



UMESH VED & ASSOCIATES
Company Secretaries

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FORM NO. MGT-13

CONSOLIDATED SCRUTINIZER'S REPORT

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

To,
The Chairman,
VMS TMT LIMITED
Survey No. 214, Near Water Tank,
Bhayla, Ahmedabad, Bavla,
Gujarat, India, 382220

Re: Thirteenth Annual General Meeting (AGM) of VMS TMT Limited held on Tuesday, 29th September, 2026 at 03:08 P.M. through video conferencing (VC)/other audio-visual means (OAVM) in accordance with the applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Dear Sir,

I, **Umesh Ved**, Proprietor of M/s. Umesh Ved & Associates, Company Secretaries, Ahmedabad, was appointed as Scrutinizer for the purpose of scrutinizing the Remote E-Voting process and E-voting conducted during the Annual General Meeting ("AGM") pursuant to Section 108 & 109 of the Companies Act, 2013 read with rule 20 of Companies (Management and Administration) Rules, 2014 as amended, on the resolutions contained in the Notice to the 13th AGM of the Members of "VMS TMT Limited" (the Company) held on **Tuesday, 29th September, 2026 at 03:08 P.M.** through video conferencing (VC)/other audio visual means (OAVM) in accordance with the applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

My responsibility as a scrutinizer for the voting process is restricted to preparing Scrutinizer's Report of the vote casted "in favour" or "against" the resolution(s) based on the reports generated from the Remote e-voting system provided by the **NSDL** (the Agency/ service provider).

I submit my report as under:

1. The notice dated **26th August, 2026** as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020, April 13, 2020, January 13, 2021, June 23, 2021, December 8, 2021, May 5, 2022 and December 28, 2022 (collectively

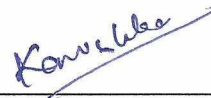


referred to as "MCA Circulars") and SEBI Circulars dated May 12, 2020, January 15, 2021, May 13, 2022 and January 5, 2023, SEBI Circular No. SEBI/HO/DDHS/P/CIR/2023/0164 dated October 6, 2023 and SEBI Circular No. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2025/83 dated June 5, 2025 (collectively referred to as "SEBI Circulars")

2. The Company has availed the e-voting facility offered by NSDL for conducting remote e-voting and e-voting conducted during the Annual General Meeting ("AGM") by the shareholders of the Company.
3. The shareholders of the Company holding shares as on the "cut-off" date 22nd September, 2026, were entitled to vote on the proposed resolutions as set out in item nos. 01 to 04 in the Notice of the 13th AGM of the Company.
4. The facility provided for Remote E-Voting commenced **from 09:00 A.M. on Saturday, the 26th September, 2026** and **ended on 05.00 P.M. on Monday, the 28th September, 2026**. The Remote E -voting facility was blocked thereafter.
5. The votes cast were unblocked on **Tuesday, 29th September, 2026** after the conclusion of Annual General Meeting and was witnessed by two witnesses, **Mr. Bhargav Tank** and **Ms. Kanishka Chopra**, who are not in the employment of the Company. They have signed below in confirmation of the same.



Bhargav Tank



Kanishka Chopra

6. The Company had also provided electronic voting facility to the shareholders present at the AGM through VC/ OAVM and who had not casted their vote earlier.
7. The voting done through Remote e-voting and e-voting conducted during the Annual General Meeting ("AGM") was reconciled with the records maintained by the RTA and the authorizations lodged with the Company.
8. The result of the Remote e-voting as well as e-voting conducted during the Annual General Meeting ("AGM") are as under:



1. RESOLUTION NO. 1 AS AN ORDINARY RESOLUTION

To receive, consider and adopt the Audited Standalone Statement of the Company including Balance Sheet as at 31st March, 2026, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the Directors' and the Auditors' Report thereon.

(i) Voted **in Favour** of the Resolution

Type of Voting	Number of members voting	Number of Votes Cast by them	% of total number of Valid votes cast
Remote E-Voting	42	33902900	99.98%
E-voting during the AGM	02	2450	0.01%
Total	44	33905350	99.99

(ii) Voted **against** of the Resolution

Type of Voting	Number of members voting	Number of Votes Cast by them	% of total number of Valid votes cast
Remote E-Voting	02	2101	0.01%
E-voting during the AGM	-	-	-
Total	02	2101	0.01%

(iii) **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

2. RESOLUTION NO. 2 AS AN ORDINARY RESOLUTION

To appoint a director in place of Mr. Manojkumar Jain (DIN:02190018) who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted **in Favour** of the Resolution

Type of Voting	Number of members voting	Number of Votes Cast by them	% of total number of Valid votes cast
Remote E-Voting	40	33873750	99.90%
E-voting during the AGM	02	2450	0.01%
Total	42	33876200	99.91%



