GMJ & Associates
Company Secretaries

3rd & 4th Floor, Vaastu Darshan,
'B' Wing, Above Central Bank of India,
Azad Road, Andheri (East),
Mumbai - 400 069.
Tel. No.: 6191 9293
Email : cs@gmj.co.in

Consolidated Report of Scrutinizer for Remote E-voting & E-voting during AGM
[Pursuant to Section 108/109 of the Companies Act, 2013 read with the Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
BHAGERIA INDUSTRIES LIMITED,
Office No. 1002, 10th Floor,
Topiwala Centre, Off S.V. Road,
Goregaon (West), Mumbai – 400 062.

Subject: 36th Annual General Meeting of the Members of Bhageria Industries Limited held on Saturday, 2nd August, 2025 at 12:30 p.m. (IST) through two-way Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

Dear Sir,

We, M/s. GMJ & Associates, Company Secretaries, represented by Ms. Sonia Chettiar, Partner have been duly appointed by the Board of Directors of **Bhageria Industries Limited,** for the purpose of scrutinizing the remote e-voting process and e-voting during the Annual General Meeting ("AGM") under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and MCA General Circulars issued from time to time in a fair and transparent manner in respect of the Resolutions passed at the AGM of Bhageria Industries Limited at their Meeting held on Saturday, August 02, 2025 at 12:30 p.m. (IST) by two-way Video Conferencing (VC)/ Other Audio-Visual Means (OAVM).

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to remote e-voting and e-voting system during the AGM. Our responsibility as a Scrutinizer is restricted to make a Scrutinizer's Report of the Votes Cast in "FAVOUR" or "AGAINST" the resolutions as stated below on the report generated from the remote e-voting and e-voting system at the AGM provided by National Securities Depository Limited ("NSDL"), the authorised agency engaged by the Company to provide remote e-voting and e-voting system at the AGM.

We hereby submit our report as follows:

1. The resolutions were transacted through the process of remote e-voting and through e-voting system at the AGM. For the purpose of remote e-voting and e-voting system at the AGM, the Company has engaged National Securities Depository Limited ("NSDL") for its services;

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MUMBAI
Company Secretaries

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2. Members attended the Meeting through VC/OAVM facility provided in accordance with the Circulars issued by the Ministry of Corporate Affairs ("MCA") and SEBI from time to time and were counted for the purpose of reckoning quorum under Section 103 of the Companies Act, 2013;

3. The cut-off date for the purpose of identifying Members who were entitled to vote on the resolutions placed for approval, was July 25, 2025;

4. The period for remote e-voting commenced on July 30, 2025 at 10:00 a.m. (IST) and ended on August 01, 2025 at 5:00 p.m. (IST). The remote e-voting module was disabled by NSDL for voting thereafter;

5. For the Members who did not cast their vote through remote e-voting facility, the Company has provided the facility of e-voting system during the AGM;

6. Further, the votes cast through remote e-voting and e-voting system during the AGM were unblocked by us on August 02, 2025 at 02:35 p.m. in the presence of two witnesses Mr. Sanyo Rodrigues and Mr. Sujay Gokhale neither of whom was in the employment of the Company and e-voting summary statement was downloaded from the e-voting website;

7. The votes were also scrutinized for the purpose of eliminating duplicate voting of the votes, if any;

8. Our report on the results of e-voting is based on the data downloaded from the website of NSDL - www.evoting.nsdl.com

9. The data relating to e-voting process were reconciled with the records maintained by the Company/Registrar & Transfer Agents of the Company.

We hereby submit our Consolidated Scrutinizer's Report on the results of remote e-voting and e-voting system at the AGM.

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Item No.1:

To receive, consider and adopt the Audited Financial Statements (Standalone & Consolidated) of the Company for the year ended March 31, 2025 together with the Reports of the Directors and Auditors thereon - As an Ordinary Resolution:

A.

