



VINAY BABU GADE ACS, LLB
Company Secretary in Practice

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SCRUTINIZER'S REPORT

Form No MGT - 13

[Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

To,
The Chairman of 37th Annual General Meeting of members of Virinchi Limited held on Wednesday, September 30, 2026 at 12:30 P.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

Dear Sir,

Subject: Consolidated Scrutinizer's Report on Remote E-Voting conducted for the 37th Annual General Meeting.

I, CS Vinay Babu Gade, Company Secretary in whole-time Practice, having office at Hyderabad, Telangana was appointed as the Scrutinizer by the Board of Directors of **Virinchi Limited** (CIN: L72200TG1990PLC011104) having registered office at #8-2-672/5&6, 04th Floor, Ilyas Mohammed Khan Estate, Road No.1, Banjara Hills, Hyderabad - 500034, Telangana (the "Company") in the Board Meeting held on August 22, 2026 pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, if any, and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 including any statutory modification(s) or re-enactment(s) thereof for the time being in force.

My scope as a Scrutinizer is:

- To scrutinize the votes casted through electronic means (the "e-voting") and check whether the remote e-voting process was in fair and transparent manner held between Saturday, September 26, 2026, 09.00 A.M. (IST) and Tuesday, September 29, 2026, 05.00 P.M. (IST) as stated in the Notice of the 37th Annual General Meeting.
- To scrutinize the votes casted through e-voting at 37th AGM and check whether the voting process by use of e-voting at the 37th Annual General Meeting held on Wednesday, September 30, 2026 at 12:30 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), is conducted in a fair and transparent manner.

Notice of the Annual General Meeting:

The Notice dated August 22, 2026 convening 37th Annual General Meeting of the equity shareholders of the Company held on Tuesday, September 30, 2026 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") at 12:30 P.M., was sent through e-mail on September 08, 2026 to the shareholders whose names were recorded in the Register of members or in the Register of beneficial owners maintained by the depositories of the Company as on August 28, 2026. Pursuant to General



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Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 03/2022 dated May 05, 2022, 11/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023 and latest Circular being, General Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs ("MCA") and also Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/PoD2/P/CIR/2023/4 dated January 05, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and Circular number SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as "the Circulars") the Notice of 37th AGM and Annual Report for 2025-2026 was sent through electronic mode.

Cut-Off Date:

The shareholders whose names were recorded in the Register of members or in the Register of beneficial owners maintained by the depositories of the Company as on the "cut-off" date of September 23, 2026 were entitled to vote on the resolutions as set out at item nos.1 & 2 in the Notice of the 37th Annual General Meeting.

Newspaper Advertisement:

A public notice by way of an advertisement in newspapers was published by the Company on September 09, 2026 immediately on the completion of dispatch of notices of the Annual General Meeting, in terms of Rule 20 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, if any, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, in Financial Express (English newspaper having nationwide circulation) and Nava Telangana (principal vernacular language newspaper of the State in which the registered office is situated) for the purpose of e-voting.

Service Provider for E-Voting:

Pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable regulations, if any, including any statutory modification(s) or re-enactment(s) thereof for the time being in force the Company has arranged for remote e-voting facility to its shareholders through Central Depository Services (India) Limited (CDSL), (the "Agency").

The e-voting period commenced on Saturday, September 26, 2026 at 09.00 A.M. (IST) and ended on Tuesday, September 29, 2026 at 05.00 P.M. (IST). The Agency e-voting platform [www.evotingindia.com] was blocked thereafter and the votes cast under e-voting facility were then unblocked by me on Tuesday, September 30, 2026 at 01:52 P.M. (IST) in presence of Mr. Trinath and Mr. Govind, two witnesses not being in the employment of the Company.

At the 37th AGM of the Company held on Wednesday, September 30, 2026 at 12:30 P.M. the Company



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had also provided e-voting facility to the shareholders present at the 37th AGM through VC / OAVM and who had not participated in the e-voting facility provided during September 26, 2026 (9:00 A.M. IST) to September 29, 2026 (5:00 P.M. IST) to cast their votes.

After the closure of e-voting at the AGM, the report on voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and with the authorizations / proxies lodged with the Company and the combined report has been generated based on the data downloaded from the CDSL e-voting system.

I have scrutinized and reviewed the remote e-voting prior and during the AGM and votes cast therein, based on the data downloaded from the CDSL e-voting system.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act 2013 and Rules relating to voting through electronic means on the resolutions contained in the notice to the 37th Annual General Meeting (AGM) of the Equity Shareholders of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated in the AGM notice, based on the reports generated from e-voting system provided by CDSL, the authorized agency to provide e-voting facilities, engaged by the Company.

I now submit my consolidated Report as under on the result of the remote e-voting and e-voting at AGM in respect of the said resolutions as per the provisions of Section 108 and 109 of the Companies Act, 2013 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

ORDINARY BUSINESS:

Item No. 1 - To receive, consider and adopt:

- (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and Auditors thereon; and**
(b) the Audited Consolidated Financial statements of the Company for the financial year ended March 31, 2026, together with the Report of the Auditors thereon.
(Ordinary Resolution)

(i) Voted in favour of the Resolution:

Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
133	16450731	99.92

(ii) Voted against the Resolution:

Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
8	13782	0.08



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(iii) Invalid Votes:

Total Number of Members (Invalid)	Total number of votes cast by them
Nil	Nil

Item No. 2 - To appoint a Director in place of Mr. V. Satvanarayana (DIN: 09070986) who retires by rotation, and being eligible, offers himself for re-appointment:

(Ordinary Resolution)

(i) Voted in favour of the Resolution:

Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
132	16435731	99.83

(ii) Voted against the Resolution:

Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
9	28782	0.17

(iii) Invalid Votes:

Total Number of Members (Invalid)	Total number of votes cast by them
Nil	Nil

I further confirm that the registers and records generated from the remote e-voting platform of Service Provider including the registers maintained by us in respect of the votes casted through electronic means are being maintained in electronic form.

Based on the aforesaid results, the resolution no's 1 & 2 were passed with requisite majority. You may accordingly declare the same.



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All relevant records relating to electronic voting shall remain in my custody until the Chairman considers, approves and signs the Minutes of the 37th Annual General Meeting and the same shall be handed over to the Chairman / Company Secretary for safe keeping.

Thanking you,

Yours faithfully,




Scrutinizer
G Vinay Babu
Company Secretary in Practice
ACS No.: 20592.CP No.: 20707
UDIN: A020592H001685081
Date: 30.09.2026
Place: Hyderabad

Countersigned by
For Virinchi Limited


K. Ravindranath Tagore
Company Secretary
Date: 30.09.2026
Place: Hyderabad