(ii) Voted against of the Resolution

Type of Voting	Number of members voting	Number of Votes Cast by them	% of total number of Valid votes cast
Remote E-Voting	04	31251	0.09%
E-voting during the AGM	-	-	-
Total	04	31251	0.09%

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

3. RESOLUTION NO. 3 AS AN ORDINARY RESOLUTION

To Ratify Cost Auditors' Remuneration

(i) Voted in Favour of the Resolution

Type of Voting	Number of members voting	Number of Votes Cast by them	% of total number of Valid votes cast
Remote E-Voting	40	33873750	99.90%
E-voting during the AGM	02	2450	0.01%
Total	42	33876200	99.91%

(ii) Voted against of the Resolution

Type of Voting	Number of members voting	Number of Votes Cast by them	% of total number of Valid votes cast
Remote E-Voting	04	31251	0.09%
E-voting during the AGM	-	-	-
Total	04	31251	0.09%

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



4. RESOLUTION NO. 4 AS AN ORDINARY RESOLUTION

Appointment of Ms. Vaishaliben Sanjaybhai Jain (DIN: 11450105) as Independent Director of the Company:

(i) Voted **in Favour** of the Resolution

Type of Voting	Number of members voting	Number of Votes Cast by them	% of total number of Valid votes cast
Remote E-Voting	40	33873750	99.90%
E-voting during the AGM	01	2250	0.01%
Total	41	33876000	99.91%

(ii) Voted **against** of the Resolution

Type of Voting	Number of members voting	Number of Votes Cast by them	% of total number of Valid votes cast
Remote E-Voting	04	31251	0.09%
E-voting during the AGM	01	200	0.00%
Total	05	31451	0.09%

(iii) **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

9. All the resolutions mentioned in the AGM Notice as per details above accordingly stand passed with requisite majority.
10. The Electronic data and all other relevant records relating to Remote e-voting and e-voting during the AGM is under my safe custody and will be handled over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of AGM.

Thanking You,
Yours faithfully,

Umesh H. Ved

Umesh Ved
Umesh Ved & Associates
FCS No: 4411
CP No: 2924
Peer Review No.: 6564/2025
UDIN: F004411H001677830

Date: 30th September, 2026
Place: Ahmedabad

V Jain

VARUN MANOJKUMAR JAIN
MANAGING DIRECTOR/CHAIRMAN
DIN: 03502561



General information about company	
Scrip code	544521
NSE Symbol	VMSTMT
MSEI Symbol	NOTLISTED
ISIN	INE0SJA01013
Name of the company	VMS TMT LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-09-2026
Start time of the meeting	03:08 PM
End time of the meeting	03:40 PM

Scrutinizer Details	
Name of the Scrutinizer	Umesh Ved
Firms Name	Umesh Ved & Associates
Qualification	CS
Membership Number	4411
Date of Board Meeting in which appointed	26-08-2026
Date of Issuance of Report to the company	30-09-2026

Voting results	
Record date	22-09-2026
Total number of shareholders on record date	38503
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	5
b) Public	71
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Financial Statements for the Financial Year ended on 31st March, 2026 together with the Reports of the Board of Directors and Auditors thereon.				
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	33342810	33342810	100	33342810	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	33342810	33342810	100	33342810	0	100	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	564641	564641	100	562540	2101	99.6279	0.3721
	Poll							
	Postal Ballot (if applicable)							
	Total	564641	564641	100	562540	2101	99.6279	0.3721
Total		33907451	33907451	100	33905350	2101	99.9938	0.0062
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Mr. Manojkumar Jain (DIN: 02190018) who retires by rotation and being eligible, offers himself for re-appointment.				
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	33342810	33342810	100	33342810	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	33342810	33342810	100	33342810	0	100	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	564641	564641	100	533390	31251	94.4653	5.5347
	Poll							
	Postal Ballot (if applicable)							
	Total	564641	564641	100	533390	31251	94.4653	5.5347
Total		33907451	33907451	100	33876200	31251	99.9078	0.0922
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Ratify Cost Auditors' Remuneration				
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	33342810	33342810	100	33342810	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	33342810	33342810	100	33342810	0	100	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	564641	564641	100	533390	31251	94.4653	5.5347
	Poll							
	Postal Ballot (if applicable)							
	Total	564641	564641	100	533390	31251	94.4653	5.5347
Total		33907451	33907451	100	33876200	31251	99.9078	0.0922
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Ms. Vaishaliben Sanjaybhai Jain (DIN: 11450105) as Independent Director of the Company				
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	33342810	33342810	100	33342810	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	33342810	33342810	100	33342810	0	100	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	564641	564641	100	533190	31451	94.4299	5.5701
	Poll							
	Postal Ballot (if applicable)							
	Total	564641	564641	100	533190	31451	94.4299	5.5701
Total		33907451	33907451	100	33876000	31451	99.9072	0.0928
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

