



D Maurya and Associates

Practising Company Secretary

Report of Scrutinizer

(Voting through Remote e-voting and e-voting during the Extra-Ordinary General Meeting)
[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
NIBE Limited
CIN: L34100PN2005PLC205813
Regd. off: Plot No. E-2/2, Phase III MIDC Industrial Area,
Nanekarwadi CT, Taluka - Khed, Chakan, Pune - 410501, Maharashtra, India,

Re: Report of Scrutinizer on electronic voting conducted in respect of passing of resolution set out in the Notice of the 1st Extra-Ordinary General Meeting ("EGM") of the Members of Nibe Limited held on Thursday, January 22, 2026 at 3:00 p.m.

Dear Sir

The Board of Directors of Nibe Limited has appointed me as the Scrutinizer for the purposes of scrutinizing the remote e-voting process and e-voting ("e-voting") by the members during the 1st Extra-Ordinary General Meeting ("EGM") of your Company held on Thursday, January 22, 2026 at 3:00 p.m. Such appointment is pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ("LODR Regulations").

Accordingly, please find enclosed herewith the Scrutinizer's Report, the contents of which are comprehensive and self-explanatory.

Regards,
D Maurya and Associates
Practising Company Secretary

D Maurya

CS Dhirendra Maurya
Proprietor

Mem. No. A22005; CP No. 9594



Peer Review Cert. No.: 2544/2022
UDIN: A022005G003474291

Date: January 23, 2026
Place: Mumbai



D Maurya and Associates

Practising Company Secretary

Report of Scrutinizer

(Voting through Remote e-voting and e-voting during the Extra-Ordinary General Meeting)
[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]

Name of Company	Nibe Limited
Meeting	1 st Extra-Ordinary General Meeting ("EGM")
Day, Date & Time	Thursday, January 22, 2026 at 3:00 p.m.
Deemed Venue	Plot No. E-2/2, Phase III MIDC Industrial Area, Nanekarwadi CT, Taluka - Khed, Chakan, Pune - 410501, Maharashtra, India
Mode	Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

1. Appointment as Scrutinizer

I, CS Dharendra Maurya, Practising Company Secretary & Proprietor of D Maurya and Associates, (Mem. No. A22005; CP No. 9594), has been duly appointed as the Scrutinizer by the Board of Directors of Nibe Limited (the "Company"), for the purpose of scrutinizing the process of voting through remote e-voting and e-voting during EGM under provisions of Section 108 of the Companies Act, 2013 (as amended) (the "Act") read with Rule 20 of the Companies (Management and administration) Rules, 2014 (as amended) (the "Rules"), and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) of the Company held on Tuesday, 23rd December 2025 in a fair and transparent manner in respect of the resolutions contained in the notice dated 29th December 2025.

2. Dispatch of Notice convening the EGM

- 2.1. Pursuant to the General Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and Circular No. 21/2021 dated December 14, 2021 and 02/2022 dated May 05, 2022, 10/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 and latest being 09/2024 dated September 19, 2024 ("MCA Circulars") and Circulars bearing nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CRD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 issued by the Securities Exchange Board of India ("SEBI Circular") (together referred as the "circulars"), an advertisement was published in the Business Standard (English) and Navrashttra (Marathi), (having electronic editions) on December 31, 2025 specifying the date & time of the EGM, availability of the notice on Company's website and website of Stock Exchanges, manner of registration of email ids by the members (both physical & demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the EGM etc.
- 2.2. The Company hosted the notice of EGM on its website, website of the agency providing the platform for remote e-voting and e-voting i.e. National Securities Depository Limited (NSDL) during the EGM and also intimated the same to BSE Limited on December 30, 2025.
- 2.3. The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by Bigshare Services Private Limited, the Registrar and Share Transfer Agents ("RTA") of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Company

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completed dispatch of Notice of EGM on December 30, 2025 by E-mail to Members who had already registered their E-mail IDs with the Company / Depositories/ RTA;

- 2.4. Notice of the EGM was shared by E-mail to Members who had already registered their E-mail IDs with the Company / Depositories.

3. Scrutinizer's Responsibility

My responsibility as a Scrutinizer was restricted to scrutinizing the e-voting process, in a fair and transparent manner and to prepare a Consolidated Scrutinizer's Report of the votes cast "in favour", "against" or "Invalid Votes" in respect of the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), being an Agency authorized and engaged by the Company to provide e-voting facility, and attendant papers / authorization documents furnished to me by the Company and / or Bigshare Services Private Limited for my verification.

