



M DAMODARAN & ASSOCIATES LLP

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**CONSOLIDATED SCRUTINIZER'S REPORT
(Remote e-voting & e-voting at the AGM)
Form No. MGT 13**

[Pursuant to Section 108 of the Companies Act, 2013 and
Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and
Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements)
Regulations, 2015]

To,

The Chairman of 52nd Annual General Meeting ("AGM") of the equity shareholders of **INDO-NATIONAL LIMITED** (CIN: L31909TN1972PLC006196) held on Friday, September 26, 2025 at 03:00 P.M. (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').

Dear Madam,

1. I, M. Damodaran, Practicing Company Secretary, Managing Partner of M/s. M Damodaran & Associates LLP, had been appointed as a Scrutinizer by the Board of Directors of **INDO-NATIONAL LIMITED** ("the Company") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("Rules") and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") for scrutinizing the process of remote e-voting and e-voting at the AGM in a fair and transparent manner for ascertaining the requisite majority on voting in respect of the resolutions proposed at the said AGM, the details of which are forming part of this report.
2. The Management of the Company is responsible to ensure the compliance with the requirement of the said Act, Rules and SEBI Listing Regulations relating to voting through electronic means [i.e. by remote e-voting and e-voting at the AGM] for the resolutions contained in the Notice of the 52nd AGM of the equity shareholders of the Company dated August 12, 2025. My responsibility as a Scrutinizer for the voting process through electronic means (i.e. by remote e-voting and e-voting at the AGM) is restricted to make a consolidated Scrutinizer's Report of the vote cast "in favor" or "against" the resolutions stated in the Notice of the 52nd AGM, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited ("CDSL") engaged by the Company to provide remote e-voting and e-voting facilities at the AGM.





3. In respect of the below mentioned resolutions proposed at the 52nd AGM of the equity shareholders of the Company held on Friday, September 26, 2025 at 03:00 P.M (IST), through VC/OAVM, I submit my report as under:

- i. The remote e-voting commenced on September 23, 2025 (Tuesday) at 09.00 A.M (IST) and ended on September 25, 2025 (Thursday) at 05.00 P.M (IST).
- ii. Pursuant to the Ministry of Corporate Affairs ("MCA") General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 02/2022, 10/2022, 09/2023 and 09/2024 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 respectively, (collectively referred to as "MCA Circulars") and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11, SEBI/HO/CFD/CMD2/CIR/P/2022/62, SEBI/HO/CFD/PoD-2/P/CIR/2023/4, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated May 12, 2020, January 15, 2021, May 13, 2022, January 05, 2023, October 07, 2023 and October 03, 2024 respectively, issued by the Securities and Exchange Board of India (collectively referred to as "SEBI Circular"), Notice of the 52nd AGM along with the Annual Report 2024-25 were sent only through electronic mode to those Members whose email addresses were registered with the Company/ Depository Participant(s) and physical copy was sent to those shareholders who had requested for the same. For Members who have not registered their e-mail address with the Company or with the depository, a letter containing web-link including the exact path of the website where details pertaining to the Annual Report and the Notice of AGM are hosted were also sent at the address registered in the records of RTA/Company/Depository Participant(s).
- iii. Since the AGM was held pursuant to the said MCA Circulars and SEBI Circulars through VC, physical attendance of members had been dispensed with. Accordingly, in terms of the above mentioned MCA and SEBI Circulars, the facility for appointment of proxies by the members were also dispensed with.
- iv. The equity shareholders holding shares as on September 19, 2025 (Friday), i.e, cut-off date, were entitled to vote on the resolutions stated in the Notice of the 52nd AGM of the Company.
- v. The equity shareholders present at the 52nd AGM through VC/OAVM voted through e-voting facilities provided by CDSL.

M. D. A.



- vi. As per the information given by the Company and the Registrar and Transfer Agent of the Company, the names of the equity shareholders who had voted by remote e-voting through the facility provided by CDSL was blocked and only those equity shareholders who were present at the AGM through VC/OAVM and who had not voted on remote e-voting were allowed to cast their votes through e-voting system at the AGM.
- vii. On completion of e-voting at the AGM, the votes cast through remote e-voting and e-voting at the AGM were unblocked and downloaded on Friday, September 26, 2025 at 03.50 P.M (IST) in presence of two witnesses who are not in the employment of the Company. The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted, and the consolidated results were prepared.
- viii. Based on the data downloaded from CDSL e-voting system, the total votes cast in "favor" or "against" for all the resolutions proposed in the Notice of the 52nd AGM are as under:

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CONSOLIDATED RESULTS OF REMOTE E-VOTING AND E-VOTING AT THE 52ND AGM OF INDO- NATIONAL LIMITED

Item No: 1

To Consider and Adopt Audited Financial Statements including the Consolidated Financial Statements for the year ended 31st March, 2025 and the Board's and Auditors Report thereon.

