

SCRUTINIZER'S REPORT

FOR

**VOTING CONDUCTED THROUGH POSTAL BALLOT E-VOTING
ENDED ON 1st MARCH, 2026**

OF

ROLEX RINGS LIMITED

(CIN: L28910GJ2003PLC041991)

**CS PURVI DAVE
SCRUTINIZER**

.....
PARTNER

***MJP* ASSOCIATES
PRACTISING COMPANY SECRETARIES**

MJP ASSOCIATES

PRACTISING COMPANY SECRETARIES

CS Bhavin A.Mehta, B.Com.,FCS
CS Samir M. Pathak, BBA.,LL.B,FCS
CS Purvi G.Dave, B.Com, Sp. LLB, ACS



Scrutinizer's Report

1st March, 2026

To,
The Chairman & Managing Director
ROLEX RINGS LIMITED
Behind Glowtech Private Limited,
Gondal Road, **Kotharia-360004, Rajkot, Gujarat**

Sub: Scrutinizer's Report on Postal Ballot/e-Voting of Rolex Rings Limited

Dear Sir,

I, **CS Purvi Dave, Practising Company Secretary** [Partner, **MJP Associates**, Practising Company Secretaries], the Board of Directors of Rolex Rings Limited (the Company) had appointed me to act as a Scrutinizer in accordance with Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended as on date 27th January, 2026 for conducting the Postal Ballot Process (through e-Voting) in a fair and transparent manner.

The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through Postal Ballot through electronic means on the Resolutions contained in the Postal Ballot notice dated 27th January, 2026.

Our responsibility as a Scrutinizer for the e-voting process is restricted to make a Scrutinizer report of the votes cast "in favour" or "against" the resolution based on the postal ballot submitted by the shareholders through evoting system provided by the MUFG Intime India Private Limited ("formerly known as Link Intime India Private Limited") (the Registrar & Share Transfer Agent of the Company - hereinafter referred to as 'RTA'), the authorized Service provider, for extending the facility of electronic voting to the Shareholders of the Company.

We issue the Scrutinizer Report in respect of e-voting for postal ballot the result of the evoting is **annexed** with the report.



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Mere talent is not enough, success also demands determination, direction, dedication, concentration and discipline



...Page (2) of (7) of Scrutinizer's Report dated 1st March, 2026 on Postal Ballot through e-voting of Rolex Rings Limited

The Report required in accordance with said Rules is submitted as under:

1. In accordance with the General Circular No. 11/2022 dated 28th December, 2022, issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars") and General Circular No. 09/2023 dated 25th September, 2023, issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars"), the physical copies of Postal Ballot Notice, along with Postal Ballot Forms and pre-paid business envelope, are not being sent to any members. Accordingly, the communication of the assent or dissent of the members eligible to vote is restricted only to remote e-Voting..
2. In accordance with the General Circular No. 11/2022 dated 28th December, 2022, issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars"), this Postal Ballot Notice is being sent only by electronic mode to those members whose names appears in the Register of Members/ List of Beneficial Owners as on Friday, 23rd January, 2026 ("Cut-Off Date") received from the Depositories and whose e-mail address are registered with the Company/Depositories. For those members who have not registered their email with the depositories, can avail the Notice of Postal Ballot from the website of the company. A copy of this Postal Ballot Notice will also be available on the website of the Company (<https://www.rolexrings.com>), website of the Stock Exchange (www.nseindia.com) and (www.bseindia.com) and website of the MUFG Intime India Private Limited <https://instavote.linkintime.co.in>.
- Members who have not registered their email address are requested to register the same with the Company or Depository Participant(s) for sending future communications in electronic mode. <https://www.rolexrings.com>.
3. The company had engaged services of RTA to provide e-voting facility to its members. The Voting period commenced 09:00 a.m. (IST) Saturday, 31st January, 2026 and end on at 5.00 p.m. (IST) Sunday, 01st March, 2026. The e-voting module was disabled by the MUFG Intime India Private Limited thereafter.
4. As confirmed by the Company, the company has issued a public Advertisement for notice to the members of the company in two Newspapers namely "Financial Express" an English Newspaper and Financial Express in local circulating Gujarati Newspaper in Gujarati Language as being the principal vernacular language of Gujarat having nationwide circulation on dated 31st January, 2026



