Dhrumil M. Shah, Partner of Dhrumil M. Shah & Co. LLP, Practising Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of Yasho Industries Limited (hereinafter called as "**the Company**"), pursuant to Section 108 and 110 of the Companies Act, 2013 ("**the Act**") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, ("**the Rules**") for the purpose of scrutinizing the Postal Ballot voting conducted by way of remote e-voting process ("**e-voting**") in a fair and transparent manner on the resolution contained in the postal ballot notice dated January 04, 2026 ("**Notice**") issued in accordance with the Act and Rules read with General Circular No. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being No. 3/2025 dated September 22, 2025 ("**MCA Circulars**") applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") and Secretarial Standards on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India ("**ICSI**")

The management of the Company is responsible to ensure compliance with the requirements of:

- (i) the Act and the Rules made thereunder;
- (ii) the MCA Circulars; and
- (iii) the Listing Regulations

The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.



My responsibility as a Scrutinizer was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolution stated in the Notice. My report is based on verification of data and reports generated from the e-voting system provided by the Bigshare Services Private Limited ('Bigshare'), the service provider engaged by the Company to provide e-voting facility to its members.

The Members of the Company holding shares as on the "**cut-off**" date as set out in the Notice i.e., **Friday, December 26, 2025** were entitled to vote on the resolution set out in the Notice and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date.

The e-voting commenced at 09.00 A.M. (IST) on **Thursday, January 08, 2026** onwards and concluded at 05.00 P.M. (IST) on **Friday, February 06, 2026**.

The votes cast during the e-voting were unblocked on Friday, February 06, 2026 after the conclusion of e-voting period for Postal Ballot in the presence of two witnesses who are not in the employment of the Company.

Votes cast by the Members through e-voting were reconciled with the records maintained by the Registrar and Transfer Agent of the Company i.e., Bigshare Services Private Limited.

I now submit herewith the Scrutinizer's Report on the results of the e-voting for postal ballot, based on the report generated by NSDL in respect of the following resolution as under:

SPECIAL BUSINESS:

ITEM NO. 1: ORDINARY RESOLUTION#

Reclassification of certain persons forming part of the Promoter Group from 'Promoter Group' Shareholder to 'Public' Shareholder

To consider and, if thought fit, to pass the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT in accordance with Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') (including any statutory modification(s) or re-enactment thereof, for the time being in force) and in accordance with the No Objection received from BSE Limited vide letter bearing Ref No. LIST/COMP/KR/611/2025-26 dated December 12, 2025, and National Stock Exchange of India Limited (NSE) vide letter bearing Ref. No. NSE/LIST/COMP/YASHO/535/2025-2026 dated December 12, 2025, respectively, and subject to necessary approvals from such statutory authorities as may be necessary, the consent of the Members of the Company be and is hereby accorded for reclassification of the following persons forming part of Promoter Group Shareholder (hereinafter referred to as the ("Outgoing Promoter Group" Shareholder) from "Promoter Group" Shareholder to "Public" Shareholder:



Sr. No.	Name	No. of shares held	% of shareholding
1	Mr. Rajanikant Desai	2,930	0.02
2	Mrs. Kalpana Desai	2,200	0.02
3	Rajanikant Desai HUF	4,900	0.04
Total		10,030	0.08

RESOLVED FURTHER THAT on approval of this resolution, the Company shall effect such reclassification in the Statement of Shareholding Pattern from immediate succeeding quarter under Regulation 31 of SEBI Listing Regulations and in compliance to the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, and other applicable provisions, if any.

RESOLVED FURTHER THAT Outgoing Promoter Group Shareholders have confirmed that all the conditions specified in sub clause (i) to (vii) of clause (b) of sub-regulation (3) of Regulation 31A of SEBI Listing Regulations have been complied with and have also confirmed that they shall, at all times from the date of such reclassification, continue to comply with the conditions mentioned in Regulation 31A of SEBI Listing Regulations post reclassification from "Promoter Group" to "Public."

RESOLVED FURTHER THAT for giving effect to the foregoing resolution, any Director(s) and / or the Chief Financial Officer and / or the Company Secretary of the Company (collectively the "Authorized Signatories") be and are hereby severally authorized to sign applications, papers, documents etc. and to do all such acts, deeds, matters and things as it may, in their absolute discretion, deem necessary or desirable and to settle any questions, difficulty or doubt that may arise in order to give effect to the above resolution including intimation to Stock Exchanges.

RESOLVED FURTHER THAT a copy of this resolution duly certified by any Directors / the Chief Financial Officer / the Company Secretary be furnished to the concerned authorities or such other persons, as may be required, and they be requested to act thereupon."

i. Voting "**in favour**" of resolution

Number of Members	Number of valid votes cast	% of total number of valid votes cast
40	3,96,005	99.99924

ii. Voting "**against**" the resolution

Number of Members	Number of valid votes cast	% of total number of valid votes cast
1	3	0.00076



iii. Invalid Votes

Total number of Members	Total number of invalid votes cast
5	57,01,099

#Votes cast by members eligible under Regulation 31A of the Listing Regulations have been considered.

Based on the above e-voting results on the aforesaid resolution you may declare the results of e-voting.

All electronic data and relevant records relating to e-voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the Postal Ballot and thereafter, the same shall be handed over to the Company Secretary for safe keeping.



For Dhrumil M. Shah & Co. LLP
Practising Company Secretaries
ICSI URN: L2023MH013400
PRN: 6459/2025

Dhrumil M. Shah
Partner

FCS 8021 | CP 8978

UDIN: F008021G003899755

Place : Mumbai

Date : February 09, 2026

We, the undersigned, have witnessed that the results of postal ballot through e-voting were unblocked and downloaded from the Bigshare e-voting service provider's platform in our presence on Friday, February 06, 2026 at 5.05 P.M.

Dhiraj Palav

Krishna Dama

Countersigned by
For Yasho Industries Limited

Rupali Verma
Company Secretary & Compliance Officer
Membership No. A42923