

3rd October 2025

To,

National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East), Mumbai - 400051
Maharashtra, India.
Symbol: BHARATIDIL

BSE Limited
Listing Compliance Department
Floor 25, P J Towers,
Dalal Street, Mumbai - 400001
Maharashtra, India.
Scrip Code: 532609

Dear Sir / Madam,

Sub: Submission of Scrutinizer Report

Pursuant to the requirement of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, we are enclosing herewith the Scrutinizer Report for the 48th Annual General Meeting (AGM) of Bharati Defence and Infrastructure Limited held on Tuesday, September 30, 2025 at 11:00 A.M. (IST)

Requested you to kindly take the same on record.

Thanking you.

Yours faithfully.

For **BHARATI DEFENCE AND INFRASTRUCTURE LIMITED**

 Digitally signed
by Sandeep
Agarwal
Date: 2025.10.03
17:38:03 +05'30'

Sandeep Omprakash Agarwal
Managing director
DIN: 01295136

Date: 3rd October 2025
Place: Mumbai

C. B. JAIN & ASSOCIATES

Practicing Company Secretaries

Office No. 19, 2nd Floor, 30/34 Kartar Premises CSL a.k.a Nanik Niwas, Dr. DD Sathe Marg, Benham Hall Lane,
Opera House, Mumbai - 400004

E-mail id: csbjain.associates@gmail.com Mob No: 9664844938 / Tel (O): 022- 46089660 P R No. 2181/2022

CONSOLIDATED REPORT OF THE SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

To,
The Chairman,
48th Annual General Meeting
Bharati Defence and Infrastructure Limited,
Offi-1001 Quantum Tower, Off S.V.Road, Ram Baug,
Malad, Mumbai, Maharashtra, India, 400064.

Dear Sir,

The Board of Directors of Bharati Defence and Infrastructure Limited ("Company") at its meeting held on September 30, 2025 had approved to provide the facility for voting by Shareholders through electronic mode, for the items set out in the Notice of 48th Annual General Meeting held on Tuesday, 30th September, 2025 ("AGM") of the Company in terms of provisions of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ("Rules") read along with General Circular No. 14/2020, 17/2020, 20/2020, 02/2022, 10/2022 and 09/2023 dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 5th May, 2022, 28th December, 2022 and September 25, 2023 respectively and subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024 issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), read with SEBI Circular No. SEBI/HO/CFD/CMDI/CIR/P/2020/79 dated 12th May, 2020 and SEBI/HO/CFD/CMD2/CIR/2022/62 dated 13th May, 2022, dated 14th January, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022, Circular No. SEBI/HO/CFD/PoD-2/P/ CTR/2023/4 dated 5th January, 2023 and Circular no. SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2024/133 dated October 03, 2024 (hereinafter referred to as "SEBI Circulars") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), to determine the result of the voting on resolutions set out in the Notice of AGM.

I, Chirag Bhupendra Jain, proprietor of C.B. Jain & Associates Practicing Company Secretaries, was appointed as the Scrutinizer by the Board of Directors of Company to scrutinize the;

- Voting by Shareholders through Remote e-voting in terms of the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules) and
- E-voting by Shareholders at the AGM;

In a fair and transparent manner for the resolution(s) as contained in the Notice of the said AGM. I am pleased to submit my report as under, which is comprehensive and self-explanatory in all respects.

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Management's Responsibility:

The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder; the MCA Circulars; the SEBI Circular; and Listing Regulations pertaining to remote e-voting and e-voting during the AGM on the resolutions contained in the Notice of the AGM.

Scrutinizer's Responsibility:

My responsibility as a scrutinizer for the voting through electronic means i.e. by remote e-voting and e-voting at the AGM is to make a Consolidated Scrutinizer's report of the total votes cast, votes cast in favour and against including the details of invalid votes, if any, on the resolutions contained in the Notice of AGM, based on the reports generated from the e-voting platform i.e. <https://www.evoting.nsdl.com/> provided by National Securities Depository Limited ("NSDL"), the authorised agency to provide e-voting facilities, engaged by the Company.

Dispatch of Notice Convening the Meeting:

Pursuant to MCA Circulars and SEBI Circular, the Notice dated 14th August, 2025 convening the 48th Annual General Meeting of the Company held on Tuesday, 30th September, 2025 along with explanatory statement setting out material facts under Section 102 of the Act was sent to the Members of the Company through electronic mode.

Cut-Off Date:

The Shareholders of the Company as on Saturday, 30th August, 2025, being the cut-off as set out in the Notice were entitled to vote on the Resolutions (Item nos. 1 to 5 as set out in the Notice convening the AGM).

Remote E-Voting:

The Company has engaged "NSDL" as an agency for providing the remote e-voting platform. The remote e-voting period commenced on Friday, 26th September, 2025 at 9:00 a.m. I.S.T. and concluded on Monday, 29th September, 2025 at 5:00 p.m. I.S.T. on NSDL's e-voting platform.

E-Voting Process during the AGM:

- i. The Company had extended the facility of e-voting at the AGM for the Shareholders who had not cast their vote during the remote e-voting voting period.
- ii. As prescribed under Rules, for the purpose of ensuring that Shareholders who have cast their votes through remote e-voting before the AGM do not vote again during the AGM, the Scrutinizer had access, after closure of period of remote e-voting and before the start of AGM, to only such details

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pertaining to Shareholders who have cast their votes through remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted. Accordingly, NSDL, the e-voting agency provided us with the names, DP ID/ Folio numbers and shareholding of the Shareholders who have cast their votes through remote e-voting after my validation on the e-voting platform.