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...Page (3) of (7) of Scrutinizer's Report dated 1st March, 2026 on Postal Ballot through e-voting of Rolex Rings Limited

5. The votes cast through electronic means received upto 5:00 pm (IST) on Sunday, 1st March, 2026 being last time and date fixed by the company for receipt of the votes cast through electronic means were considered for my scrutiny;
6. The votes cast through electronic means were unblocked on 1st March, 2026 after closing hours after 5:00 p.m. in the presence of 2 witnesses, Mr. Siddharth Acharya and Mr. Yash Parmar who are not in employment of the Company.
7. A summary of votes casted through electronic means is placed for consideration by the Members are given below:-

Item No : 1 SPECIAL RESOLUTION :-

1. To Approve revision in remuneration of Mr. Manesh Dayashankar Madeka, Chairman & Managing Director [DIN: 01629788]

A	Total number of Shareholders as on record date (i.e. Friday 23 rd January, 2026 the Cut-off date for voting purpose)	80104	
B	Total number of Shares as on Friday 23 rd January, 2026 (the Cutoff date)	272333120	
	Details of voting as under		
Sl. No	Particulars	Details	
		Number Votes casted through Intime India Private Limited E-voting Platform)	Number of Equity Shares
C	Total Votes cast through e-Voting	162	90877114
D	Grand Total of Postal Ballot through e voting Forms received	162	90877114
E	Net Valid E Voting of which :	160	90875434
	i Postal Ballot through E voting with Assent for the resolution	140	89080695
	ii Postal Ballot through E voting with Dissent for the resolution	20	1794739
F	Net Invalid E voting of Which	2	1680
	iii Postal Ballot through E voting with Abstain for the resolution	2	1680*

*# TWO Shareholder holding total 1680 Shares abstain from voting and one Shareholder holding 37 Shares voted only for 20 Shares did less Voting with 17 Shares.

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...Page (4) of (7) of Scrutinizer's Report dated 1st March, 2026 on Postal Ballot through e-voting of Rolex Rings Limited

We hereby report that Special Resolution Item no. 1 as mentioned in the Notice stand approved, under e-voting through postal Ballot, with the **requisite majority**.

Item No : 2 SPECIAL RESOLUTION :-

2. To Approve revision in remuneration of Mr. Bhautik Dayashankar Madeka, Whole time Director [DIN: 01761543]

A	Total number of Shareholders as on record date (i.e. Friday 23 rd January, 2026 the Cut-off date for voting purpose)	80104	
B	Total number of Shares as on Friday 23 rd January, 2026 (the Cutoff date)	272333120	
	Details of voting as under		
Sl. No	Particulars	Details	
		Number Votes casted through Intime India Private Limited E-voting Platform)	Number of Equity Shares
C	Total Votes cast through e-Voting	162	90877114
D	Grand Total of Postal Ballot through e voting Forms received	162	90877114
E	Net Valid E Voting of which :	160	90875434
	i Postal Ballot through E voting with Assent for the resolution	143	90395519
	ii Postal Ballot through E voting with Dissent for the resolution	17	479915
F	Net Invalid E voting of Which	2	1680
	iii Postal Ballot through E voting with Abstain for the resolution	2	1680*

*# TWO Shareholder holding total 1680 Shares abstain from voting and one Shareholder holding 37 Shares voted only for 20 Shares did less Voting with 17 Shares.

We hereby report that Special Resolution Item no. 2 as mentioned in the Notice stand approved, under e-voting through postal Ballot, with the **requisite majority**.