Mode of Voting	Votes in Favour			Votes against			Invalid Votes
	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
Remote e-voting	68	31467153	99.9989	3	339	0.0011	0
E-voting at the meeting	0	0	0.0000	0	0	0.0000	0
Total	**68**	**31467153**	**99.9989**	**3**	**339**	**0.0011**	**0**

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?	**NO**							
Category	Mode of Voting	No of Shares held **(1)**	No. of votes polled **(2)**	% of Votes polled on outstanding shares **(3) = [(2)/(1)] *100**	No. of Votes in favour **(4)**	No. of Votes against **(5)**	% of votes in favour on votes polled **(6) = [(4)/ (2)] *100**	% of votes against on votes polled **(7) = [(5)/(2)] *100**
Promoter and Promoter Group	E-voting	31312613	31310907	99.9946	31310907	0	100.0000	0.0000
	Poll							
Public Institutions	E-voting	10499	0	0.0000	0	0	0.0000	0.0000
	Poll							
Public Non-Institutions	E-voting	12321068	156585	1.2709	156246	339	99.7835	0.2165
	Poll							
T O T A L		**43644180**	**31467492**	**72.1001**	**31467153**	**339**	**99.9989**	**0.0011**

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 1 of the Notice of the AGM dated May 17, 2025 has been passed with <u>Requisite Majority.</u>

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Item No. 2:

To declare Dividend on Equity shares for the year ended March 31, 2025 - As an Ordinary Resolution:

A.

Mode of Voting	Votes in Favour			Votes against			Invalid Votes
	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
Remote e-voting	68	31467153	99.9989	3	339	0.0011	0
E-voting at the meeting	0	0	0.0000	0	0	0.0000	0
Total	**68**	**31467153**	**99.9989**	**3**	**339**	**0.0011**	**0**

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?		**NO**						
Category	Mode of Voting	No of Shares held **(1)**	No. of votes polled **(2)**	% of Votes polled on outstanding shares **(3) = [(2)/(1)] *100**	No. of Votes in favour **(4)**	No. of Votes against **(5)**	% of votes in favour on votes polled **(6) = [(4)/ (2)] *100**	% of votes against on votes polled **(7) = [(5)/(2)] *100**
Promoter and Promoter Group	E-voting	31312613	31310907	99.9946	31310907	0	100.0000	0.0000
	Poll							
Public Institutions	E-voting	10499	0	0.0000	0	0	0.0000	0.0000
	Poll							
Public Non-Institutions	E-voting	12321068	156585	1.2709	156246	339	99.7835	0.2165
	Poll							
T O T A L		**43644180**	**31467492**	**72.1001**	**31467153**	**339**	**99.9989**	**0.0011**

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 2 of the Notice of the AGM dated May 17, 2025 has been passed with Requisite Majority.

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Item No. 3:

To appoint a Director in place of Mr. Suresh Bhageria (DIN: 0540285) who retires by rotation and being eligible, offers himself for re-appointment - As an Ordinary Resolution:

A.

Mode of Voting	**Votes in Favour**			**Votes against**			**Invalid Votes**
	Nos. of Members who voted	**Nos. of votes cast**	**% of total nos. of votes cast**	**Nos. of Members who voted**	**Nos. of votes cast**	**% of total nos. of votes cast**	**Nos. of votes cast**
Remote e-voting	61	22796302	99.9985	3	339	0.0015	0
E-voting at the meeting	0	0	0.00	0	0	0	0
Total	**61**	**22796302**	**99.9985**	**3**	**339**	**0.0015**	**0**

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?		**YES**						
Category	Mode of Voting	No of Shares held **(1)**	No. of votes polled **(2)**	% of Votes polled on outstanding shares **(3) = [(2)/(1)] *100**	No. of Votes in favour **(4)**	No. of Votes against **(5)**	% of votes in favour on votes polled **(6) = [(4)/ (2)] *100**	% of votes against on votes polled **(7) = [(5)/(2)] *100**
Promoter and Promoter Group	E-voting	31312613	22640056	72.3033	22640056	0	100.00	0.0000
	Poll							
Public Institutions	E-voting	10499	0	0.0000	0	0	0.0000	0.0000
	Poll							
Public Non-Institutions	E-voting	12321068	156585	1.2709	156246	339	99.7835	0.2165
	Poll							
T O T A L		**43644180**	**22796641**	**52.2329**	**22796302**	**339**	**99.9985**	**0.0015**

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 3 of the Notice of the AGM dated May 17, 2025 has been passed with <u>Requisite Majority.</u>

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Item No. 4:

To approve payment of remuneration to M/s. K V M & Co., Cost Accountants (Firm Registration No. 000458), the Cost Auditors of the Company for the Financial year 2025-26 - As an Ordinary Resolution:

A.

