

SCRUTINIZER'S REPORT

Date: 11th October 2025

To,
The Chairman,
Greaves Cotton Limited,
Unit No. 1A, 5th Floor, Tower 3,
Equinox Business Park, LBS Marg,
Kurla West, Mumbai- 400 070.

Sub: Greaves Cotton Limited – Scrutinizer's Report on Postal Ballot (e-voting) Results

Dear Sir,

The Board of Directors of Greaves Cotton Limited (hereinafter referred to as 'the Company') through circular resolution approved on 30th August 2025, appointed me as a Scrutinizer to conduct and scrutinize the Postal Ballot e-voting process in a fair and transparent manner in respect of the resolution as circulated/stated in the Postal Ballot Notice dated 10th September 2025.

In compliance with provisions of Sections 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 ('Act') read with rules made thereunder, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and in accordance with the provisions of the General Circulars No. 14/2020 dated 8th April 2020, No. 17/2020 dated 13th April 2020, and subsequent circulars issued in this regard, the latest being 03/2025 dated 22nd September 2025 issued by Ministry of Corporate Affairs ('MCA Circulars'), the Company had provided facility for voting through electronic means ('e-voting') to all members of the Company, to enable them to cast their votes electronically instead of submitting the postal ballot form.

The Company had engaged its Registrar and Share Transfer Agent viz. KFin Technologies Limited, as the Electronic Voting Service Provider (hereinafter referred to as 'Kfintech' or 'EVSP' or 'RTA') who had made necessary arrangements to facilitate e-voting by shareholders of the Company. The Company had sent the Postal ballot Notice including all requisite information required to cast the vote, in electronic form only to all its members who have registered their e-mail addresses with the Company / Registrar & Transfer Agents / Depository Participants. The communication of the assent or dissent of the members was sought through the e-voting system only.

To facilitate those members who had not yet registered their e-mail address, a proper procedure was laid down to get their email address registered with the RTA so that they could also participate in the e-voting extended by the Company.

The Company and the RTA had uploaded the notice together with the explanatory statement on their respective websites viz. www.greavescotton.com and <https://evoting.kfintech.com>.

The Company and the RTA had complied with all the necessary formalities specified under the Act, the Rules and MCA Circulars issued in this regard.

The aforesaid Postal Ballot Notice was sent on 11th September 2025 through e-mail to all the members of the Company whose name appeared on the Register of Members/List of Beneficial Owners as on 05th September 2025 ('Cut-off date') and whose email addresses were registered with the Company.

SGGS & Associates

Address: Office No. 2415, Solus, Hiranandani Estate, Ghodbunder Road,

Thane West- 400607, Maharashtra, India

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Email: Info@legalixir.com; Website: www.legalixir.com



The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules thereunder and SEBI Listing Regulations relating to the item being placed for approval of the members through postal ballot by e-voting.

My responsibility as the Scrutinizer of the voting process (through e-voting), was restricted to scrutinize the e-voting process in a fair and transparent manner and to prepare a scrutinizer's report of the votes cast in favour and in against the resolution as stated in the Notice, based on the reports generated from the e-voting system provided by EVSP.

The e-voting period commenced from Friday, 12th September 2025 at 09:00 a.m. IST and ended on Saturday, 11th October 2025 at 05:00 p.m. IST. A public notice regarding the Postal Ballot Notice was published on 12th September 2025 in Business Standard (all editions) English Newspaper and in Loksatta (Chhatrapati Sambhajnagar) Marathi Newspaper, providing requisite information and contact details of the EVSP for registering email id and process of e-voting.

SUMMARY OF VOTES CAST

The e-voting process concluded at 05:00 p.m. IST on Saturday, 11th October 2025. After closure of e-voting process the votes cast through E-voting facility were duly un-blocked by me as a scrutinizer in the presence of Mr. Udit Vaidya and Mr. Rohan Rami, witnesses, who are not in employment of the Company, as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014. Since e-voting facility was provided by KFintech, the details of the e-voting exercised by the members were duly compiled by KFintech, the compilation of the register containing the statement of member's name, DP Id/Client Id and/or Folio number, number of shares held, number of votes exercised, votes in favour, vote against were registered by KFintech i.e. <https://evoting.kfintech.com>, and were duly scrutinised.

Total no. of holders as on cut-off date	3,07,769
Total no. of equity shares as on cut-off date	23,28,44,585

The item for which approval of the members of the Company was sought as stated in the Notice are mentioned hereunder:

Special Resolution:

Item No. 1: Appointment of Mr. Jehangir Ardeshir (DIN: 02344835) as an Independent Director of the Company

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Less Voted
	Nos.	%	Nos.	%	Nos.
E-voting	13,55,53,789	99.98	29,613	0.02	3,948/98

Invalid Votes: Nil

Item No. 1 of Notice stands passed with the requisite majority.



I further report that as per the Postal Ballot Notice dated 10th September 2025, the Chairman or the person authorised by him may declare and confirm the above results of voting by postal ballot in respect of the resolutions referred above. The results of the postal ballot will be displayed at the registered office and corporate office of the Company and on the website of the Company (www.greaves cotton.com), on the website of KFintech (www.kfintech.com) as well as on Stock Exchanges' website viz. www.bseindia.com and www.nseindia.com.

Based on the above information, you may kindly announce the results.

Thanking you,

Yours faithfully

For SGGS & Associates

ICSI Unique Code: P2021MH086900



Sunny Gogiya

Partner

Membership No.: A56804

Certificate of Practice No.: 21563

UDIN: A056804G001533290

Peer Review Certificate No.: 5721/2024



Place: Thane

Date: 11th October 2025

The following were the witnesses to the unblocking of the votes on 11th October 2025.



Udit Vaidya



Rohan Rami

Received the Report

For Greaves Cotton Limited

Atindra Basu

Group General Counsel & Company Secretary

Membership No.: F13799

SGGS & Associates

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