

Rahul A. Jain & Co.

Practicing Company Secretary

Email: csrahulajain@gmail.com

Add: 12AB/B1, Nandanvan Industrial Estate, Near Teen Hath Naka, LBS Marg, Thane West 400604.

Mob No.: 9029745313

**Scrutinizers' Report
On Remote Electronic Voting
at Extra Ordinary General Meeting of Durlax Top Surface Limited**

To,
The Chairman of Extra Ordinary General Meeting
Durlax Top Surface Limited
CIN: L74999MH2010PLC202712
Unit No 1601 16th Floor Synergy Business Park Premises Coop
Society Ltd, Bhd Virwani Industrial Estate Sahakarwadi Off
Vishweshwar Nagar Road, Goregaon East, Mumbai, Goregaon East,
Maharashtra, India, 400063

Dear Sir,

Sub: Scrutinizer Report on Remote E-voting conducted pursuant to the provisions of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management & Administration) rules 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 for the Extra Ordinary General Meeting of Durlax Top Surface Limited, held on Tuesday, May 12, 2026 at 12.00 P.M. IST through two-way Video Conferencing ('VC') facility or other audio- visual means ('OAVM') via NSDL Platform

I have been appointed as the Scrutinizer by the Board of Directors of the Durlax Top Surface Limited ("the Company") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rules 20 of the Companies (Management & Administration) rules 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 to conduct Remote E Voting during the Extra Ordinary General Meeting ("EGM") of the Company, held on Tuesday, May 12, 2026 at 12.00 P.M. IST through two-way Video Conferencing ('VC') facility or other audio visual means ('OAVM') via NSDL Platform, in respect of businesses set forth in the NOTICE of EGM of the Company dated April 16, 2026, in a fair and transparent manner.

Pursuant to the General circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020 and subsequent circulars issued in this regard, the latest being General Circular No. 09/2024 dated September 19, 2024 (collectively referred to as 'MCA Circulars') issued by the Ministry of Corporate Affairs ('MCA'), Circulars, companies are allowed to hold EGM through VC, without the physical presence of members at a common venue. Hence, in compliance with the Circulars, the EGM of the Durlax Top Surface Limited was held through "VC" on Tuesday, May 12, 2026 at 12.00 P.M. IST.

For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by the member/s using remote E-Voting system as well as venue voting on the date of the EGM was provided by NSDL.

The remote E-Voting period was commenced on Friday, 08th May, 2026 at 09:00 A.M. (IST) and ended on Monday, 11th May, 2026 at 05:00 P.M. (IST). During this period, members holding shares in dematerialized form, as on cut-off date, i.e. as on Tuesday, 5th May, 2026 casted their votes electronically.

The deemed venue of the proceedings of the EGM was the Registered Office of the Company at Unit No 1601, 16th Floor Synergy Business Park Premises Coop Society Ltd, Bhd Virwani Industrial Estate

Sahakarwadi Off Vishweshwar Nagar Road, Goregaon East, Mumbai, Goregaon East, Maharashtra, India, 400063

Responsibility of the Management of the Company

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 and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard-2 on General Meetings issued by the Institute of Company secretaries of India, relating to Remote E-Voting during the EGM and holding of EGM through VC or OAVM.

Responsibility of Scrutinizer

Our responsibility, as a scrutinizer, is limited to ensure and scrutinize the voting done through remote e-voting by Shareholders present during the EGM through VC or OAVM in a fair and transparent manner and to present a scrutinizer's report of the votes cast "in favour" or "against" the resolution, based on the reports generated from the e-voting system of National Securities Depository Limited (NSDL or "E-voting Agency").

As per the Notice of EGM, the below mentioned businesses (resolutions) were proposed for the approval of Members through Remote E-voting by Shareholders present during the EGM through VC or OAVM:

1. Special Resolution: TO CONSIDER AND APPROVE ISSUE OF CONVERTIBLE WARRANTS ON PREFERENTIAL BASIS

2. Special Resolution: INCREASE IN REMUNERATION OF MR. SHRAVAN LAXMICHAND SUTHAR, (DIN: 02985316), MANAGING DIRECTOR OF THE COMPANY

3. Special Resolution: INCREASE IN REMUNERATION OF MR. LALIT LAXMICHAND SUTHAR (DIN: 02985324), WHOLE-TIME DIRECTOR OF THE COMPANY

I hereby report as under:

1. On the basis of the register of members and the list of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on Friday, April 10, 2026 the Company completed dispatch of the Notice of the EGM through E-Mail on Saturday, April 18, 2026 to all the members whose E-Mail Id' was registered with company/ depository participant;

Further, in light of the MCA Circulars referred herein above, for the subject EGM of the Company, those shareholders who have not yet registered their e-mail address were requested to get their e-mail addresses registered with their Depository through their concerned Depository Participants.

