

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and as per MCA General Circular (GC) No. 14/2020 dated 08-04-2020, GC No. 17/2020 dated 13-04-2020, GC No. 20/2020 dated 05-05-2020, resting with GC No. 03/2025 dated 22-09-2025. ("MCA Circulars")]

The Chairman,
11th Annual General Meeting of the Members of
V R Infraspac Limited,
held on Tuesday, September 29, 2026, at 04:00 P.M. (IST),
through Video Conferencing / Other Audio-Visual Means ("VC / OAVM")

Dear Sir,

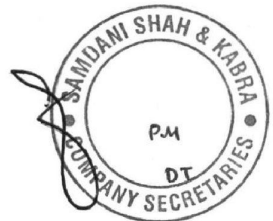
I, S. Samdani, Partner, Samdani Shah and Kabra, Company Secretaries, have been appointed as a Scrutinizer, by the Board of Directors of **V R Infraspac Limited ("Company")**, for the purpose of scrutinizing the e-voting process conducted for transacting the businesses as mentioned in the Notice dated September 02, 2026, convening 11th Annual General Meeting ("AGM") of the Members of the Company which was held on Tuesday, September 29, 2026, at 04:00 P.M. (IST), through VC / OAVM.

The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013, and Rules made thereunder, read with MCA Circulars; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with circulars issued thereunder and (iii) Secretarial Standard - 2 on General Meetings, issued by the Institute of the Company Secretaries of India, if any, relating to remote e-voting prior to the date of AGM and during the AGM.

My responsibility as a Scrutinizer is restricted to give a Report on votes cast by the Members of the Company.

I submit my report as under:

1. The Company had availed the e-voting facility offered by Central Depository Services (India) Limited ("CDSL") for providing remote e-voting facility to the Members of the Company prior to AGM, as well as during the AGM.
2. Prior to the date of AGM, the remote e-voting facility remained open for three (3) days from Saturday, September 26, 2026, at 9:00 A.M. (IST) to Monday, September 28, 2026, at 5:00 P.M. (IST), both days inclusive and was disabled for voting thereafter.
3. Further, the Company had also provided remote e-voting facility to the members who attended the AGM through VC / OAVM and had not voted on resolutions through remote e-voting prior to the date of AGM, to cast their votes during the AGM.



SRVRIL29092026

4. After the completion of the e-voting process at the AGM, the votes cast through remote e-voting prior to the date of AGM, as well as during the AGM, were unblocked and downloaded from the e-voting website of CDSL (www.evotingindia.com) on Tuesday, September 29, 2026, around 5:31 P.M. (IST), in the presence of two witnesses— Priyanka Marthak and Dev Trivedi, who are not in the employment of the Company.
5. I have scrutinized and reviewed the votes cast by the members through remote e-voting prior to the date of AGM, as well as during the AGM, based on the data downloaded from the CDSL website.

The result of the scrutiny of the above referred remote e-voting in respect of passing of the following resolutions, contained in the AGM Notice, is as under:

Resolution No. 1:

Adoption of the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon: **(Ordinary Resolution)**

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	27	67,81,200	100.00
Voted Against	0	0	0.00
Total	27	67,81,200	100.00
Invalid Votes	-	-	-

Resolution No. 2:

Adoption of the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026 and the report of the Auditors thereon: **(Ordinary Resolution)**

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	27	67,81,200	100.00
Voted Against	0	0	0.00
Total	27	67,81,200	100.00
Invalid Votes	-	-	-



SRVRIL29092026

Resolution No. 3:

Re-appointment of Mrs. Sumitaben Vipulbhai Rupareliya (DIN: 07364312), as a Director, who retires by rotation and being eligible, offers herself for re-appointment: **(Ordinary Resolution)**

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	27	67,81,200	100.00
Voted Against	0	0	0.00
Total	27	67,81,200	100.00
Invalid Votes	-	-	-

Resolution No. 4:

Appointment of M/s. B R P & Co., Chartered Accountants (Firm Registration No. 138694W) as Statutory Auditor of the Company: **(Ordinary Resolution)**

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	27	67,81,200	100.00
Voted Against	0	0	0.00
Total	27	67,81,200	100.00
Invalid Votes	-	-	-

Resolution No. 5:

Approval of Material Related Party transactions with Daxon Realty Limited: **(Ordinary Resolution)**

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	19	3,00,800	100.00
Voted Against	0	0	0
Total	19	3,00,800	100.00
Invalid Votes	*8	*64,80,400	-

*Eight members holding 64,80,400 equity shares have voted and are considered as invalid, being related parties.



SRVRIL29092026

Resolution No. 6:

Approval of Material Related Party Transactions with Daxon Realty Limited, Subsidiary Company:
(Ordinary Resolution)

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	19	3,00,800	100.00
Voted Against	0	0	0
Total	19	3,00,800	100.00
Invalid Votes	*8	*64,80,400	-

*Eight members holding 64,80,400 equity shares have voted and are considered as invalid, being related parties.

Resolution No. 7:

Approval of Material Related Party Transactions by Tradio Exim Private Limited, Subsidiary Company: (Ordinary Resolution)

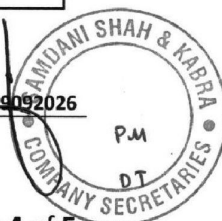
Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	19	3,00,800	100.00
Voted Against	0	0	0
Total	19	3,00,800	100.00
Invalid Votes	*8	*64,80,400	-

*Eight members holding 64,80,400 equity shares have voted and are considered as invalid, being related parties.

Resolution No. 8:

Approval for increase in the limit for making loans, giving guarantees or providing securities and making investments under Section 186 of Companies Act, 2013: (Special Resolution)

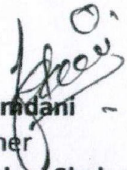
Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	27	67,81,200	100.00
Voted Against	0	0	0.00
Total	27	67,81,200	100.00
Invalid Votes	-	-	-



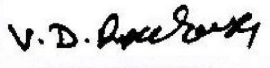
Notes:

1. All the figures shown in percentage have been rounded off nearest to two (2) decimal points.
2. Register(s) and all other records relating to Remote e-voting as conducted for AGM are under my safe custody and will be handed over to the Chairman / Company Secretary / Person duly authorized by the Board for preserving records safely, after the Chairman signs the minutes.
3. All the resolutions are passed with requisite majority.

Thanking you,
Yours Faithfully,


S. Samdani
Partner
Samdani Shah and Kabra
Company Secretaries
FCS No.: 3677 | CP No.: 2863




Counter Signed By
Chairman
V R Infraspac Limited

ICSI Peer Review No.: 7619/2026
ICSI Unique Code: P2008GJ016300
ICSI UDIN: F003677H001683036

Place: Vadodara | Date: September 30, 2026