Jatin Gupta & Associates

Company Secretaries

Office: 109, First Floor, Rishabh IPEX Mall, I P Extension,

Pat Par Ganj, Delhi 110 092 (Opp. MAX Hospital)

Ph- +91-11- 45104789 ; E-Mail: jatinfcs@gmail.com

SCRUTINIZER'S REPORT ON VOTES CAST THROUGH REMOTE E-VOTING AND E-VOTING FOR 39TH ANNUAL GENERAL MEETING OF APOLLO PIPES LIMITED

To,
The Chairman
Apollo Pipes Limited
Delhi/Noida

I, CS Jatin Gupta, (FCS : 5651 and CP : 5236), Proprietor of M/s Jatin Gupta & Associates, Company Secretaries Firm having office at: 109, First Floor, Rishabh IPEX Mall, I P Extension, Patpar Ganj, Delhi 110 092 (Opp. MAX Hospital) appointed as Scrutinizer by the Board of Directors of Apollo Pipes Limited, ("the Company") pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to scrutinize the Remote E-voting and voting in 39th AGM held through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") on 26th September, 2025, on the resolution(s) set out in Notice dt. 7th August, 2025 submit as under :

1. The management is responsible to ensure compliance with requirements of (i) The Companies Act, 2013 and Rules made thereunder including Circular Nos. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020 including General Circular No. 09/2023 dated September 25, 2023 General Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs, Government of India (MCA) (collectively referred to as "MCA Circulars") and Circular No. SEBI/HO/CFD/ PoD-2/P/CIR/2023/4 dated January 5, 2023, SEBI/ HO/CFD/CFD-PoD-2/P/ CIR/2023/167 dated October 7, 2023 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by the Securities and Exchange Board of India (collectively referred to as "SEBI Circulars") various circulars governing convening of General Meetings through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) The Secretarial Standards – 2 on General Meetings issued by The Institute of Company Secretaries of India, relating to E-voting facility via remote e-voting and voting in AGM.

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Our responsibility as a Scrutinizer is restricted to giving a Report (consolidated report) on the Votes casted by members for resolutions contained in 39th AGM notice, through Remote E-Voting and voting in AGM.

2. The AGM notice dt. 7th August, 2025, as confirmed by the Company, was sent to the shareholders (through electronic mode to Members whose email addresses were registered with the Company/Depository Participant ("DP")/Company's Registrar and Transfer Agent ("RTA") and a copy was placed on Company's website at www.apollopipes.com, websites of Stock Exchange i.e. BSE Limited at www.bseindia.com and NSE at and www.nseindia.com and also on website of Central Depository Services (India) Limited (CDSL) at www.evotingindia.com :

   The AGM notice was sent on September 01, 2025 by e-mail to all members who had registered their e-mail-ids with the Company/Depositories, pursuant to MCA Circulars and in compliance with provisions of the Companies Act, 2013 and SEBI Circular, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in relation to extension of framework provided in aforementioned circulars up to 30th September, 2025 (collectively 'MCA and SEBI Circulars'), permitted companies to conduct General Meeting through video conferencing ('VC') and in compliance with Secretarial Standard - 2 issued by The Institute of Company Secretaries of India (ICSI) and other applicable laws and regulations, if any, the 39th AGM was convened and conducted through VC mode on September 26, 2025.

3. The Company had appointed Central Depository Services (India) Limited (CDSL) for facilitating e-voting for purpose of 39th AGM (remote and e-voting in AGM) so as to enable members to cast their votes electronically.

4. The members, holding shares in physical or in dematerialized form, as on cut-off date i.e., Friday, September 19, 2025 were entitled to cast their votes on the resolutions as set out in item no(s) 1 to 8 of Notice comprising of Ordinary and Special Business(es).

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5. The facility provided for remote e-voting which commenced on Tuesday, 23rd September, 2025 (10:00 A.M.) and ended on Thursday, 25th September, 2025 (5:00 P.M.) (both days inclusive) remained open for 3 days and e-voting facility was conferred to members attending meeting via VC mode so as to cast their vote. The e-voting facility was blocked thereafter and thus the voting done through e – voting mechanism was valid and taken note of while preparing present report. The Scrutinizer was to submit a consolidated Scrutinizer's report of total votes cast in favor of or against, if any, to the Chairman or any other person authorized by the Chairman, who shall countersign same and declare result of voting forthwith and thus report is submitted accordingly.

