Ragini Chokshi & Co.

Company Secretaries

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34, Kamer Building, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai - 400 001.
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Date : 21-08-2026

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)]

To,
The Chairperson,
59th Annual General Meeting (AGM)
Of **VIP INDUSTRIES LIMITED**
Held on Friday, August 21, 2026

Dear Sir,

1. Appointment as Scrutinizer:

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Co., a Company Secretary Firm, having its registered office at 34, 5th Floor, Kamer Building, 38, Cawasji Patel Street, Fort, Mumbai 400001, have been appointed as the Scrutinizer by the Board of Directors of **VIP INDUSTRIES LIMITED** (the "Company") for the purpose of scrutinizing the remote e-voting and voting through electronic voting system during the Annual General Meeting ('AGM') carried out as per the provisions of Section 108 of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto, read with MCA General Circular No. 14/2020 dated April 8, 2020, MCA General Circular No. 14/2020 dated April 8, 2020, MCA General Circular No. 17/2020 dated April 13, 2020, MCA General Circular No. 20/2020 dated May 5, 2020, Circular no. 02/2021 dated January 13, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 02/2022 dated May 05, 2022, Circular No. 10/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023, Circular No. 09/2024 dated September 19, 2024 and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 and the provisions of Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015('SEBI Listing Regulations') read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and 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/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 on the businesses contained in the Notice of the AGM of the Members of the Company, held on Friday, August 21, 2026 at 02:30 P.M. (IST) through Video Conferencing facility / Other Audio-Visual Means ('VC / OAVM').

2. Our Responsibility:

The management of the Company is responsible to ensure the compliance with the requirements of the Act, Rules and notifications and SEBI Listing Regulations relating to voting through electronic means on the businesses set out in the Notice of the 59thAGM of the Members of the Company. Our responsibility as a Scrutinizer is to scrutinize remote e-voting and e-voting conducted during the AGM in a fair and transparent manner and to ascertain requisite majority and is restricted in submitting a Consolidated Scrutinizer's Report on the voting on the resolutions set out in the Notice, based on the reports generated from the e-Voting system of National Securities Depository Limited (NSDL), the authorized agency to provide remote e-Voting facilities before and during the AGM, engaged by the Company.

3. Dispatch of Notice convening AGM:

Pursuant to MCA General Circulars No. 14/2020, 17/2020, 20/2020 and 02/2021, 21/2021, 02/2022, 10/2022, 09/2023, 09/2024, dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 14, 2021, May 05, 2022 , December 28, 2022, September 25, 2023, September 19, 2024 and latest being 03/2025 dated September 22, 2025 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024, advertisement was published on Friday, July 31, 2026, in Business Standard (English Edition) and in Navshakti (Marathi Edition), both the newspapers having electronic editions specifying all the necessary information prescribed in the rules and circulars.

The Company hosted the notice of AGM on its website namely www.vipindustries.co.in *and also* uploaded the same on the website of the Stock Exchange i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com

The Company completed dispatch of Notice of AGM on July 30, 2026 by E-mail to Members who had registered their email addresses with the Company / Depositories.

4. Cut-off date:

Voting rights were reckoned as on Friday, August 14, 2026 being the cut-off date for deciding the entitlements of members for remote e-voting and e-voting during the AGM.

5. Remote e-voting process:

i) Agency: The Company had appointed National Securities Depository Limited (NSDL) as the agency for providing the platform for remote e-voting and e-voting during the AGM.

ii) Remote e-voting period: The Remote e-voting remained open from 09:00 a.m. on Tuesday, August 18, 2026 and ended on Thursday, August 20, 2026 at 5:00 p.m.

The votes cast were unblocked on August 21, 2026 after the conclusion of the AGM and was witnessed by two witnesses, who are not in the employment of the Company.
They have signed below in confirmation of the same.

Mr. Harshit Dave	Ms. Varsha Solanki

6. Voting at the AGM:

After the time fixed for closing of the e-voting by the Chairperson, the electronic system recording the e-voting (e-votes) was locked by National Securities Depository Limited (NSDL).

The e-votes cast were unblocked on, August 21, 2026 after 15 minutes of conclusion of proceedings of AGM.

I hereby submit the Consolidated Scrutinizer's Report based on the results of remote e-voting and e-voting during the AGM based on the reports downloaded from the e-voting website of National Securities Depository Limited (NSDL) and relied upon by me as under:

RAGINI CHOKSHI & CO. Company Secretaries C.P. 1436 MUMBAI

CONSOLIDATED RESULTS

ORDINARY BUSINESS:

Item No. 1: Ordinary Resolution

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;

b) The Audited Consolidated Financial Statements of the Company for the Financial year ended March 31, 2026, together with the Report of Auditors thereon.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	184	8,60,70,569	5	608	189	8,60,71,177	99.9986
Dissent	6	1,172	0	0	6	1,172	0.0014
Total	**190**	**8,60,71,741**	**5**	**608**	**195**	**8,60,72,349**	**100.0000**

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	**8,60,72,349**	**100.0000**
Assented to Resolution	8,60,71,177	99.9986
Dissented to Resolution	1,172	0.0014

RAGINI CHOKSHI & CO. Company Secretaries C.P. 1436 MUMBAI

Item No. 2: **Ordinary Resolution**

To appoint a director in place of Mr. Sridhar Sankararaman (DIN: 06794418), Non-Executive, Non-Independent Director, who retires by rotation and being eligible, seeks re-appointment.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	178	8,60,70,393	5	513	183	8,60,70,906	99.9984
Dissent	12	1,348	0	0	12	1,348	0.0016
Total	**190**	**8,60,71,741**	**5**	**513**	**195**	**8,60,72,254**	**100.0000**

