August 07, 2026

BSE Limited New Trading Wing, Rotunda Building Phiroze Jeejeebhoy Towers, Dalal Street, Fort Mumbai – 400001, Maharashtra, India **Security Code: 532884**	**The National Stock Exchange of India Ltd.** Exchange Plaza, C – 1, Block G, Bandra – Kurla Complex, Bandra (E), Mumbai – 400051, Maharashtra, India **Symbol: REFEX**

Ref.: Disclosure under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular no. HO/49/14/14(7)2025–CFD-POD2/I/3762/2026 dated January 30, 2026.

Subject: ***Submission of Voting Results along with scrutinizer's report for the below mentioned meetings convened as per directions of National Company Law Tribunal ("NCLT"), Division Bench - I, Chennai vide order CA(CAA)/43(CHE)/2026 dated June 18, 2026 :***

i. ***Meeting of the Equity Shareholders of Refex Industries Limited ("the Company") held on Wednesday, August 05, 2026, at 11:00 A.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").***
ii. ***Meeting of Secured Creditors of Refex Industries Limited held on Wednesday, August 05, 2026 at 11:30 A.M. (IST) at the Registered office at 2nd Floor Refex Towers, 313, Valluvar Kottam High Road, Nungambakkam, Chennai – 600034***
iii. ***Meeting of the Unsecured Creditors of Refex Industries Limited held on Wednesday, August 05, 2026 at 12:00 P.M.(IST) at the Registered office at 2nd Floor Refex Towers, 313, Valluvar Kottam High Road, Nungambakkam, Chennai – 600034***

Dear Sir/ Madam,

We wish to inform you that the pursuant to the order dated June 18, 2026 passed by the Hon'ble National Company Law Tribunal, Division Bench-I, Chennai ("Hon'ble NCLT") the following court ordered meetings were convened on **Wednesday, August 05, 2026:**

S.No.	**Name of the meeting**	**Time of the Meeting**	**Place of meeting**	**Mode of voting**
1.	Equity Shareholders	11:00 A.M. (IST)	*Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")*	E-Voting
2.	Secured Creditors	11:30 A.M. (IST)	*Registered office at 2nd Floor Refex Towers, 313, Valluvar Kottam High Road, Nungambakkam, Chennai – 600034*	Postal Ballot
3.	Unsecured Creditors	12:00 P.M.(IST)	*Registered office at 2nd Floor Refex Towers, 313, Valluvar Kottam High Road, Nungambakkam, Chennai – 600034*	Postal Ballot

Accordingly, voting by equity shareholders on Composite Scheme of Amalgamation and Arrangement amongst Refex Green Mobility Limited (“**Transferor Company**” or “**RGML**”), Refex Industries Limited (“**Transferee Company**” or “**Demerged Company**” or “**RIL**”) and Refex Mobility Limited (“**Resulting Company**” or “**RML**”) **(“Scheme”)** was carried out through:

(i) remote e-voting; commenced from Sunday, August 02, 2026 at 9:00 A.M. (IST) and closed on Tuesday, August 04, 2026 at 5:00 P.M (IST); and
(ii) e-voting at the meeting.

Further, voting of the Secured and Unsecured Creditors of the Company was carried out through Postal Ballot at the physical meeting held at the registered office of the Company.

In this regard, please find enclosed the following:

S.No.	Particulars	Annexure No.
1.	Disclosure of e-Voting Results of the businesses transacted at the Equity Shareholders meeting	A
2.	Consolidated Scrutinizer’s Report on e-voting results of the equity shareholder’s meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014	B
3.	Scrutinizer’s Report of the Secured Creditors meeting on the voting through postal ballot pursuant to Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014	C
4.	Scrutinizer’s Report of the Unsecured Creditors meeting on the voting through postal ballot pursuant to Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014	D

You are requested to take the same on record.

Thanking You.
Your faithfully,
For & on behalf of **Refex Industries Limited**

ANKIT PODDAR
Digitally signed by ANKIT PODDAR
Date: 2026.08.07 15:53:26 +05'30'

Ankit Poddar
Company Secretary & Compliance Officer
Membership No. ACS-25443

Annexure – A

VOTING RESULTS AS PER REGULATION 44(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

S. No.	Particulars	Details
1	**Date of the ~~AGM/EGM/~~ Court Convened Meeting of Equity Shareholders**	Wednesday, August 05, 2026
2	**Record date for the e-voting**	Friday, July 31, 2026
3	**Total number of shareholders on record date**	92,973
4	**No. of shareholders present in the meeting either in person or through proxy:** a. Promoters & Promoter Group: b. Public:	Not Applicable
5	**No. of shareholders attended the meeting through Video Conferencing:** a. Promoters & Promoter Group: b. Public:	 **1** **42**