Voting

Keeping in line with Regulation 44 (1) and 44 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20 (4) (xiii) of The Companies (Management and Administration) Rules, 2014 including amendments therein, as the case may be, for the purpose of ensuring that members who had casted their votes through e-voting did not vote again at the general meeting, the Scrutinizer had access after closure of period of e-Voting and before the start of general meeting, to only such details relating to members who had casted their votes through e-voting, such as their names, DP ID and Client ID/folios, number of shares held but not the manner in which they had voted.

Accordingly, CDSL, the e-Voting Agency provided us with the names, DP ID & Client ID / folios and shareholding of members who casted their votes through e-voting.

The Company gave facility of e-voting to members who attended meeting and had not cast their votes through remote e-voting.

As per the information given by the Company, the names of shareholders who had voted by e-voting through the facility provided by CDSL had been blocked and only those members who were present at 39th AGM through VC and had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.

I have verified the e-voting.

Jatin Gupta

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After the conclusion of e-voting, the votes cast through E-Voting were unblocked in the presence of two witnesses (not in the employment of the Company) i.e., Ms. Kamlesh Gupta and Mr. Vinod Goel.

I have scrutinized and reviewed the e-voting through electronic means based on the data downloaded from the E-Voting system of Central Depository Services (India) Limited (CDSL). I now submit my Report (consolidated) on the Result of voting through e-voting in respect of resolutions proposed in 39th AGM notice as under:

ORDINARY BUSINESS :

Item No. 1. To receive, consider and adopt the Audited Financial Statements (Standalone & Consolidated) of the Company for the financial year ended 31st March, 2025 and the Reports of the Board of Directors and Auditors thereon: (Ordinary Resolution)

Mode of voting	Remote E-voting		E-Voting at the AGM		Total		(%)	Invalid Votes, if any
	No.	**votes**	**No.**	**votes**	**No.**	**votes**	--	--
Assent	125	30842905	1	5000	126	30847905	100	Nil
Dissent	5	25	--	--	5	25	--	Nil
Total	**130**	**30842930**	1	5000	**131**	**30847930**	**100**	**nil**

Based on the aforesaid results, we report that the Ordinary Resolution as contained in **Item No. 1** of the Notice dated August 7, 2025 has been passed **as proposed**.

Jatin Gupta

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Item No. 2: To declare final dividend of Rs. 0.70/- per equity share (i.e. @7%) for the financial year ended 31st March, 2025: (Ordinary Resolution)

Mode of voting	Remote E-voting		E-Voting at the AGM		Total		(%)	Invalid Votes, if any
	No.	votes	No.	votes	No.	votes	--	--
Assent	125	30842905	1	5000	126	30847905	100	Nil
Dissent	5	25	--	--	5	25	--	Nil
Total	**130**	**30842930**	1	5000	**131**	**30847930**	**100**	**nil**

Based on the aforesaid results, we report that the Ordinary Resolution as contained in **Item No. 2** of the Notice dated August 7, 2025 has been passed **as proposed**.

Item No. 3: To appoint a director in place of Mr. Arun Agarwal (DIN: 10067312), who is liable to retire by rotation and being eligible, offers himself for re-appointment: (Ordinary Resolution)

Mode of voting	Remote E-voting		E-Voting at the AGM		Total		(%)	Invalid Votes, if any
	No.	votes	No.	votes	No.	votes	--	--
Assent	113	30389048	1	5000	114	30394048	98.53	nil
Dissent	17	453882	--	--	17	453882	1.47	nil

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Total	**130**	**30842930**	1	5000	**131**	**30847930**	**100**	**nil**

Based on the aforesaid results, we report that the Ordinary Resolution as contained in **Item No. 3** of the Notice dated August 7, 2025 has been passed **as proposed**.

