

SCRUTINIZER'S REPORT

**[Pursuant to Sections 108 & 109 of the Companies Act, 2013 and the Companies
(Management & Administration) Rules, 2014]**

To
Mr. Lakshmipuram Rajagopalachar Venugopal
Chairman,
Kavveri Defence & Wireless Technologies Limited,
Plot No.31-36, 1st Floor, 1st Main 2nd Stage,
Arakere Mico Layout Bannerghatta Road,
Bangalore 560076.

Dear Sir,

I, Guruprasada Bhat, Company Secretary in Whole-Time Practice (FCS No. 11713, CP No. 18963), having office at # 1748, 18th Main, 8th Cross Marenahalli, J P Nagar 2nd Phase, Bengaluru-560078, duly appointed as Scrutinizer by Kavveri Defence & Wireless Technologies Limited ('the Company') for the purpose of scrutinizing the voting the e-voting prior to the Annual General Meeting (AGM) ('remote e-voting') and electronic voting ('e-voting') and physical voting at the 30th Annual General Meeting held on Tuesday, September 30, 2025 at 10.00 AM. IST held at Plot No.31-36, 1st Floor, 1st Main 2nd Stage Arakere Mico Layout Bannerghatta Road, Bangalore 560076, pursuant to Sections 108 and 109 of the Companies Act, 2013 (the Act), read with Rules 20 and 21 of the Companies (Management & Administration) Rules, 2014 (the Rules) as amended from time to time, hereby furnish my Report to you.

The Notice dated August 30, 2025, as confirmed by the Company was sent to the Shareholders on 04th September 2025 in respect of the below mentioned resolutions passed at the AGM of the Company to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with Circular No.14/2020 dated April 8, 2020 and Circular No. 17/2020 dated April 13, 2020 (collectively referred to as "MCA Circulars").

The Management of the Company is responsible to ensure compliance of the requirements of the Companies Act, 2013 and Rules relating to voting through remote e-voting and e-voting and physical voting at the Annual General Meeting for the resolutions proposed in the Notice of 30th Annual General Meeting. My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a Scrutinizer's Report for the vote's casts in "favour" or "against" on the resolutions proposed in the Notice convening the 30th Annual General Meeting of the Company.

The e-voting facility both for remote e-voting and e-voting at the AGM were provided by Central Depository Services (India) Limited (CDSL). In terms of the aforesaid Notice and

as per the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the remote e-voting was kept open for three days from 27th September, 2025 (9.00 A.M. IST) till 29th September, 2025 (5.00 P.M. IST) and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the e-voting platform.

After declaration of voting by Chairman, the Shareholders present at the AGM voted through Physical voting at the AGM provided at the AGM.

The Members holding Equity Shares as on the "cut-off date" i.e. 23rd September, 2025 were entitled to vote on the resolutions proposed in the Notice calling the 30th Annual General Meeting.

At the end of the voting period on 29th September, 2025 (5.00 P.M. IST), the voting portal of CDSL was blocked forthwith.

After the conclusion of voting at the AGM, the votes cast under remote e-voting and votes cast at the AGM were unblocked on 30th September, 2025, in presence of Ms. Vranda Bhat and Mr. Prathmesh Sakhalkar, who acted as witnesses as prescribed under sub-rule 3(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and thereafter the votes cast there under were counted.

Thereafter, the details containing inter alia, the list of members, who voted "for" or "against" each of the resolution that were put to vote, were derived from the report generated from the e-voting portal of CDSL i.e. www.evotingindia.com and based on such reports.

- a. 57 (folio wise) members have cast their votes through remote e-voting.
- b. 29 (folio wise) members have cast their votes at the Annual General Meeting.

The brief analysis of the results of the remote e-voting and voting at the Annual General Meeting are as under.

Ordinary Business:

Item No. 1:

Adoption of Financial Statements (Including the Consolidated Financial Statements) along with the Reports of the Board of Directors and of the Auditors thereon:

Ordinary Resolution:

| Particulars | Number of votes casted in | | | | | | Percentage on Valid Votes |
|-----------------------|---------------------------|--------------------|----------------------|--------------------|----------------------|--------------------|---------------------------|
| | Remote e-voting | | Voting at AGM | | Total | | |
| | No. of Members Voted | No. of shares held | No. of Members Voted | No. of shares held | No. of Members Voted | No. of shares held | |
| Assent | 47 | 57097 | 28 | 3046699 | 75 | 3103796 | 100.00 |
| Dissent | 10 | 69 | 1 | 23 | 11 | 92 | 00.00 |
| Total | 57 | 57166 | 29 | 3046722 | 86 | 3103888 | 100.00 |
| Abstained/ Invalid | NA | NA | NA | NA | NA | NA | NA |