Resolution (1)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Composite Scheme of Amalgamation and Arrangement amongst Refex Green Mobility Limited ("RGML" or "Transferor Company") and Refex Industries Limited ("RIL" or "Transferee Company" or "Demerged Company") and Refex Mobility Limited					
Category	**Mode of voting**	**No. of shares held**	**No. of votes polled**	**% of Votes polled on outstanding shares**	**No. of votes – in favour**	**No. of votes – against**	**% of votes in favour on votes polled**	**% of Votes against on votes polled**
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	**E-Voting**	77623085	77623085	100.0000	77623085	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applica							
	Total	77623085	77623085	100.0000	77623085	0	100.0000	0.0000
Public-Institutions	**E-Voting**	1626640	657785	40.4383	657785	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applica							
	Total	1626640	657785	40.4383	657785	0	100.0000	0.0000
Public- Non Institutions	**E-Voting**	57969723	826984	1.4266	826381	603	99.9271	0.0729
	Poll							
	Postal Ballot (if applica							
	Total	57969723	826984	1.4266	826381	603	99.9271	0.0729
Total		137219448	79107854	57.6506	79107251	603	99.9992	0.0008
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

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Pin Code - 641687

FORM NO. MGT-13

REPORT OF THE SCRUTINIZER OF THE TRIBUNAL DIRECTED MEETING OF THE EQUITY SHAREHOLDERS OF REFEX INDUSTRIES LIMITED [CIN: L45200TN2002PLC049601] ON WEDNESDAY, AUGUST 05, 2026 CONVENED AT 11:00 A.M THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO-VISUAL MEANS ("OAVM")

[Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014]

August 05, 2026

To:
Mr. U.K. Sirohi
Chairperson appointed by the Hon'ble NCLT, Chennai Bench
Tribunal Convened Meeting of the Equity Shareholders of
REFEX INDUSTRIES LIMITED
Held on August 05 ,2026 at 11:00 A.M.

Ref: Meeting of the Equity Shareholders of **Refex Industries Limited** (**"the Company"**) convened as per directions of National Company Law Tribunal (**"NCLT"**), Division Bench - I, Chennai vide Order dated June 18, 2026 in **CA(CAA)/43(CHE)/2026**.

Sub: Consolidated Scrutinizer's Report on Remote E-Voting and E-Voting at the Tribunal Convened Meeting of Equity Shareholders of Refex Industries Limited ("the Company") held on Wednesday, August 05 ,2026, at 11:00 A.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

Respected Sir,

1. I, Kishore P, Advocate, am appointed as the Scrutinizer, as per directions and order of the Division Bench – I, Chennai of the National Company Law Tribunal dated June 18, 2026 in Company Application Number CA(CAA)/43(CHE)/2026, for approving the **Composite Scheme of Amalgamation and Arrangement amongst Refex Green Mobility Limited ("RGML" or "Transferor Company") and Refex Industries Limited ("RIL" or "Transferee Company" or "Demerged Company") and Refex**

Mobility Limited ("RML" or "Resulting Company") and their respective shareholders and creditors ("the Scheme"), pursuant to the provisions of Sections 230 to 232 of the Companies Act, 2013, and any other provisions of the Companies Act, 2013, as applicable, at the NCLT directed Meeting of the Equity Shareholders of the Company, held on August 05, 2026 at 11:00 A.M. (**"Meeting"**) at the Registered office at 2nd Floor Refex Towers, 313, Valluvar Kottam High Road, Nungambakkam, Chennai – 600034 through Video Conferencing ("**VC**") / Other Audio-Visual Means ("**OAVM**") with Mr. U.K. Sirohi appointed as the Chairperson of the meeting, appointed by the Hon'ble NCLT to scrutinize:

i. Remote e-Voting process pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(ix) of the Companies (Management and Administration) Rules, 2014 (including the statutory modification(s) and re-enactment(s) thereof (**Remote e-voting**'); and

ii. e-Voting done by the shareholders at the Tribunal Convened Meeting of Equity Shareholders (**"Court Convened Meeting"**) of the Company under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 ("**e-Voting during the *Court Convened Meeting***")
*("**Remote e-voting**" and "**e-Voting during the Court Convened Meeting**" hereinafter collectively referred to as "**e-Voting**")*

2. As a Scrutinizer, I had scrutinized:

   a. the process of Remote e-voting, before the Court Convened Meeting, using an electronic voting system on the dates referred to in the Notice calling the Court Convened Meeting; and

   b. e-Voting during the Court Convened Meeting through electronic voting system (insta poll).

Kishore

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Advocate,
Madras High Court
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Mob: 9362959697

Office and Correspondence Address at :
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Tirupur, Tamil Nadu
Pin Code - 641687

3. The management of the Company is responsible to ensure compliance with requirements of the relevant provisions of:

   (i) The Companies Act, 2013 and the rules made thereunder;
   (ii) The General Circulars issued by the Ministry of Corporate Affairs ("**MCA**") and the Securities and Exchange Board of India ("**SEBI**");
   (iii)Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India

   relating to the e-Voting facility provided to the shareholders. The Management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

4. My responsibility as a Scrutinizer is restricted to give a consolidated report on votes cast by the shareholders for the resolutions (businesses) contained in the **Notice dated July 03, 2026**, through e-Voting facility available for the Tribunal Convened meeting; based on the reports generated from the e-Voting system provided by the Agency authorized under the Rules, i.e., Central Depository Services (India) Limited (**'CDSL'**) and engaged by the Company to provide e-Voting facility and attendant papers/documents furnished to me electronically by the Company and/or **CDSL** for my verification.