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	**8,60,72,254**	**100.0000**
Assented to Resolution	8,60,70,906	99.9984
Dissented to Resolution	1,348	0.0016

RAGINI CHOKSHI & CO. Company Secretaries C.P. 1436 MUMBAI

Item No. 3: **Ordinary Resolution**

Appointment of M/s. Deloitte Haskins & Sells Chartered Accountants LLP, Chartered Accountants (Firm Registration No: 117364W/W100739) as the Statutory Auditors of the Company.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	180	8,60,70,532	5	518	185	8,60,71,050	99.9986
Dissent	10	1,209	0	0	10	1,209	0.0014
Total	**190**	**8,60,71,741**	**5**	**518**	**195**	**8,60,72,259**	**100.0000**

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	**8,60,72,259**	**100.0000**
Assented to Resolution	8,60,71,050	99.9986
Dissented to Resolution	1,209	0.0014

RAGINI CHOKSHI & CO. Company Secretaries C.P. 1436 MUMBAI

SPECIAL BUSINESS:

Item No. 4: **Special Resolution**

Approval for waiver of recovery of excess managerial remuneration paid to Ms. Radhika Piramal, Former Executive Director for the Financial Year 2025-26 (upto September 23, 2025)

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	146	8,21,33,109	4	508	150	8,21,33,617	96.5145
Dissent	42	29,66,012	1	100	43	29,66,112	3.4855
Total	**188**	**8,50,99,121**	**5**	**608**	**193**	**8,50,99,729**	**100.0000**

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	**8,50,99,729**	**100.0000**
Assented to Resolution	8,21,33,617	96.5145
Dissented to Resolution	29,66,112	3.4855

RAGINI CHOKSHI & CO. Company Secretaries C.P. 1436 MUMBAI

Item No. 5: **Special Resolution**

Approval for waiver of recovery of excess managerial remuneration paid to Ms. Neetu Kashiramka, Former Managing Director, for the Financial Year 2025-26 (upto September 23, 2025)

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	**Votes**	**Number**	**Votes**	**Number**	**Votes**	
Assent	137	7,94,29,709	4	508	141	7,94,30,217	92.2831
Dissent	53	66,42,032	1	100	54	66,42,132	7.7169
Total	**190**	**8,60,71,741**	**5**	**608**	**195**	**8,60,72,349**	**100.0000**

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	**8,60,72,349**	**100.0000**
Assented to Resolution	7,94,30,217	92.2831
Dissented to Resolution	66,42,132	7.7169

RAGINI CHOKSHI & CO. Company Secretaries C.P. 1436 MUMBAI

Item No. 6: **Special Resolution**

Approval for waiver of recovery of excess managerial remuneration paid to Mr. Ashish Saha, Former Executive Director for the Financial Year 2025-26 (upto September 23, 2025)

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	**Votes**	**Number**	**Votes**	**Number**	**Votes**	
Assent	149	8,31,04,506	4	508	153	8,31,05,014	96.5539
Dissent	40	29,66,005	1	100	41	29,66,105	3.4461
Total	**189**	**8,60,70,511**	**5**	**608**	**194**	**8,60,71,119**	**100.0000**

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	**8,60,71,119**	**100.0000**
Assented to Resolution	8,31,05,014	96.5539
Dissented to Resolution	29,66,105	3.4461

RAGINI CHOKSHI & CO. Company Secretaries C.P. 1436 MUMBAI

Item No. 7: <u>Special Resolution</u>

Appointment of Ms. Vaishali Shrikant Bhat (DIN: 11385751) as Non-Executive, Independent Director of the Company

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	179	8,60,70,391	4	508	183	8,60,70,899	99.9984
Dissent	11	1,350	1	12	12	1,362	0.0016
Total	**190**	**8,60,71,741**	**5**	**520**	**195**	**8,60,72,261**	**100.0000**

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	**8,60,72,261**	**100.0000**
Assented to Resolution	8,60,70,899	99.9984
Dissented to Resolution	1,362	0.0016

RAGINI CHOKSHI & CO. Company Secretaries C.P. 1436 MUMBAI

Item No. 8: **Special Resolution**

Appointment of Mr. Sanjay Mahesh Rastogi (DIN: 08376572) as Non-Executive, Independent Director of the Company.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	179	8,60,69,001	5	608	184	8,60,69,609	99.9982
Dissent	10	1,510	0	0	10	1,510	0.0018
Total	**189**	**8,60,70,511**	**5**	**608**	**194**	**8,60,71,119**	**100.0000**

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	**8,60,71,119**	**100.0000**
Assented to Resolution	8,60,69,609	99.9982
Dissented to Resolution	1,510	0.0018

RAGINI CHOKSHI & CO. Company Secretaries C.P. 1436 MUMBAI

RESULTS:

The above-mentioned resolutions are deemed to be passed with requisite majority as on the date of the 59th AGM of the Company i.e. Friday, August 21, 2026.

Yours faithfully,
Thanking You,

Countersigned by
For VIP Industries Limited

SHALAKA PRASHANT KOPARKAR
Digitally signed by SHALAKA PRASHANT KOPARKAR
Date: 2026.08.21 23:13:24 +05'30'

Shalaka Koparkar
Company Secretary & Head - Legal
ACS No. 25134
On behalf of
Ms. Renuka Ramnath
Chairperson

Place: Mumbai
Date: 21/08/2026

For Ragini Chokshi & Co.
(Company Secretaries)

RAGINI KAMAL CHOKSHI
RAGINI KAMAL CHOKSHI
2026.08.21 22:38:37+05'30'

Ragini Chokshi
(Partner)
Membership No: F2390
C.P. No.: 1436
UDIN: F002390H001183724

Place: Mumbai
Date: 21/08/2026