Item No. 2:

Appointment of a Director in Place of Mr. Chennareddy Shivakumar Reddy (DIN: 01189348) who retires by Rotation and being eligible offers himself for Re-Appointment:

Ordinary Resolution:

| Particulars | Number of votes casted in | | | | | | Percentage on Valid Votes |
|-----------------------|---------------------------|--------------------|----------------------|--------------------|----------------------|--------------------|---------------------------|
| | Remote e-voting | | Voting at AGM | | Total | | |
| | No. of Members Voted | No. of shares held | No. of Members Voted | No. of shares held | No. of Members Voted | No. of shares held | |
| Assent | 46 | 57096 | 25 | 768 | 71 | 57864 | 99.84 |
| Dissent | 11 | 70 | 1 | 23 | 12 | 93 | 0.16 |
| Total | 57 | 57166 | 26 | 791 | 83 | 57957 | 100.00 |
| Abstained/ Invalid | NA | NA | NA | NA | NA | NA | NA |

Item No. 3:

Appointment of a Director in Place of Mrs. R H Kasturi (DIN: 00291851) who retires by Rotation and being eligible offers herself for Reappointment:

Ordinary Resolution:

| Particulars | Number of votes casted in | | | | | | Percentage on Valid Votes |
|-----------------------|---------------------------|--------------------|----------------------|--------------------|----------------------|--------------------|---------------------------|
| | Remote e-voting | | Voting at AGM | | Total | | |
| | No. of Members Voted | No. of shares held | No. of Members Voted | No. of shares held | No. of Members Voted | No. of shares held | |
| Assent | 46 | 57096 | 25 | 768 | 71 | 57864 | 99.84 |
| Dissent | 11 | 70 | 1 | 23 | 12 | 93 | 0.16 |
| Total | 57 | 57166 | 26 | 791 | 83 | 57957 | 100.00 |
| Abstained/ Invalid | NA | NA | NA | NA | NA | NA | NA |

SPECIAL BUSINESSES:**Item No. 4:**

Appointment Of Statutory Auditors Due To Casual Vacancy:

Ordinary Resolution:

| Particulars | Number of votes casted in | | | | | | Percentage on Valid Votes |
|-----------------------|---------------------------|--------------------|----------------------|--------------------|----------------------|--------------------|---------------------------|
| | Remote e-voting | | Voting at AGM | | Total | | |
| | No. of Members Voted | No. of shares held | No. of Members Voted | No. of shares held | No. of Members Voted | No. of shares held | |
| Assent | 46 | 57047 | 28 | 3046699 | 74 | 3103746 | 100.00 |
| Dissent | 11 | 119 | 1 | 23 | 12 | 142 | 00.00 |
| Total | 57 | 57166 | 29 | 3046722 | 86 | 3103888 | 100.00 |
| Abstained/ Invalid | NA | NA | NA | NA | NA | NA | NA |

Item No. 5:

Appointment of Statutory Auditors for a Period of Five (5) Years:

Ordinary Resolution:

| Particulars | Number of votes casted in | | | | | | Percentage on Valid Votes |
|-----------------------|---------------------------|--------------------|----------------------|--------------------|----------------------|--------------------|---------------------------|
| | Remote e-voting | | Voting at AGM | | Total | | |
| | No. of Members Voted | No. of shares held | No. of Members Voted | No. of shares held | No. of Members Voted | No. of shares held | |
| Assent | 47 | 57097 | 28 | 3046699 | 75 | 3103796 | 100.00 |
| Dissent | 10 | 69 | 1 | 23 | 11 | 92 | 00.00 |
| Total | 57 | 57166 | 29 | 3046722 | 86 | 3103888 | 100.00 |
| Abstained/ Invalid | NA | NA | NA | NA | NA | NA | NA |

Item No. 6:

Appointment of Secretarial Auditor for the Period 2025-2026 to 2029-2030:

Ordinary Resolution:

| Particulars | Number of votes casted in | | | | | | Percentage on Valid Votes |
|-----------------------|---------------------------|--------------------|----------------------|--------------------|----------------------|--------------------|---------------------------|
| | Remote e-voting | | Voting at AGM | | Total | | |
| | No. of Members Voted | No. of shares held | No. of Members Voted | No. of shares held | No. of Members Voted | No. of shares held | |
| Assent | 47 | 57097 | 28 | 3046699 | 75 | 3103796 | 100.00 |
| Dissent | 10 | 69 | 1 | 23 | 11 | 92 | 00.00 |
| Total | 57 | 57166 | 29 | 3046722 | 86 | 3103888 | 100.00 |
| Abstained/ Invalid | NA | NA | NA | NA | NA | NA | NA |