Passed as an Ordinary Resolution as follows:

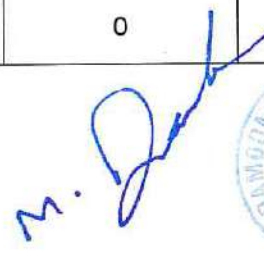
Mode of e-Voting	Total valid e-voting cast (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	60	56	4230319	99.9972	4	117	0.0028	100
e-voting at the AGM	3	2	4	50	1	4	50	100
Total	63	58	4230323	99.9971	5	121	0.0029	100

Details of Abstained Votes:

Mode of e- Voting	Number of members who abstained from voting	Total number of votes abstained
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total	0	0

Details of Invalid Votes:

Mode of e- Voting	Total number of members cast invalid votes	Total invalid votes
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total	0	0




Item No: 2

Declaration of dividend on equity shares for the financial year 2024-25.

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total valid e-voting cast (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	60	56	4230319	99.9972	4	117	0.0028	100
e-voting at the AGM	3	2	4	50	1	4	50	100
Total	63	58	4230323	99.9971	5	121	0.0029	100

Details of Abstained Votes:

Mode of e- Voting	Number of members who abstained from voting	Total number of votes abstained
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total	0	0

Details of Invalid Votes:

Mode of e- Voting	Total number of members cast invalid votes	Total invalid votes
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total	0	0

M. J. [Signature]





Item No: 4

Re-appointment of Mr. P. Aditya Reddy (DIN: 00482051), as Director, who retires by rotation.

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total valid e-voting cast (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	60	56	4230319	99.9972	4	117	0.0028	100
e-voting at the AGM	3	2	4	50	1	4	50	100
Total	63	58	4230323	99.9971	5	121	0.0029	100

Details of Abstained Votes:

Mode of e- Voting	Number of members who abstained from voting	Total number of votes abstained
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total	0	0

Details of Invalid Votes:

Mode of e- Voting	Total number of members cast invalid votes	Total invalid votes
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total	0	0

M. P. Aditya Reddy

Item No: 5

Re-appointment of Ms. Suneeta Reddy (DIN: 00001873), as Director, who retires by rotation.

Passed as an Ordinary Resolution as follows:

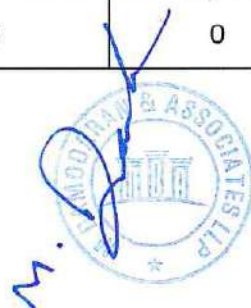
Mode of e-Voting	Total valid e-voting cast (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	60	56	4230319	99.9972	4	117	0.0028	100
e-voting at the AGM	3	2	4	50	1	4	50	100
Total	63	58	4230323	99.9971	5	121	0.0029	100

Details of Abstained Votes:

Mode of e- Voting	Number of members who abstained from voting	Total number of votes abstained
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total	0	0

Details of Invalid Votes:

Mode of e- Voting	Total number of members cast invalid votes	Total invalid votes
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total	0	0



Special Business:

Item No: 6

Approval for re-appointment of Mr. P. Dwaraknath Reddy (DIN: 00277929) as Managing Director of the Company and payment of remuneration to him.

Passed as a Special Resolution as follows:

Mode of e-Voting	Total valid e-voting cast (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	60	55	4230317	99.9972	5	119	0.0028	100
e-voting at the AGM	3	2	4	50	1	4	50	100
Total	63	57	4230321	99.9971	6	123	0.0029	100

Details of Abstained Votes:

Mode of e- Voting	Number of members who abstained from voting	Total number of votes abstained
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total	0	0

Details of Invalid Votes:

Mode of e- Voting	Total number of members cast invalid votes	Total invalid votes
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total	0	0

Item No: 7

Approval for re-appointment of Mr. P. Aditya Reddy (DIN: 00482051) as Joint Managing Director of the Company and payment of remuneration to him.

Passed as a Special Resolution as follows:

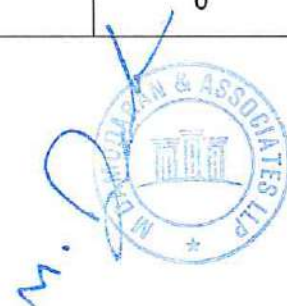
Mode of e-Voting	Total valid e-voting cast (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	60	55	4230317	99.9972	5	119	0.0028	100
e-voting at the AGM	3	2	4	50	1	4	50	100
Total	63	57	4230321	99.9971	6	123	0.0029	100

Details of Abstained Votes:

Mode of e- Voting	Number of members who abstained from voting	Total number of votes abstained
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total	0	0

Details of Invalid Votes:

Mode of e- Voting	Total number of members cast invalid votes	Total invalid votes
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total	0	0



Item No: 8

Approval for related party transactions with M/s. Associated Electrical Agencies for a period from 1st October 2025 to 30th September 2030.