   It was informed that Notice dated **July 03, 2026**, convening the Court Convened meeting along with the explanatory statement setting out material facts under Section 102 of the Companies Act, 2013, were sent electronically to the **eligible members**, whose names appeared in the Register of Members/ records of depositories and having valid email address(es).

   The Consolidated Report on e-Voting done through e-Voting system by the shareholders is submitted as follows:

   1. That the NCLT Order dated June 18, 2026 in Company Application No. CA(CAA)/43(CHE)/2026 directed the Meeting of the Equity Shareholders of the Company through VC/OAVM.

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Madras High Court
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Tirupur, Tamil Nadu
Pin Code - 641687

2. That pursuant to the directions of the Hon'ble NCLT, I was informed that the Company had duly issued notices with the explanatory statement to the Equity Shareholders vide e-mail respectively as directed by the Hon'ble NCLT.

3. That in compliance of the directions as to the public advertisement of the meeting of the Equity Shareholders, I was informed that the Company has effected publication dated July 05, 2026 in "The Indian Express" and "Makkal Kural".

4. That the Tribunal directed Meeting of Equity Shareholders of the Company was conducted to consider, and if thought fit, to pass the following resolution with or without modification:

*"**RESOLVED THAT** pursuant to the provisions of Sections 230 to 232 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the rules made thereunder, including the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and the National Company Law Tribunal Rules, 2016, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the SEBI Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023, and other applicable circulars issued by SEBI in relation to schemes of arrangement ("SEBI Scheme Circulars"), and all other applicable laws, regulations, rules, notifications and circulars (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in terms of the Observation Letters issued by BSE Limited and National Stock Exchange of India Limited on March 16,2026 respectively, and in accordance with the provisions of the Memorandum and Articles of Association of Refex Industries Limited ("RIL" or the "Company", also referred to as the "Transferee Company" or the "Demerged Company"), and subject to the sanction of the Hon'ble National Company Law Tribunal, Chennai Bench ("Hon'ble Tribunal" or "NCLT") and such other approvals, permissions and sanctions of the Central Government, SEBI, the Registrar of Companies, Stock Exchanges and other regulatory or governmental authorities, as may be necessary, and subject to such conditions and modifications as may be prescribed or imposed by the Hon'ble Tribunal or any statutory or regulatory authority while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any Committee(s) constituted/to be constituted by the Board or any person authorized by it to exercise its powers, including the powers conferred by this Resolution), the Composite Scheme of Amalgamation and Arrangement amongst Refex Green Mobility Limited ("RGML" or "Transferor Company") and Refex Industries Limited ("RIL" or "Transferee*

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Company" or "Demerged Company") and Refex Mobility Limited ("RML" or "Resulting Company") and their respective shareholders and creditors ("the Scheme"), as annexed to the Notice convening the Meeting, be and is hereby approved.

***RESOLVED FURTHER THAT** the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, proper, desirable or expedient for giving effect to this Resolution and for the purpose of implementing and giving effect to the Scheme and all matters connected therewith or incidental thereto, including:*

i. accepting such modifications and/or conditions, if any, as may be required and/or imposed by the Hon'ble Tribunal or its appellate authority(ies) and/or by any regulatory or governmental authorities while sanctioning the Scheme or otherwise;
ii. settling and resolving any questions, difficulties or doubts that may arise in this regard, including passing such accounting entries and making such adjustments in the books of account as may be considered necessary; and
iii. finalizing, signing, executing and filing all necessary applications, petitions, affidavits, documents and writings, and doing all such acts, deeds and things as may be necessary in connection therewith, without being required to seek any further consent or approval of the equity shareholders of the Company, and the equity shareholders shall be deemed to have accorded their approval thereto by virtue of this Resolution.

***RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers conferred herein to any Director(s) and/or Key Managerial Personnel of the Company, as it may, in its absolute discretion, deem fit, necessary or desirable, for the purpose of giving effect to these Resolutions, without requiring any further approval from the equity shareholders of RIL."*

5. The said meeting was called to order at 11:00 A.M. Since the quorum was duly present as directed by the Hon'ble NCLT vide its Order dated June 18, 2026, the meeting had duly commenced on time.

6. The Company had appointed CDSL as the Service Provider for the purpose of extending the facility of e-Voting system to the shareholders of the Company through remote e-Voting and during the Court Convened Meeting.