Item No. 7:

Revision in the limit of Material Related Party Transactions taken for Samoro Telecoms Private Limited:

Ordinary Resolution:

| Particulars | Number of votes casted in | | | | | | Percentage on Valid Votes |
|-----------------------|---------------------------|--------------------|----------------------|--------------------|----------------------|--------------------|---------------------------|
| | Remote e-voting | | Voting at AGM | | Total | | |
| | No. of Members Voted | No. of shares held | No. of Members Voted | No. of shares held | No. of Members Voted | No. of shares held | |
| Assent | 46 | 56957 | 25 | 768 | 71 | 57725 | 99.60 |
| Dissent | 11 | 209 | 1 | 23 | 12 | 232 | 0.40 |
| Total | 57 | 57166 | 26 | 791 | 83 | 57957 | 100.00 |
| Abstained/ Invalid | NA | NA | NA | NA | NA | NA | NA |

Item No. 8:

Material Related Party Transactions of the Company with Til-Tek Antenna Inc.:

Ordinary Resolution:

| Particulars | Number of votes casted in | | | | | | Percentage on Valid Votes |
|-----------------------|---------------------------|--------------------|----------------------|--------------------|----------------------|--------------------|---------------------------|
| | Remote e-voting | | Voting at AGM | | Total | | |
| | No. of Members Voted | No. of shares held | No. of Members Voted | No. of shares held | No. of Members Voted | No. of shares held | |
| Assent | 47 | 57097 | 25 | 768 | 72 | 57865 | 99.84 |
| Dissent | 10 | 69 | 1 | 23 | 11 | 92 | 0.16 |
| Total | 57 | 57166 | 26 | 791 | 83 | 57957 | 100.00 |
| Abstained/ Invalid | NA | NA | NA | NA | NA | NA | NA |

Item No. 9:

Material Related Party Transactions of the Company with DCI-digital Communications Ltd:

Ordinary Resolution:

| Particulars | Number of votes casted in | | | | | | Percentage on Valid Votes |
|-----------------------|---------------------------|--------------------|----------------------|--------------------|----------------------|--------------------|---------------------------|
| | Remote e-voting | | Voting at AGM | | Total | | |
| | No. of Members Voted | No. of shares held | No. of Members Voted | No. of shares held | No. of Members Voted | No. of shares held | |
| Assent | 46 | 57096 | 25 | 768 | 71 | 57864 | 99.84 |
| Dissent | 11 | 70 | 1 | 23 | 12 | 93 | 0.16 |
| Total | 57 | 57166 | 26 | 791 | 83 | 57957 | 100.00 |
| Abstained/ Invalid | NA | NA | NA | NA | NA | NA | NA |

Item No. 10:

Material Related Party Transactions of the Company with Kaytech Coverage Solutions Inc.:

Ordinary Resolution:

| Particulars | Number of votes casted in | | | | | | Percentage on Valid Votes |
|-----------------------|---------------------------|--------------------|----------------------|--------------------|----------------------|--------------------|---------------------------|
| | Remote e-voting | | Voting at AGM | | Total | | |
| | No. of Members Voted | No. of shares held | No. of Members Voted | No. of shares held | No. of Members Voted | No. of shares held | |
| Assent | 46 | 57096 | 25 | 768 | 71 | 57864 | 99.84 |
| Dissent | 11 | 70 | 1 | 23 | 12 | 93 | 0.16 |
| Total | 57 | 57166 | 26 | 791 | 83 | 57957 | 100.00 |
| Abstained/ Invalid | NA | NA | NA | NA | NA | NA | NA |

Item No. 11:

Material Related Party Transactions of the Company with Kavveri Technologies Inc:

Ordinary Resolution:

| Particulars | Number of votes casted in | | | | | | Percentage on Valid Votes |
|-----------------------|---------------------------|--------------------|----------------------|--------------------|----------------------|--------------------|---------------------------|
| | Remote e-voting | | Voting at AGM | | Total | | |
| | No. of Members Voted | No. of shares held | No. of Members Voted | No. of shares held | No. of Members Voted | No. of shares held | |
| Assent | 46 | 57096 | 25 | 768 | 71 | 57864 | 99.84 |
| Dissent | 11 | 70 | 1 | 23 | 12 | 93 | 0.16 |
| Total | 57 | 57166 | 26 | 791 | 83 | 57957 | 100.00 |
| Abstained/ Invalid | NA | NA | NA | NA | NA | NA | NA |