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total valid e-voting cast (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	55	51	68803	99.8302	4	117	0.1698	100
e-voting at the AGM	3	2	4	50	1	4	50	100
Total	58	53	68807	99.8245	5	121	0.1755	100

Details of Abstained Votes:

Mode of e- Voting	Number of members who abstained from voting	Total number of votes abstained
Remote e-Voting	4	4024396
e-Voting at the AGM	0	0
Total	4	4024396

Details of Invalid Votes:

Mode of e- Voting	Total number of members cast invalid votes	Total invalid votes
Remote e-Voting	1	137120
e-Voting at the AGM	0	0
Total	1	137120

M. [Signature]



Item No: 9

Approval for related party transactions with M/s. Apex Agencies for a period from 1st October 2025 to 30th September 2030.

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total valid e-voting cast (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	55	51	68803	99.8302	4	117	0.1698	100
e-voting at the AGM	3	2	4	50	1	4	50	100
Total	58	53	68807	99.8245	5	121	0.1755	100

Details of Abstained Votes:

Mode of e- Voting	Number of members who abstained from voting	Total number of votes abstained
Remote e-Voting	4	4024396
e-Voting at the AGM	0	0
Total	4	4024396

Details of Invalid Votes:

Mode of e- Voting	Total number of members cast invalid votes	Total invalid votes
Remote e-Voting	1	137120
e-Voting at the AGM	0	0
Total	1	137120

Item No: 10

Approval for payment of remuneration to Cost Auditor M/s. B. Thulasiram & Co., Cost Accountant, Chennai (Firm Registration No. 003539), for the Financial Year ending March 31, 2026.

Passed as an Ordinary Resolution as follows:

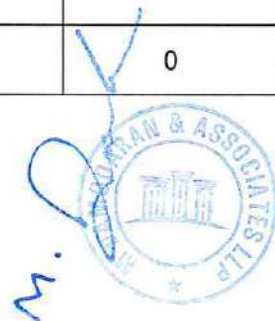
Mode of e-Voting	Total valid e-voting cast (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	60	55	4230317	99.9972	5	119	0.0028	100
e-voting at the AGM	3	2	4	50	1	4	50	100
Total	63	57	4230321	99.9971	6	123	0.0029	100

Details of Abstained Votes:

Mode of e- Voting	Number of members who abstained from voting	Total number of votes abstained
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total	0	0

Details of Invalid Votes:

Mode of e- Voting	Total number of members cast invalid votes	Total invalid votes
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total	0	0





Item No: 11

Appointment of M/s. M Damodaran & Associates LLP, Company Secretaries (Firm Registration Number: L2019TN006000) as the Secretarial Auditors of the Company for 5 (Five) consecutive Financial Years from 2025-26 to 2029-30.

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total valid e-voting cast (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	60	56	4230319	99.9972	4	117	0.0028	100
e-voting at the AGM	3	2	4	50	1	4	50	100
Total	63	58	4230323	99.9971	5	121	0.0029	100

Details of Abstained Votes:

Mode of e- Voting	Number of members who abstained from voting	Total number of votes abstained
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total	0	0

Details of Invalid Votes:

Mode of e- Voting	Total number of members cast Invalid votes	Total invalid votes
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total	0	0

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Item No: 12

Alteration of Articles of Association of the Company.

Passed as a Special Resolution as follows:

Mode of e-Voting	Total valid e-voting cast (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	60	55	4230317	99.9972	5	119	0.0028	100
e-voting at the AGM	3	2	4	50	1	4	50	100
Total	63	57	4230321	99.9971	6	123	0.0029	100

Details of Abstained Votes:

Mode of e- Voting	Number of members who abstained from voting	Total number of votes abstained
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total	0	0

Details of Invalid Votes:

Mode of e- Voting	Total number of members cast invalid votes	Total invalid votes
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total	0	0





Item No: 13

Appointment of Mr. B L N Prasad (DIN: 11238020) as Non-Executive Non-Independent Director of the Company.

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total valid e-voting cast (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	60	56	4230319	99.9972	4	117	0.0028	100
e-voting at the AGM	3	2	4	50	1	4	50	100
Total	63	58	4230323	99.9971	5	121	0.0029	100

Details of Abstained Votes:

Mode of e- Voting	Number of members who abstained from voting	Total number of votes abstained
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total	0	0

Details of Invalid Votes:

Mode of e- Voting	Total number of members cast invalid votes	Total invalid votes
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total	0	0

M. [Signature]



- ix. Based on the aforesaid results, I report that all the Thirteen (13) Resolutions as set out in the 52nd AGM Notice dated August 12, 2025 have been passed with requisite majority.
- x. The electronic data and all other relevant records relating to remote e-voting and e-voting at the AGM are under my safe custody and will be handed over to the Company Secretary of the Company for preserving safely after the Chairman considers, approves and authenticates the minutes of the AGM.

Thanking You,

Yours faithfully,

M. Damodaran
Managing Partner
M Damodaran & Associates LLP
Membership No.: 5837
COP No.: 5081
FRN: L2019TN006000
PR 3847/2023
ICSI UDIN: F005837G001379761

Place: Chennai
Date: September 29, 2025