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7. CDSL had provided a system for recording the votes of the shareholders electronically on all the items of the businesses sought to be transacted at the Court Convened Meeting of the Company.

8. CDSL had set up electronic voting facility (Remote e-Voting and e-Voting during the Court Convened Meeting) on their website https://evoting.cdslindia.com/. The Company had uploaded the Notice setting out all the items of the business to be transacted at the Meeting, on the website of the Company and on the Service Provider to facilitate the shareholders of the Company to cast their vote through remote e-Voting.

9. The **Cut-off Date** for the purpose of identifying the shareholders who were entitled to vote on the resolutions set out in the Notice was **Friday**, **July 31, 2026.** As on the Cut-Off Date, there were **92,973 shareholders** of the Company.

10. The remote e-Voting period commenced from August 02, 2026 (Sunday), at 9:00 a.m. (IST) and ended on August 04, 2026 (Tuesday), at 5:00 p.m. (IST), thereafter, the remote e-Voting module was disabled by the Service Provider.

11. The Company has also provided e-voting facility for those Equity Shareholders who had not cast their vote on the resolution earlier by availing the remote e-voting facility prior to the meeting. The remote e-voting module was kept open for voting for a period of 15 minutes after the conclusion of the meeting.

12. For the purpose of considering the total votes casted by the shareholders, the votes casted through e-Voting during the Court Convened Meeting were counted and thereafter, the votes casted through remote e-Voting were unblocked and counted.

13. The e-Voting reports finalized from the CDSL has been handed over to the Company Secretary of the Company for safe keeping.

14. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-Voting and e-Voting during the Court Convened meeting based on the reports generated by CDSL, scrutinized and relied upon by me as under:

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Advocate,
Madras High Court
Email – kishorep@hotmail.com,
Mob: 9362959697

Office and Correspondence Address at :
"3/46. Cheran Avenue, Andipalayam,
Tirupur, Tamil Nadu
Pin Code - 641687

i. Valid Votes IN FAVOUR of the resolution:

Mode of voting	Number of Equity Shareholders who voted *(In favour)*	% of the total number of Equity Shareholders who voted *(In favour)*	Number of valid votes cast by them (Number of shares) *(In favour)*	% total number of valid votes cast *(In favour)*
Remote e-voting	114	99.999%	7,91,02,733	99.999%
E-voting at the meeting	3	100%	4518	100%
Total	**117**		7,91,07,251	

ii. Votes against the resolution

Mode of voting	Number of Equity Shareholders who voted *(Against)*	% of the total number of Equity Shareholders who voted *(Against)*	Number of valid votes cast by them (Number of shares) *(Against)*	% total number of valid votes cast *(Against)*
Remote e-voting	4	0.001%	603	0.001%
E-voting at the meeting	-		-	-
Total	**4**		**603**	

iii. Invalid votes

Mode of voting	Number of members voted	Number of votes declared invalid
Remote e-voting	0	0
E-voting at the meting	0	0
Total	**0**	**0**

15. As mentioned in the Notice to the equity shareholders, in accordance with the provisions of Section 230 to 232 of the Act, the Composite Scheme shall be

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considered approved by the equity shareholders only if the aforesaid resolution has been approved by majority of persons representing three-fourth in value of the equity shareholders through remote e-voting prior to the Meeting and e-voting during the Meeting.

16. I have been informed that for the present Scheme, the condition prescribed under Part I (A)(10)(b) of SEBI Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023, is not applicable.

17. Therefore, the above resolution has been **approved** by the requisite majority (in terms of the Act) by the **Equity Shareholders of the Company**.

KISHORE P, BBA., LLB., LLM., PGDAM
Advocate,
High Court of Madras
Email: kishorep@hotmail.com
Mobile - 9362959697

SCRUTINIZER

Kishore P, Advocate

counter signed
mukanda.

PLACE : CHENNAI
DATE : AUGUST 05, 2026

Annexure – C

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FORM NO. MGT-13

REPORT OF THE SCRUTINIZER OF THE TRIBUNAL DIRECTED MEETING OF THE SECURED CREDITORS OF REFEX INDUSTRIES LIMITED [CIN: L45200TN2002PLC049601] HELD ON WEDNESDAY, AUGUST 05, 2026 CONVENED AT 11:30 A.M THROUGH PHYSICAL MEETING

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

August 05, 2026

To:

Mr. U.K. Sirohi

CHAIRPERSON APPOINTED BY THE HON'BLE NCLT

Tribunal Convened Meeting of the Secured Creditors of

REFEX INDUSTRIES LIMITED

Held on August 05, 2026 at 11:30 A.M.

Ref: Meeting of the Secured Creditors of **Refex Industries Limited** (**"the Company"**) convened as per directions of National Company Law Tribunal (NCLT), Division Bench - I, Chennai vide Order dated **June 18, 2026** in **CA(CAA)/43(CHE)/2026**.