.....Continue on next page




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Item No : 3 SPECIAL RESOLUTION :-**3. To Approve revision in remuneration of Mr. Mihir Rupeshkumar Madeka, Whole time Director [DIN: 01778561]**

A	Total number of Shareholders as on record date (i.e. Friday 23 rd January, 2026 the Cut-off date for voting purpose)	80104	
B	Total number of Shares as on Friday 23 rd January, 2026 (the Cutoff date)	272333120	
	Details of voting as under		
Sl. No	Particulars	Details	
		Number Votes casted through Intime India Private Limited E-voting Platform)	Number of Equity Shares
C	Total Votes cast through e-Voting	162	90877114
D	Grand Total of Postal Ballot through e voting Forms received	162	90877114
E	Net Valid E Voting of which :	160	90875434
	i Postal Ballot through E voting with Assent for the resolution	144	90395679
	ii Postal Ballot through E voting with Dissent for the resolution	16	479755
F	Net Invalid E voting of Which	2	1680
	iii Postal Ballot through E voting with Abstain for the resolution	2	1680*

*# TWO Shareholder holding total 1680 Shares abstain from voting and one Shareholder holding 37 Shares voted only for 20 Shares did less Voting with 17 Shares.

We hereby report that Special Resolution Item no. 3 as mentioned in the Notice stand approved, under e-voting through postal Ballot, with the **requisite majority**.



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Item No : 4 ORDINARY RESOLUTION :-

4. Approval of Re-classification of Persons forming part of 'Promoter Group' from 'Promoter Group' Shareholder to 'Public' Shareholder:

A	Total number of Shareholders as on record date (i.e. Friday 23 rd January, 2026 the Cut-off date for voting purpose)	80104	
B	Total number of Shares as on Friday 23 rd January, 2026 (the Cutoff date)	272333120	
	Details of voting as under		
Sl. No	Particulars	Details	
		Number Votes casted through (MUFG Intime India Private Limited E-voting Platform)	Number of Equity Shares
C	Total Votes cast through e-Voting	162	90877131
D	Grand Total of Postal Ballot through e voting Forms received	162	90877131
E	Net Valid E Voting of which :	158	84113530
	i Postal Ballot through E voting with Assent for the resolution	132	52644007
	ii Postal Ballot through E voting with Dissent for the resolution	26	31469523
F	Net Invalid E voting of Which	4	6763601
	iii Postal Ballot through E voting with Abstain for the resolution	4	6763601*

*# Four Shareholder holding total 6763601 Shares abstain from voting out of this, 2 Shareholder(s) holding total 6761921 shares under Promoter & Promoter Group have abstained from Voting deemed to be interested in the proposed Resolutions, these votes are considered as Abstained/Invalid

We hereby report that an Ordinary Resolution Item no. 4 as mentioned in the Notice stand approved, under e-voting through postal Ballot, with the **requisite majority**.

8. The details of e-voting Register and summary alongwith other documents shall be under safe Custody to **CS Hardik Dhimantbhai Gandhi, Company Secretary and Compliance Officer [M. No. A39931]** of the Company as prescribed in Rules/ Act for safe keeping till the Chairman considers, approves and signs the Minutes and thereafter the same shall be returned to the Company.



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MJP ASSOCIATES

PRACTISING COMPANY SECRETARIES

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CS Purvi G.Dave, B.Com, Sp. LLB, ACS



...Page (7) of (7) of Scrutinizer's Report dated 1st March, 2026 on Postal Ballot through e-voting of Rolex Rings Limited

9. We hereby report that Ordinary Resolution(s) and Special Resolution (s) as mentioned in the Notice stand approved, under e-voting through postal Ballot, with the **requisite majority**.

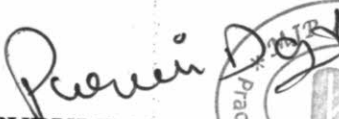
You may accordingly declare the Result of the voting by Postal Ballot.

Thanking you,

For, **MJP Associates**

Practising Company Secretaries

Firm Reg. No. P2001GJ007900


(CS PURVI DAVE)
ACS: 27373 CP: 10462
PR : 1780/2022
UDIN : A027373G004015478



Dated this 1st March, 2026

Place: Rajkot, Gujarat

Witnesses :

S.V. Acharya

1. Mr. Siddharth Acharya

Countersigned and received the report :

Yash

2. Mr. Yash Parmar



Signed by CS Hardik Dhimantbhai Gandhi,
Company Secretary and Compliance Officer [ACS 39931]

Authorised by the Board

Place : Rajkot
Date : 02nd March, 2026

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