Item No. 12:

Continuation of Directorship of Shri L R Venugopal (DIN:01058716) as a Non-Executive, Non-Independent Director beyond the age of 75 years in his Current Tenure:

Special Resolution:

| Particulars | Number of votes casted in | | | | | | Percentage on Valid Votes |
|-----------------------|---------------------------|--------------------|----------------------|--------------------|----------------------|--------------------|---------------------------|
| | Remote e-voting | | Voting at AGM | | Total | | |
| | No. of Members Voted | No. of shares held | No. of Members Voted | No. of shares held | No. of Members Voted | No. of shares held | |
| Assent | 46 | 57047 | 25 | 768 | 71 | 57815 | 99.75 |
| Dissent | 11 | 119 | 1 | 23 | 12 | 142 | 0.25 |
| Total | 57 | 57166 | 26 | 791 | 83 | 57957 | 100.00 |
| Abstained/ Invalid | NA | NA | NA | NA | NA | NA | NA |

Item No. 13:

Payment of Remuneration and Commission to Mr. Chennareddy Shivakumar Reddy, Managing Director of the company:

Special Resolution:

| Particulars | Number of votes casted in | | | | | | Percentage on Valid Votes |
|-----------------------|---------------------------|--------------------|----------------------|--------------------|----------------------|--------------------|---------------------------|
| | Remote e-voting | | Voting at AGM | | Total | | |
| | No. of Members Voted | No. of shares held | No. of Members Voted | No. of shares held | No. of Members Voted | No. of shares held | |
| Assent | 46 | 56957 | 25 | 768 | 71 | 57725 | 99.60 |
| Dissent | 11 | 209 | 1 | 23 | 12 | 232 | 0.40 |
| Total | 57 | 57166 | 26 | 791 | 83 | 57957 | 100.00 |
| Abstained/ Invalid | NA | NA | NA | NA | NA | NA | NA |

Item No. 14:

Payment of Remuneration and Commission to Mrs. R H Kasturi, Whole Time Director and CFO of the company:

Special Resolution:

| Particulars | Number of votes casted in | | | | | | Percentage on Valid Votes |
|-----------------------|---------------------------|--------------------|----------------------|--------------------|----------------------|--------------------|---------------------------|
| | Remote e-voting | | Voting at AGM | | Total | | |
| | No. of Members Voted | No. of shares held | No. of Members Voted | No. of shares held | No. of Members Voted | No. of shares held | |
| Assent | 46 | 56957 | 25 | 768 | 71 | 57725 | 99.60 |
| Dissent | 11 | 209 | 1 | 23 | 12 | 232 | 0.40 |
| Total | 57 | 57166 | 26 | 791 | 83 | 57957 | 100.00 |
| Abstained/ Invalid | NA | NA | NA | NA | NA | NA | NA |

Item No. 15:

Redesignation of Mr. Sankethram Reddy, Executive Director to Whole Time Director of the company and Payment of Remuneration:

Special Resolution:

| Particulars | Number of votes casted in | | | | | | Percentage on Valid Votes |
|-----------------------|---------------------------|--------------------|----------------------|--------------------|----------------------|--------------------|---------------------------|
| | Remote e-voting | | Voting at AGM | | Total | | |
| | No. of Members Voted | No. of shares held | No. of Members Voted | No. of shares held | No. of Members Voted | No. of shares held | |
| Assent | 45 | 56956 | 25 | 768 | 70 | 57724 | 99.60 |
| Dissent | 12 | 210 | 1 | 23 | 13 | 233 | 0.40 |
| Total | 57 | 57166 | 26 | 791 | 83 | 57957 | 100.00 |
| Abstained/ Invalid | NA | NA | NA | NA | NA | NA | NA |

Based on the foregoing, the resolution numbers from 01 to 15 may be deemed to have been passed by requisite majority. All the relevant records relating to remote e-voting and e-voting are under my safe custody and will be handed over to the Chairman or Company Secretary of the Company for preserving safely.

Thanking You,
Yours Sincerely
For G Bhat and Associates,

CS Guruprasada Bhat
Company Secretary
FCS. No.: 11713
CP. No.: 18963
UDIN: F011713G001442758
Peer Review Unique Identification No: S2018KR580800
Peer Review Certificate No. 3835/2023

Date: 03rd October 2025

Place: Bangalore