2. The Company has also placed the Notice of EGM with Explanatory Statement on the website of the Company at www.durlax.com and also on website of E-voting Agency at www.evoting.nsdl.com and on website of NSE at www.nseindia.com .
3. The Company had availed facility offered by NSDL for conducting Remote E-Voting as well as remote electronic voting during the EGM by the Shareholders.
4. The Shareholders holding Shares as on the Cut-off date, i.e. Tuesday, 5th May, 2026, were entitled to vote through Remote E-Voting during the EGM on the businesses mentioned in the EGM Notice.

5. In terms of the aforesaid Notice, Remote E-Voting was opened for four days which commenced at 9:00 A.M. on Friday, May 08, 2026 and ended on 5:00 P.M. on Monday, May 11, 2026 and members of the Company, holding Equity Shares of the Company as on Tuesday, May 05, 2026, were required to cast their votes electronically, conveying their assent or Dissent in respect of the ordinary or special businesses, as the case may be, through remote e voting platform provided by NSDL.
6. Since, the EGM was held pursuant to the MCA Circulars referred herein above through VC or OA VM, physical attendance of members had been dispensed with. Accordingly, in terms of the above referred MCA and SEBI circulars, the facility for appointment of proxies by the members were also dispense with.
7. Members attended the meeting through VC via NSDL Platform had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act 2013.
8. During the EGM, the Company had provided the facility of remote electronic voting to those Shareholders who were present at the Meeting and have not voted through e-voting platform of NSDL and the said facility was available for voting till 12.25 p.m. after closure of EGM.
9. The EGM was concluded on Tuesday, May 12, 2026 at 12.09 P.M. IST. After the conclusion of EGM, the remote electronic voting was unblocked and finalized on Tuesday, May 12, 2026 around at 1.00 P.M. IST and the report on voting done through electronic voting system during the EGM in respect of businesses set forth in the notice of EGM of the Company, was generated in my presence and the voting was diligently scrutinized.
10. The vote cast under remote e-voting facility was unblocked in the presence of two witnesses who were not in the 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.
11. The consolidated results of Remote E-Voting as well as remote electronic voting during the EGM in respect of resolutions placed in the notice of EGM is as tabled below:

Please note, no votes were voted during the EGM. Accordingly, below table is for Remote E voting done prior to EGM.

Resolution No.	Particulars	No. of Voters	No. of Shares	% Total Votes
Resolution No.1	Assent to the resolution (For/ Yes/ Favour)	16	1,50,55,781	100.00
	Dissent to the resolution (Against/ No)	-	-	-
	Invalid Votes	-	-	-
	Total	16	1,50,55,781	100.00
Resolution No.2	Assent to the resolution (For/ Yes/ Favour)	16	1,50,55,781	100.00
	Dissent to the resolution (Against/ No)	-	-	-
	Invalid Votes	-	-	-
	Total	16	1,50,55,781	100.00
Resolution No.3	Assent to the resolution (For/ Yes/ Favour)	16	1,50,55,781	100.00
	Dissent to the resolution (Against/ No)	-	-	-
	Invalid Votes	-	-	-
	Total	16	1,50,55,781	100.00

12. The Register, all other papers and relevant records relating to Remote E-Voting and e voting during the EGM shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid EGM and thereafter the same will be handed over to the Managing Director of the Company.

13. The result of the voting by members through Remote E-Voting as well as remote electronic voting during the EGM in respect of the above-mentioned businesses may, accordingly, be declared by the Chairman, as decided by the Board of Director of the Company.

**For Rahul A. Jain & Co.
Practising Company Secretary**

Rahul Ajit
Kumar
Jain

Digitally signed
by Rahul Ajit
Kumar Jain
Date: 2026.05.12
14:45:05 +05'30'

**COP no. 23684 M No. 42889
Peer reviewed: 5691/2024
UDIN: A042889H000335161
Date: 12/05/2026
Place: Thane**

Digitally signed by SHRAVAN LAXMICHAND SUTHAR
Date: 2026.05.12 17:18:51

*Shravan Laxmichand Suthar
Chairman & Managing Director*