



To
The Chairman of the 78th Annual General Meeting of
BirlaNu Limited (*Formerly HIL Limited*)
Office No. 1 & 2, 7th Floor, SLN Terminus,
Survey No. 133, Near Botanical Garden, Gachibowli,
Hyderabad - 500032

Dear Sir,

Sub: Consolidated Scrutinizer's Report on the e-voting process for the 78th Annual General Meeting of BirlaNu Limited (*Formerly HIL Limited*)

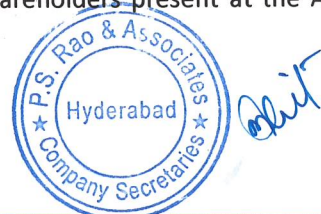
I, Mohit Gurjar of M/s. P. S. Rao & Associates, Practicing Company Secretaries, having office at Flat No. 10, 4th Floor, Ishwarya Nilayam, Dwarakapuri Colony, Punjagutta, Hyderabad- 500082, had been appointed as the Scrutinizer by the Board of Directors of BirlaNu Limited ("**the Company**") pursuant to Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct & scrutinize the remote e-voting process held prior to and during the 78th Annual General Meeting ("**AGM**") of the Company held on Thursday, July 31, 2025 at 3:00 p.m. (IST) through VC/OAVM in respect of the below mentioned resolutions proposed at the said AGM.

The Notice dated May 17, 2025, convening the 78th AGM, as confirmed by the Company was sent, in respect of the below mentioned resolutions proposed at the AGM of the Company through electronic mode, to those Members whose email addresses are registered with the Company/Depositories, in compliance the Securities and Exchange Board of India ("**SEBI**") circular dated October 3, 2024 read with circular dated October 7, 2023, January 5, 2023, May 13, 2022, January 15, 2021 and May 12, 2020 (collectively referred to as "**SEBI Circulars**"), and in compliance with the Ministry of Corporate Affairs ("**MCA**") Circular No. 9/2024 dated September 19, 2024 read along with General Circular Nos. 9/2023 dated September 25, 2023, 10/2022 dated December 28, 2022, 3/2022 dated May 5, 2022, 20/2021 dated December 8, 2021, 10/2021 dated June 23, 2021, 39/2020 dated December 31, 2020, 33/2020 dated September 28, 2020, 22/2020 dated June 15, 2020, 17/2020 dated April 13, 2020 and 14/2020 dated April 8, 2020 (collectively referred to as "**MCA Circulars**").

The Company had availed the e-voting facility offered by National Securities Depository Limited ("**NSDL**") for conducting remote e-voting before and during the AGM by the shareholders of the Company.

The voting period for remote e-voting commenced on Monday, July 28, 2025 at 9:00 a.m. (IST) and ended on Wednesday, July 30, 2025 at 5:00 p.m. (IST) and the NSDL e-voting platform was disabled thereafter.

The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC/ OAVM and who had not cast their vote earlier.



The shareholders of the Company holding shares as on the "cut-off" date i.e. Thursday, July 24, 2025, were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of remote e-voting during the AGM, the report on votes cast under remote e-voting prior to and during the AGM were unblocked in the presence of two witnesses, who are not in the employment of the Company and counted.

I have scrutinized and reviewed the remote e-voting prior to and during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions contained in the Notice of the AGM.

My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated report as under on the results of the remote e-voting done prior to and during the AGM in respect of the said resolutions.

Resolution 1: Ordinary Resolution

To receive, consider and adopt the audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2025 together with the Auditors' Report and Board's Report thereon:

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
147	3466809	99.995

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
12	167	0.005

(iii) Invalid votes:

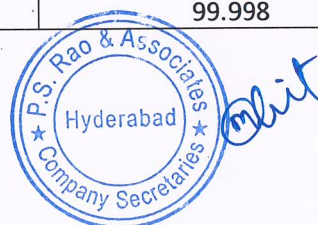
Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Resolution 2: Ordinary Resolution

To declare a final dividend at the rate of Rs 30/- (300%) per equity share of Rs. 10/- each for the financial year ended March 31, 2025:

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
150	3470932	99.998



(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
10	79	0.002

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Resolution 3: Ordinary Resolution

To re-appoint Mr. Desh Deepak Khetrpal (DIN: 02362633), who retires by rotation and being eligible, offers himself for re-appointment:

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
143	3470381	99.982

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
17	630	0.018

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Resolution 4: Ordinary Resolution

To appoint M/s Ranjeet Pandey & Associates, Company Secretaries in Practice as the Secretarial Auditor of the Company for a term of five consecutive years with effect from April 1, 2025 till March 31, 2030:

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
146	3470635	99.989

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
14	376	0.011

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Resolution 5: Special Resolution

To approve the remuneration of Mr. Akshat Seth, Managing Director & Chief Executive Officer for the financial year 2025-26:

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
131	3406772	98.149

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
29	64239	1.851

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Resolution 6: Special Resolution

To consider and approve amendments to the 'HIL Limited Employee Stock Option Scheme 2019':

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
146	3470773	99.993

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
14	238	0.007

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Resolution 7: Ordinary Resolution

To ratify the remuneration of the Cost Auditors for the financial year ending March 31, 2026:

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
147	3470855	99.996

(ii) Voted against the resolution:



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Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
13	156	0.004

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

All the resolutions hereinabove have been passed with requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider, in respect of the votes cast through remote e-voting by the shareholders of the Company. I shall be arranging to hand over these records to you or such other person as authorized by you.

Thanking you.

Yours faithfully,
For P.S. Rao & Associates,
Company Secretaries



Mohit Gurjar
Company Secretary
CP No. 18644



Place: Hyderabad
Date: 31.07.2025
UDIN: A020557G000906191

Scrutiniser's Report received by
For BirlaNu Limited (Formerly HIL Limited)

(Nidhi Bisaria)
Company Secretary
FCS- 5634
(Authorised by Chairman)