B. CHANDRA & ASSOCIATES
PRACTISING COMPANY SECRETARIES

AG3 RAGAMALIKA,
No.26, Kumaran Colony Main Road,
Vadapalani,
Chennai – 600026
REGN NO P2017TN065700

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17.11.2025

SCRUTINIZER'S REPORT

To

The Chairman,
MANALI PETROCHEMICALS LIMITED,
SPIC House 88, Old No.97,
Mount Road, Guindy,
Chennai TN 600032 IN

Subject: **Passing of Special resolutions by means of Postal Ballot through E-voting process in terms of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, framed thereunder with regard to the Special resolutions under Companies Act 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (the Regulations)**

Dear Sir,

Please refer to your letter dated 16.10.2025 appointing us as the Scrutinizers for the purpose of ascertaining the result of the Postal Ballot through evoting process for passing Special resolutions in respect of items mentioned elsewhere in this report pursuant to Section 110 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (the Rules) under the Companies Act, 2013 (the Act) and in line with Circular Nos.14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 10/2021 dated June 23, 2021, 03/2022 dated May 5, 2022, 11/2022 dated 28th December, 2022,09/2023 dated 25th September 2023, 09/2024 dated 19th September 2024 and 03/2025 dated 22nd September 2025 issued by the Ministry of Corporate Affairs.

As per the information furnished by the Company and after carrying out the scrutiny of the e-voting by the Members of the Company, we hereby submit our report as under:

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B. CHANDRA & ASSOCIATES Company Secretaries

1.1	The Company on 15th October 2025 sent the Notice of Postal Ballot dated 15th October 2025 along with explanatory statement with material facts by way of email through the Registrar & Transfer Agent, Cameo Corporate Services Limited (RTA) to its members whose names appeared on the Register of Members/list of beneficial owners provided by the Depositories as on 10th October 2025. Members were given the facility to vote electronically on the e-voting platform, provided by the Central Depository Services (India) Limited (CDSL). The required paper advertisement with respect to other shareholders, inter alia, by way of seeking updation of mail ids to a dedicated email id/online process had been given in "Financial Express" and "Makkal Kural" on 07th March 2025.
1.2	The company had given Public Advertisement, which was published on 16th October 2025 in English Newspaper "Financial Express" & in Tamil Newspaper "Makkal Kural" on the same date. In this Notice, Members were informed about the availability of the notice in the Websites of the Company, CDSL and the Stock Exchanges and the facility to write to Cameo Corporate Services Limited (RTA) to get a copy through E-mail.
1.3	In terms of the Notice, the E-voting commenced on 16th October 2025, at 9:00 A.M. (IST) and ended on 15th November 2025 at 5:00 P.M. (IST).
1.4	Particulars of all the votes cast electronically have been entered in a register separately maintained for the purpose.
1.5	RTA has confirmed that votes cast by e-voting were matched with the Register of Members of the company/ list of beneficiaries.
1.6	All votes cast through e-voting upto 5.00 PM (IST) on 14th November 2025, being the thirtieth day from the date of notice and time fixed by the Company for e-voting were considered for our scrutiny.
1.7	Votes cast by e voting were matched with the Register of Members of the company/ list of beneficiaries. The votes downloaded from the e-Voting system were collated on 15th November 2025 after 5.00 P.M. (IST)
1.8	As confirmed by RTA of the Company, 4193 emails had bounced.

S. No	Resolution	Nature of Resolution
1	Appointment of Mr. Anand Raghavan (DIN: 00243485) as an Independent Director of the Company	Special
2	Approval for sale of Wholly owned Step-down Material Subsidiary.	Special

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Company Secretaries

A summary of the voting by e-voting for the above resolutions are given below:

Resolution 1 - Appointment of Mr. Anand Raghavan (DIN: 00243485) as an Independent Director of the Company		Voter Count	No of votes	% to total valid votes
Evoting	In favour	375	72443714	99.98
	Against	26	15042	0.02
	Invalid	13	171886	
	Valid Votes		72458756	100.00

Since the number of votes cast in favour exceeded three times the number of votes cast against in respect of the resolution no 1, we hereby report that the resolution was duly passed with requisite majority as a Special Resolution.

Resolution 2 - Approval for sale of Wholly owned Step-down Material Subsidiary.		Voter Count	No of votes	% to total valid votes
Evoting	In favour	364	72438571	99.97
	Against	38	20285	0.03
	Invalid	13	171886	
	Valid Votes		72458856	100.00

Since the number of votes cast in favour exceeded three times the number of votes cast against in respect of the resolution no 2, we hereby report that the resolution was duly passed with requisite majority as a Special Resolution.

3 You may accordingly declare the result of the voting by Postal Ballot as having been passed with requisite majority which shall be deemed to have been passed on 14th November 2025.

4 The e-voting data and all other connected records relating to the aforesaid e-voting process received are under our safe custody and the same, for preserving safely, will be handed over to the Company after the Chairman signs the Minutes.

Thanking you,

Yours faithfully,

B CHANDRA & ASSOCIATES Company Secretaries

B Chandra
Partner
B CHANDRA AND ASSOCIATES
Company Secretaries in Practice
CP No. 7859
UDIN A020879G001899778