I have obtained complete record of votes cast by remote e-voting and e-voting during the meeting from NSDL's e-voting portal which was unblocked after the conclusion of AGM in the presence of two witnesses viz., Mr. Sunil Sah and Mr. Mahesh Bagwe who are not in the employment of Company and who have signed below in confirmation of the votes being unblocked in their presence.

Results:

The details containing interalia, list of Equity Shareholders, who voted "for" or "against" or whose votes were considered as invalid on each of the resolutions that were put to vote, were generated from the e-voting platform of NSDL taking into account the report from NSDL's e-voting portal through remote e-voting and e-voting during the meeting the consolidated results with respect to each item on the agenda as set out in the Notice of the AGM is enclosed.

Thanking You,
Yours faithfully,



CS Chirag Bhupendra Jain
Practicing Company Secretary
A37337/ C.P. No. 13973
UDIN: A037337G001427891



Date: 01/10/2025
Place: Mumbai

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C. B. JAIN & ASSOCIATES

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Item No.1								
Resolution required: /Ordinary Resolution	Adoption of audited standalone financial statements of the Company for the year ended March 31, 2025 together with the reports of the Board and Auditors thereon.							
MODE OF VOTING	VALID VOTES						INVALID VOTES	
	VOTING IN FAVOUR (ASSENT)			VOTED AGAINST (DISSENT)				
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast
REMOTE E-VOTING	65	27,07,931	99.9840%	7	435	0.0160%	0	0
E-VOTING DURING AGM	0	0	0.0000%	0	0	0.0000%	0	0
TOTAL	65	27,07,931	99.9840%	7	435	0.0160%	0	0

Item No.2								
Resolution required: /Ordinary Resolution	Re-appointment of A K Kocchar & Associates, Chartered Accountants (FRN: 0120410W), as Statutory Auditors of the Company for a term of 5 years and fix their remuneration.							
MODE OF VOTING	VALID VOTES						INVALID VOTES	
	VOTING IN FAVOUR (ASSENT)			VOTED AGAINST (DISSENT)				
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast
REMOTE E-VOTING	64	27,06,931	99.9470%	8	1,435	0.0530%	0	0

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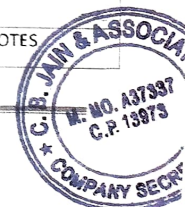
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E-VOTING DURING AGM	0	0	0.0000%	0	0	0.0000%	0	0
TOTAL	64	27,06,931	99.9470%	8	1,435	0.0530%	0	0

Item No.3								
Resolution required: /Ordinary Resolution	Appointment of C.B. Jain & Associates (FRN: 13973) as the Secretarial Auditors of the Company for a period of 5 years on terms as decided by the Board.							
MODE OF VOTING	VALID VOTES						INVALID VOTES	
	VOTING IN FAVOUR (ASSENT)			VOTED AGAINST (DISSENT)				
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast
REMOTE E-VOTING	64	27,00,431	99.7070%	8	7,935	0.2930%	0	0
E-VOTING DURING AGM	0	0	0.0000%	0	0	0.0000%	0	0
TOTAL	64	27,00,431	99.7070%	8	7,935	0.2930%	0	0

Item No.4								
Resolution required: /Ordinary Resolution	Appointment of Mr. Satyanarayan Parashar as an Independent Director of the Company for a term of 5 consecutive years commencing from January 6, 2025.							
MODE OF VOTING	VALID VOTES						INVALID VOTES	

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E-mail id: csbjain.associates@gmail.com **Mob No: 9664844938 / Tel (O): 022- 46089660 P R No. 2181/2022**

	VOTING IN FAVOUR (ASSENT)			VOTED AGAINST (DISSENT)			No. of Ballots	No. of Votes Cast
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes		
REMOTE E-VOTING	64	27,06,931	99.9470%	8	1,435	0.0529%	0	0
E-VOTING DURING AGM	0	0	0.0000%	0	0	0.0000%	0	0
TOTAL	64	27,06,931	99.9470%	8	1,435	0.0529%	0	0

Item No.5								
Resolution required: /Ordinary Resolution	Appointment of Mr. Rahul Mittal as an Independent Director of the Company for a term of 5 consecutive years commencing from January 6, 2025.							
MODE OF VOTING	VALID VOTES						INVALID VOTES	
	VOTING IN FAVOUR (ASSENT)			VOTED AGAINST (DISSENT)				
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast
REMOTE E-VOTING	65	27,07,931	99.9840%	7	435	0.0160%	0	0
E-VOTING DURING AGM	0	0	0.0000%	0	0	0.0000%	0	0
TOTAL	65	27,07,931	99.9840%	7	435	0.0160%	0	0

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Recommendation:

- Based on the aforesaid results, the Ordinary Resolutions as contained in item no. 1 to 5 of the Notice of AGM have been passed with requisite majority.

Thanking You,
Yours faithfully,



CS Chirag Bhupendra Jain
Practicing Company Secretary
A37337/ C.P. No. 13973
UDIN: A037337G001427891

Sandeep Agarwal
Digitally signed
by Sandeep
Agarwal
Date: 2025.10.03
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Authorized Representative
(Bharati Defence and Infrastructure Limited)

Date: 01/10/2025

Place: Mumbai

We, the undersigned witnesses, confirm that the votes were unblocked from e-voting platform of NSDL in our presence on Tuesday, 30th September, 2025 after the conclusion of the AGM.



(Mr. Sunil Sah)



(Mr. Mahesh Bagwe)

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