Sub: Scrutinizer's Report on the voting for the Tribunal Convened Meeting of the Secured Creditors of **Refex Industries Limited held** on August 05, 2026 convened at 11:30 A.M. at the Registered office of the Company at 2nd Floor No.313, Refex Towers, Sterling Road, Valluvar Kottam High Road, Nungambakkam, Chennai – 600034

Respected Sir,

I, Kishore P, Advocate, appointed as Scrutinizer for the purpose of the meetings conducted as per directions and order of the Division Bench – I, Chennai of the National Company Law Tribunal dated June 18, 2026 in Company Application Numbered CA(CAA)/43(CHE)/2026, for approving the **Composite Scheme of Amalgamation and Arrangement amongst Refex Green Mobility Limited ("RGML" or**

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"Transferor Company") and Refex Industries Limited ("RIL" or "Transferee Company" or "Demerged Company") and Refex Mobility Limited ("RML" or "Resulting Company") and their respective shareholders and creditors ("the Scheme"), pursuant to the provisions of Sections 230 to 232 of the Companies Act, 2013, and any other provisions of the Companies Act, 2013, as applicable, at the NCLT directed Meeting of the Secured Creditors of the Company, held on August 05, 2026 at 11:30 A.M. (**"Meeting"**) at the Registered office of the Company at 2nd Floor No.313, Refex Towers, Sterling road, Valluvar Kottam High Road, Nungambakkam, Chennai–600034 with **Mr. U.K. Sirohi** appointed as the **Chairperson** of the meeting, appointed by the Hon'ble NCLT.

I submit my report as under:

1. That the NCLT Order dated June 18,2026 in Company Application No. CA(CAA)/43(CHE)/2026 directed the Meeting of the Secured Creditors of the Company at its Registered Office.

2. That pursuant to the directions of the Hon'ble NCLT, I was informed that the Company had duly issued notices with the explanatory statement to the Secured Creditors vide courier and also to e-mail ID's of the respective Secured Creditors available with the Company.

3. That in compliance of the directions as to the public advertisement of the meeting of the Secured Creditors, I have been told that the Company has effected publication dated July 05, 2026 in "The Indian Express" and "Makkal Kural".

4. That on perusal of the certificate dated June 29, 2026 issued by Chartered Accountant ("The certificate") confirming the list of Secured Creditors as on March 31, 2026 reveal that there are 10 (Ten) Secured Creditors consisting of a total credit of Rs.1,58,90,59,414/- (Rupees One Hundred Fifty Eight Crore Ninety Lakh Fifty Nine Thousand Four Hundred Fourteen only) against the Company.

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Tirupur, Tamil Nadu
Pin Code - 641687

5. That the voting through poll at the NCLT directed Meeting of Secured Creditors of the Company was conducted to consider, and if thought fit, to pass the following resolution with or without modification:

*"**RESOLVED THAT** pursuant to the provisions of Sections 230 to 232 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the rules made thereunder, including the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and the National Company Law Tribunal Rules, 2016, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the SEBI Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023, and other applicable circulars issued by SEBI in relation to schemes of arrangement ("SEBI Scheme Circulars"), and all other applicable laws, regulations, rules, notifications and circulars (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in terms of the Observation Letters issued by BSE Limited and National Stock Exchange of India Limited on March 16,2026 respectively, and in accordance with the provisions of the Memorandum and Articles of Association of Refex Industries Limited ("RIL" or the "Company", also referred to as the "Transferee Company" or the "Demerged Company"), and subject to the sanction of the Hon'ble National Company Law Tribunal, Chennai Bench ("Hon'ble Tribunal" or "NCLT") and such other approvals, permissions and sanctions of the Central Government, SEBI, the Registrar of Companies, Stock Exchanges and other regulatory or governmental authorities, as may be necessary, and subject to such conditions and modifications as may be prescribed or imposed by the Hon'ble Tribunal or any statutory or regulatory authority while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any Committee(s) constituted/to be constituted by the Board or any person authorized by it to exercise its powers, including the powers conferred by this Resolution), the Composite Scheme of Amalgamation and Arrangement amongst Refex Green Mobility Limited ("RGML" or "Transferor Company") and Refex Industries Limited ("RIL" or "Transferee Company" or "Demerged Company") and Refex Mobility Limited ("RML" or "Resulting Company") and their respective shareholders and creditors ("the Scheme"), as annexed to the Notice convening the Meeting of the secured creditors, be and is hereby approved.*

***RESOLVED FURTHER THAT** the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, proper, desirable or expedient for giving effect to this Resolution and for the purpose of implementing and giving effect to the Scheme and all matters connected therewith or incidental thereto, including (i) accepting such modifications and/or conditions, if any, as may be required and/or imposed by the Hon'ble Tribunal or its appellate authority(ies) and/or by any regulatory or governmental authorities while* *sanctioning the Scheme or otherwise; (ii) settling and resolving any questions, difficulties or doubts that may arise in this regard, including passing such accounting entries and making such adjustments in the books of account as may be considered necessary; and (iii) finalizing, signing, executing and filing all necessary applications, petitions, affidavits, documents and writings, and doing all such acts, deeds and things as may be necessary in connection therewith, without being required to seek any further consent or approval of the secured creditors of the Company, and the secured creditors shall be deemed to have accorded their approval thereto by virtue of this Resolution.*

***RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers conferred herein to any Director(s) and/or Key Managerial Personnel of the Company, as it may, in its absolute discretion, deem fit, necessary or desirable, for the purpose of giving effect to these Resolutions, without requiring any further approval from secured creditors of RIL."*

6. That the Scrutinizer verified the identification of the authorized representatives of the Secured Creditors of the Company who were present at the place of meeting.