4. Management's Responsibility

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 SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, ("LODR") relating to remote e-voting and e-voting on the resolutions contained in the Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

5. Cut-off date

The members of the company holding shares as on the "cut off" date as set out in the Notice i.e. Thursday, January 15, 2026 were entitled to vote on resolutions set out in the Notice subject to votes being cast with due authorization.

6. Remote e-voting process

6.1. Agency

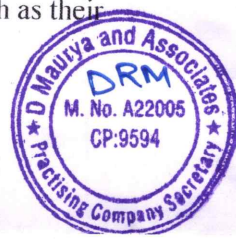
The Company appointed National Securities Depository Limited (NSDL) as the agency for providing the platform for remote e-voting platform and e-voting at the EGM.

6.2. Remote e-voting period

Remote e-voting platform was open from Monday, January 19, 2026 at 10.00 a.m. till Wednesday, January 21, 2026 at 5.00 p.m. and further members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by National Securities Depository Limited (NSDL).

7. Voting at the EGM

- 7.1 In accordance with Regulation 44(1) and 44(2) of the LODR Regulations and as prescribed under Rule 20 (4)(xiii) of the Rules, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the EGM, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-voting, such as their



names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.

7.2 Accordingly, National Securities Depository Limited (NSDL), the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the members who had cast their votes through remote e-voting.

8. Counting Process

On completion of e-voting during the EGM, we unblocked the results of the remote e-voting and e-voting by members at the EGM, on the National Securities Depository Limited (NSDL) e-voting platform and downloaded the results. The e-voting were reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company.

9. Results

9.1. Based on our scrutiny, we now submit herewith the results of the e-voting as under:

- a) 1 (One) Member had cast their votes through e-voting at the EGM;
- b) 37 (Thirty-Seven) Members had casted their votes through remote e-voting.

9.2. Consolidated results with respect to each item on the agenda as set out in the Notice of the EGM dated 29th December 2025 is enclosed herewith.

9.3. Based on the aforesaid results, we report that 2 (Two) Special Resolutions as set out in Item Nos. 1 to 2 of the Notice of the EGM dated 29th December 2025 have been passed with the requisite majority.

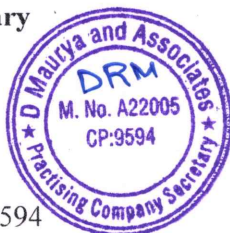
10. Restriction on Use

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) placing on the website of Bigshare Services Private Limited. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Regards,
D Maurya and Associates
Practising Company Secretary

Dmaurya

CS Dhirendra Maurya
Proprietor
Mem. No. A22005; CP No. 9594



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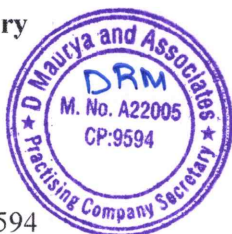
Analysis of Results of Item No. 1 to Item No. 2

Resolution 1			Issue of Convertible Warrants on Preferential Basis					
Resolution required: (Ordinary/Special)			Special					
Whether promoter or promoter group are interested in the agenda/resolution?			No					
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 favour (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 and Promoter group	E-voting	79,76,620	79,69,771	99.91	79,69,771	0	100	0
	Poll		0	0	0	0	0	0
	Total	79,76,620	79,69,771	99.91	79,69,771	0	100	0
Public Institutions	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non-Institutions	E-voting	65,24,653	9,40,653	14.42	9,40,653	0	100	0
	Poll		0	0	0	0	0	0
	Total	65,24,653	9,40,653	14.42	9,40,653	0	100	0
Total		1,45,01,273	89,10,424	61.45	89,10,424	0	100	0

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institution	0
Public – Non Institution	0

Regards,
D Maurya and Associates
Practising Company Secretary

Dmaurya
CS Dhirendra Maurya
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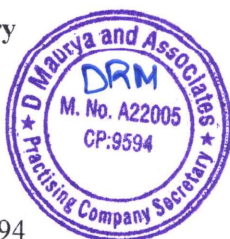
Resolution 2			Issue of Equity Shares on Preferential Basis					
Resolution required: (Ordinary/Special)			Special					
Whether promoter or promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (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
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	Poll		0	0	0	0	0	0
	Total	79,76,620	79,69,771	99.91	79,69,771	0	100	0
Public Institutions	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non-Institutions	E-voting	65,24,653	9,40,653	14.42	9,40,653	0	100	0
	Poll		0	0	0	0	0	0
	Total	65,24,653	9,40,653	14.42	9,40,653	0	100	0
Total		1,45,01,273	89,10,424	61.45	89,10,424	0	100	0

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institution	0
Public – Non Institution	0

Regards,
D Maurya and Associates
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