Item No. 4: To Appoint M/s. AKGVG & Associates, Chartered Accountants (Firm Registration No. 018598N) as the Statutory Auditors of the Company (Ordinary Resolution)

Mode of voting	**Remote E-voting**		**E-Voting at the AGM**		**Total**		**(%)**	**Invalid Votes, if any**
	No.	**votes**	**No.**	**votes**	**No.**	**votes**	**--**	**--**
Assent	125	30842905	1	5000	126	30847905	100	Nil
Dissent	5	25	--	--	5	25	--	Nil
Total	**130**	**30842930**	1	5000	**131**	**30847930**	**100**	**nil**

Based on the aforesaid results, we report that the Ordinary Resolution as contained in **Item No.** 4 of the Notice dated August 7, 2025 has been passed **as proposed**.

SPECIAL BUSINESS

Item No. 5: To ratify the remuneration payable to the Cost Auditors for the Financial Year 2025-26: (Ordinary Resolution)

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Mode of voting	Remote E-voting		E-Voting at the AGM		Total		(%)	Invalid Votes, if any
	No.	votes	No.	votes	No.	votes	--	--
Assent	123	30842675	1	5000	124	30847675	100	nil
Dissent	7	255	--	--	7	255	--	nil
Total	**130**	**30842930**	1	5000	**131**	**30847930**	**100**	**nil**

Based on the aforesaid results, we report that the Ordinary Resolution as contained in **Item No. 5** of the Notice dated August 7, 2025 has been passed **as proposed**.

Item No. 6: To appoint M/s. Anjali Yadav & Associates, Company Secretaries as Secretarial Auditor of the Company: (Ordinary Resolution)

Mode of voting	Remote E-voting		E-Voting at the AGM		Total		(%)	Invalid Votes, if any
	No.	votes	No.	votes	No.	votes	--	--
Assent	125	30842905	1	5000	126	30847905	100	nil
Dissent	5	25	--	--	5	25	--	nil
Total	**130**	**30842930**	1	5000	**131**	**30847930**	**100**	**nil**

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Based on the aforesaid results, we report that the Ordinary Resolution as contained in **Item No. 6** of the Notice dated August 7, 2025 has been passed **as proposed**.

Item No. 7: To approve material related party transactions of the Company with its subsidiary Kisan Mouldings Limited: (Ordinary Resolution)

Mode of voting	Remote E-voting		E-Voting at the AGM		Total		(%)	Invalid Votes, if any
	No.	votes	No.	votes	No.	votes	--	--
Assent	112	9132192	1	5000	113	9137192	94.73	nil
Dissent	9	508707	--	--	9	508707	5.27	nil
Total	**121**	**9640899**	1	5000	**122**	**9645899**	**100**	**nil**

Based on the aforesaid results, we report that the Ordinary Resolution as contained in **Item No. 7** of the Notice dated August 7, 2025 has been passed **as proposed**.

Item No. 8: To re-appoint Mr. Arun Agarwal as Whole Time Director designated as Joint Managing Director: (Special Resolution)

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Mode of voting	Remote E-voting		E-Voting at the AGM		Total		(%)	Invalid Votes, if any
	No.	votes	No.	votes	No.	votes	--	--
Assent	111	30371105	1	5000	112	30376105	98.47	nil
Dissent	18	471825	--	--	18	471825	1.53	nil
Total	**130**	**30842930**	1	5000	**131**	**30847930**	**100**	**nil**

Based on the aforesaid results, we report that the Special Resolution as contained in **Item No. 8** of the Notice dated August 7, 2025 has been passed **as proposed**.

The relevant records i.e., papers/records relating to electronic voting shall stay in our custody till the time the Chairman considers appropriate and same shall thereafter be handed over to Chairman and/or person specified by him, for safe keeping.

Thanking You,
Yours faithfully

For Jatin Gupta & Associates
Company Secretaries

Jatin Gupta
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Date: 2025.09.26 15:56:33 +05'30'

Jatin Gupta
C. P. No. 5236
M. No.: 5651
Date: 26.09.2025
Place: Delhi
UDIN: F005651G001354317
Peer Review Unique Identification Number : 6856/2025 dated 18th June, 2025

For APOLLO PIPES LIMITED

SAMEER GUPTA
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Date: 2025.09.26 16:03:39 +05'30'

Sameer Gupta
Chairman & Managing Director