7. The said meeting was called to order at 11:30 A.M. The Quorum present at 11.30 A.M. was **03 (Three)** Secured Creditors in person or by proxy or through Authorized Representative.

8. Moreover, as per the certificate of Chartered Accountant dated June 29, 2026 which reflects the outstanding dues of the Company as on March 31,2026, it is clear that there are 10 (Ten) Secured Creditors consisting of a total credit of Rs.1,58,90,59,414/- (Rupees One Hundred Fifty Eight Crore Ninety Lakh Fifty Nine Thousand Four Hundred Fourteen only) dues against the Company. **For the purpose of voting of the resolution the 3 (Three) Secured Creditors constituting 47.2% of the entire outstanding dues were present at the meeting and unanimously voted in favour of the resolution.**

9. That after the time fixed for the poll by the Chairperson, ballot boxes kept for the polling were locked in the presence of all those present and due identification marks were placed by me.

10. That after the voting, the locked ballot boxes were subsequently opened in the presence of the Chairperson and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Chairperson of the Meeting, and the authorizations/ proxies were lodged with the Company.

11. That there were no poll papers, which were incomplete and/or which were otherwise found defective.

12. I now submit my report on the results of voting to approve the Scheme:

Voting result

Particulars	**Voting results**		
Votes	**Total number of Secured Creditors who voted**	**Total Value of Votes (in terms of Outstanding amount in Rs.) cast by them**	**Percentage of votes to total number of valid votes cast**
Voted in favour of resolution	3	75,00,00,000/-	100%
Voted against the resolution	Nil	-	-
Invalid votes	Nil	-	-
Total	**3**	**75,00,00,000/-**	**100%**

Voted in favor of the Resolution:

Number of Secured Creditors present and voting (in person by authorized representative)	Number of votes cast by them	% of total number of votes cast
3	75,00,00,000/-	**100%**

Voted against the Resolution:

Kishore P, BBA LLB., LLM., PGDAM.,
Advocate,
Madras High Court
Email – kishorep@hotmail.com,
Mob: 9362959697

Office and Correspondence Address at :
"3/46. Cheran Avenue, Andipalayam,
Tirupur, Tamil Nadu
Pin Code - 641687

Number of Secured Creditors present and voting (in person by authorized representative)	Number of votes cast by them	% of total number of votes cast
Nil	-	-

Invalid votes:

Number of Secured Creditors present and voting (in person by authorized representative)	Number of votes cast by them	% of total number of votes cast
Nil	-	-

13. Based on the above, **the resolution approving the Composite Scheme of Amalgamation and Arrangement has been "unanimously" voted in favor by all the Secured Creditors of the Company**.

KISHORE P, BBA., LLB., LLM., PGDAM
Advocate,
High Court of Madras
Email: kishorep@hotmail.com
Mobile - 9362959697

Counter signed

SCRUTINIZER

Kishore P, Advocate

PLACE: CHENNAI
DATE : AUGUST 05, 2026

RESPONSIBILITY STATEMENT:

My responsibility as Scrutinizer was restricted to scrutinize the voting process through ballot paper at the meeting in a fair and transparent manner; and to prepare and submit the Scrutinizer's report on the votes cast in favour of or against the resolution as set out in the Notice of the Meeting dated July 03,2026. The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules relating to voting through poll on the resolution contained in the Notice of the Meeting.

Annexure – D

Kishore P BBA LLB., LLM., PGDAM
Advocate,
Madras High Court
Email – kishorep@hotmail.com,
Mob: 9362959697

Office and Correspondence Address at :
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Tirupur, Tamil Nadu
Pin Code - 641687

FORM NO. MGT-13

REPORT OF THE SCRUTINIZER OF THE TRIBUNAL DIRECTED MEETING OF THE UNSECURED CREDITORS OF REFEX INDUSTRIES LIMITED |CIN: L45200TN2002PLC049601| ON WEDNESDAY, AUGUST 05, 2026 CONVENED AT 12:00 P.M THROUGH PHYSICAL MEETING

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

August 05, 2026

To:

Mr. U.K. Sirohi

CHAIRPERSON APPOINTED BY THE HON'BLE NCLT

Tribunal Convened Meeting of the Unsecured Creditors of

REFEX INDUSTRIES LIMITED

Held on August 05, 2026 at 12:00 P.M.