Mode of Voting	**Votes in Favour**			**Votes against**			**Invalid Votes**
	Nos. of Members who voted	**Nos. of votes cast**	**% of total nos. of votes cast**	**Nos. of Members who voted**	**Nos. of votes cast**	**% of total nos. of votes cast**	**Nos. of votes cast**
Remote e-voting	66	31466651	99.9973	5	841	0.0027	0
E-voting at the meeting	0	0	0.0000	0	0	0.0000	0
Total	**66**	**31466651**	**99.9973**	**5**	**841**	**0.0027**	**0**

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?	**NO**							
Category	Mode of Voting	No of Shares held **(1)**	No. of votes polled **(2)**	% of Votes polled on outstanding shares **(3) = [(2)/(1)] *100**	No. of Votes in favour **(4)**	No. of Votes against **(5)**	% of votes in favour on votes polled **(6) = [(4)/ (2)] *100**	% of votes against on votes polled **(7) = [(5)/(2)] *100**
Promoter and Promoter Group	E-voting	31312613	31310907	99.9946	31310907	0	100.0000	0.0000
	Poll							
Public Institutions	E-voting	10499	0	0	0	0	0.0000	0.0000
	Poll							
Public Non-Institutions	E-voting	12321068	156585	1.2709	155744	841	99.4629	0.5371
	Poll							
T O T A L		**43644180**	**31467492**	**72.1001**	**31466651**	**841**	**99.9973**	**0.0027**

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 4 of the Notice of the AGM dated May 17, 2025 has been passed with <u>Requisite Majority.</u>

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GMJ & ASSOCIATES MUMBAI Company Secretaries

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Item No. 5:

Appointment of Secretarial Auditors, M/s GMJ & Associates, Company Secretaries – As an Ordinary Resolution.

A.

Mode of Voting	**Votes in Favour**			**Votes against**			**Invalid Votes**
	Nos. of Members who voted	**Nos. of votes cast**	**% of total nos. of votes cast**	**Nos. of Members who voted**	**Nos. of votes cast**	**% of total nos. of votes cast**	**Nos. of votes cast**
Remote e-voting	68	31467153	99.9989	3	339	0.0011	0
E-voting at the meeting	0	0	0.0000	0	0	0.0000	0
Total	**68**	**31467153**	**99.9989**	**3**	**339**	**0.0011**	**0**

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?		**NO**						
Category	Mode of Voting	No of Shares held **(1)**	No. of votes polled **(2)**	% of Votes polled on outstanding shares **(3) = [(2)/(1)] *100**	No. of Votes in favour **(4)**	No. of Votes against **(5)**	% of votes in favour on votes polled **(6) = [(4)/ (2)] *100**	% of votes against on votes polled **(7) = [(5)/(2)] *100**
Promoter and Promoter Group	E-voting	31312613	31310907	99.9946	31310907	0	100.0000	0.0000
	Poll							
Public Institutions	E-voting	10499	0	0.0000	0	0	0.0000	0.0000
	Poll							
Public Non-Institutions	E-voting	12321068	156585	1.2709	156246	339	99.7835	0.2165
	Poll							
T O T A L		**43644180**	**31467492**	**72.1001**	**31467153**	**339**	**99.9989**	**0.0011**

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 5 of the Notice of the AGM dated May 17, 2025 has been passed with <u>Requisite Majority.</u>

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GMJ & ASSOCIATES ★ Company Secretaries ★ MUMBAI

GMJ & Associates
Company Secretaries

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All the resolutions voted through remote e-voting and e-voting at the AGM were passed with **REQUISITE MAJORITY**. The e-voting reports containing a list of Members who voted "FOR" and "AGAINST" each resolution and all other relevant records will be handed over to the Company for safe keeping.

For GMJ & ASSOCIATES
Company Secretaries
ICSI Unique Code P2011MH023200

SONIA MELWYN CHETTIAR
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CS SONIA CHETTAIR
PARTNER
Membership No: F12649
Certificate of Practice No.: 10130
UDIN: F012649G000919931
Peer Review Certificate No.: 6140/2024

Place: Mumbai
Date: August 02, 2025.

Countersigned by:
For BHAGERIA INDUSTRIES LIMITED

DEEPA MAHAVIR PRASAD TOSHNIWAL
Digitally signed by DEEPA MAHAVIR PRASAD TOSHNIWAL
Date: 2025.08.02 18:05:11 +05'30'

DEEPA TOSHNIWAL
COMPANY SECRETARY & COMPLIANCE OFFICER

GMJ & ASSOCIATES
MUMBAI
Company Secretaries