Ref: Meeting of the Unsecured Creditors of **Refex Industries Limited** (**"the Company"**) convened as per directions of National Company Law Tribunal (NCLT), Division Bench - I, Chennai vide Order dated June 18, 2026 in **CA(CAA)/43(CHE)/2026**.

Sub: Scrutinizer's Report on the voting for the Tribunal Convened Meeting of the **Unsecured Creditors of Refex Industries Limited on the August 05, 2026 convened at 12:00 P.M**. at the Registered office of the Company at 2nd Floor No.313, Refex Towers, Sterling road, Valluvar Kottam High Road, Nungambakkam, Chennai – 600034

Respected Sir,

I, Kishore P, Advocate, appointed as Scrutinizer for the purpose of the meetings conducted as per directions and order of the Division Bench – I, Chennai of the National Company Law Tribunal dated June 18 , 2026 in Company Application Numbered CA(CAA)/43(CHE)/2026, for approving the **Composite Scheme of Amalgamation and Arrangement amongst Refex Green Mobility Limited ("RGML" or "Transferor Company") and Refex Industries Limited ("RIL" or "Transferee Company" or "Demerged Company") and Refex Mobility Limited ("RML" or "Resulting Company") and their respective shareholders and creditors ("the Scheme")**, pursuant to the provisions of Sections 230 to 232 of the Companies Act, 2013, and any other provisions of the Companies Act, 2013, as applicable, at the Tribunal directed Meeting of the Unsecured Creditors of the Company, held on August 05, 2026 at 12:00 P.M. (**"Meeting"**) at the Registered office of the Company at 2nd Floor No.313, Refex Towers, Sterling road, , Valluvar Kottam High Road,

Kishore P BBA LLB., LLM., PGDAM
Advocate,
Madras High Court
Email – kishorep@hotmail.com,
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Office and Correspondence Address at :
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Tirupur, Tamil Nadu
Pin Code - 641687

Nungambakkam, Chennai – 600034 with Mr. U.K. Sirohi appointed as the Chairperson of the meeting, appointed by the Hon'ble NCLT.

I submit my report as under:

1. That the NCLT Order dated June 18, 2026 in Company Application No. CA(CAA)/43(CHE)/2026 directed the Meeting of the Unsecured Creditors of the Company at its Registered Office.

2. That pursuant to the directions of the Hon'ble NCLT, I was informed that the Company had duly issued notices with the explanatory statement to the Unsecured Creditors vide courier and also to email ids of the respective unsecured creditors available with the Company.

3. That in compliance of the directions as to the public advertisement of the meeting of the Unsecured Creditors, I was informed that the Company has effected publication dated July 05, 2026 in "The Indian Express") and "Makkal Kural"..

4. That on perusal of the certificate dated June 29, 2026 issued by Chartered Accountant ("The certificate") confirming the list of Unsecured Creditors as on March 31, 2026 reveal that there are 379 (Three Hundred Seventy Nine) Unsecured Creditors consisting of a total credit of Rs.3,47,67,69,639 /- (Rupees Three Hundred Forty Seven Crore Sixty Seven Lakh Sixty Nine Thousand Six Hundred Thirty Nine only) against the Company.

5. That the voting through poll at the NCLT directed Meeting of Unsecured Creditors of the Company was conducted to consider, and if thought fit, to pass the following resolution with or without modification:

*"**RESOLVED THAT** pursuant to the provisions of Sections 230 to 232 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the rules made thereunder, including the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and the National Company Law Tribunal Rules, 2016, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the SEBI Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023, and other applicable circulars issued by SEBI in relation to schemes of arrangement ("SEBI Scheme Circulars"), and all other applicable laws, regulations, rules, notifications and circulars (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in terms of the Observation Letters issued by BSE Limited and National Stock Exchange of India Limited on March 16,2026 respectively, and in accordance with the provisions of the Memorandum and Articles of Association of Refex Industries Limited ("RIL" or the "Company", also referred to as the "Transferee Company" or the "Demerged Company"), and subject to the sanction of the Hon'ble National Company Law Tribunal, Chennai Bench ("Hon'ble Tribunal" or "NCLT") and such other approvals, permissions and sanctions of the Central Government, SEBI, the Registrar of Companies, Stock Exchanges and other regulatory or governmental authorities, as may be necessary, and subject to such conditions and modifications as may be prescribed or imposed by the Hon'ble Tribunal or any statutory or regulatory authority while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company*

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Pin Code - 641687

(hereinafter referred to as the "Board", which term shall be deemed to include any Committee(s) constituted to be constituted by the Board or any person authorized by it to exercise its powers, including the powers conferred by this Resolution), the Composite Scheme of Amalgamation and Arrangement amongst Refex Green Mobility Limited ("RGML" or "Transferor Company") and Refex Industries Limited ("RIL" or "Transferee Company" or "Demerged Company") and Refex Mobility Limited ("RML" or "Resulting Company") and their respective shareholders and creditors ("the Scheme"), as annexed to the Notice convening the Meeting of the unsecured creditors, be and is hereby approved.

***RESOLVED FURTHER THAT** the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, proper, desirable or expedient for giving effect to this Resolution and for the purpose of implementing and giving effect to the Scheme and all matters connected therewith or incidental thereto, including (i) accepting such modifications and/or conditions, if any, as may be required and/or imposed by the Hon'ble Tribunal or its appellate authority(ies) and/or by any regulatory or governmental authorities while sanctioning the Scheme or otherwise; (ii) settling and resolving any questions, difficulties or doubts that may arise in this regard, including passing such accounting entries and making such adjustments in the books of account as may be considered necessary; and (iii) finalizing, signing, executing and filing all necessary applications, petitions, affidavits, documents and writings, and doing all such acts, deeds and things as may be necessary in connection therewith, without being required to seek any further consent or approval of the unsecured creditors of the Company, and the unsecured creditors shall be deemed to have accorded their approval thereto by virtue of this Resolution.*

***RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers conferred herein to any Director(s) and/or Key Managerial Personnel of the Company, as it may, in its absolute discretion, deem fit, necessary or desirable, for the purpose of giving effect to these Resolutions, without requiring any further approval from unsecured creditors of RIL. "*

6. That the Scrutinizer verified the identification of the authorized representatives of the Unsecured Creditors of the Company who were present at the place of meeting.

7. The said meeting was called to order at 12:00 P.M. The Quorum present at 12.00 P.M. was **37 (Thirty Seven)** Unsecured Creditors in person or by proxy or through Authorized Representative.

8. Moreover, as per the certificate of Chartered Accountant dated June 29, 2026 which reflects the outstanding dues of the Company as on March 31 ,2026 the date of voting, it is clear that there are 379 (Three Hundred Seventy Nine) Unsecured Creditors consisting of a total credit of Rs.3,47,67,69,639 /- (Rupees Three Hundred Forty Seven Crore Sixty Seven Lakh Sixty Nine Thousand Six Hundred Thirty Nine only) dues against the Company. **For the purpose of voting of the resolution the 37 (Thirty Seven) Unsecured creditors constituting 6.19% of the entire outstanding dues were present at the meeting and unanimously voted in favour of the resolution.**

9. That after the time fixed for the poll by the Chairperson, ballot boxes kept for the polling were locked in the presence of all those present and due identification marks were placed by me.

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Office and Correspondence Address at :
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Tirupur, Tamil Nadu
Pin Code - 641687

10. That after the voting, the locked ballot boxes were subsequently opened in the presence of the Chairperson and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Chairperson of the Meeting, and the authorizations/ proxies were lodged with the Company.

11. That there were no poll papers, which were incomplete and/or which were otherwise found defective.

12. I now submit my report on the results of voting to approve the Scheme:

Voting result

Particulars	**Voting results**		
Votes	**Total number of Unsecured Creditors who voted**	**Total Value of Votes (in terms of Outstanding amount in Rs.) cast by them**	**Percentage of votes to total number of valid votes cast**
Voted in favour of resolution	37	21,50,55,251/-	100%
Voted against the resolution	Nil	-	-
Invalid votes	Nil	-	-
Total	**37**	**21,50,55,251/-**	**100%**

Voted in favor of the Resolution:

Number of Unsecured Creditors present and voting (in person by authorized representative)	Number of votes cast by them	% of total number of votes cast
37	21,50,55,251/-	**100%**

Voted against the Resolution:

Number of Unsecured Creditors present and voting (in person by authorized representative)	Number of votes cast by them	% of total number of votes cast
Nil	-	-

Kishore P BBA LLB., LLM., PGDAM
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Tirupur, Tamil Nadu
Pin Code - 641687

Invalid votes:

Number of Unsecured Creditors present and voting (in person by authorized representative)	Number of votes cast by them	% of total number of votes cast
Nil	-	-

13. Based on the above, **the resolution approving the Composite Scheme of Amalgamation and Arrangement has been "unanimously" voted in favor by all the Unsecured Creditors of the Company.**

Counter Signed

KISHORE P, BBA., LLB., LLM., PGDAM
Advocate,
High Court of Madras
Email - kishorep@hotmail.com
Mobile - 9362959697

SCRUTINIZER

Kishore P, Advocate

PLACE : CHENNAI
DATE : AUGUST 05, 2026

RESPONSIBILITY STATEMENT:

My responsibility as Scrutinizer was restricted to scrutinize the voting process through ballot paper at the meeting in a fair and transparent manner, and to prepare and submit the Scrutinizer's report on the votes cast in favour of or against the resolution as set out in the Notice of the Meeting dated August 08, 2064. The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules relating to voting through poll on the resolution contained in the Notice of the Meeting.