

**CONSOLIDATED SCRUTINIZER'S REPORT**

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

**The Chairman
of the 27th Annual General Meeting of
McLeod Russel India Limited
Four Mangoe Lane,
Surendra Mohan Ghosh Sarani,
Kolkata – 700 001**

Dear Sir,

I, Atul Kumar Labh, Practising Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the 27th Annual General Meeting (“AGM”) of the members of “**McLeod Russel India Limited**” (“Company”) held on Friday, the 26th day of September, 2025 at 12:30 P.M. IST through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) in terms of MCA Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 02/2021 dated 13th January, 2021, 19/2021 dated 8th December, 2021, 21/2021 dated 14th December, 2021, 02/2022 dated 5th May, 2022, 09/2023 dated 25th September, 2023 and 09/2024 dated 19th September, 2024 (collectively referred as “MCA Circulars”) for the purpose of scrutinizing the electronic voting (“e-voting”) process through remote e-voting and e-voting at the AGM in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and the Rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the Notice of the AGM dated the 14th day of August, 2025. My responsibility as a scrutinizer for remote e-voting and e-voting at the AGM is restricted to make a Scrutinizer's Report of the votes cast “in favour” or “against” the resolutions, based on the reports generated from the e-voting system of National Securities





Depository Limited ("NSDL"), the agency engaged by the Company to provide the facilities for both remote e-voting and e-voting at the AGM.

I submit my report as under:

1. The remote e-voting period remained open from 09:00 A.M. IST on Monday, the 22nd day of September, 2025 up to 5:00 P.M. IST on Thursday, the 25th day of September, 2025.
2. The shareholders holding shares as on the "cut off" date, i.e. Friday the 19th day of September, 2025 were entitled to vote on the proposed 8 (Eight) resolutions as mentioned in the Notice of the AGM dated the 14th day of August, 2025.
3. The Company had also provided e-voting facility at the AGM to enable the shareholders attending the AGM through VC / OAVM to cast the votes in case the same had not been cast by them through remote e-voting.
4. The e-votes were unblocked by NSDL team (due to technical error on NSDL portal) and were provided to us on Friday, the 26th day of September, 2025 around 05:04 P.M. IST after the completion of the AGM in the presence of two witnesses, namely, Mr. Rohit Kumar, residing at Basundhara Apartment, Flat No. 6, 3rd Floor, 27, Ital Gacha Road, Kolkata – 700 079 and Ms. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata – 700 060, who are not in employment of the Company.
5. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.
6. The combined result of the remote e-voting and e-voting at the AGM [EVEN : 135893] are as under:



<A> **ORDINARY BUSINESS:****a) Resolution 1 : Ordinary Resolution**

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2025 together with the Reports of the Board of Directors and the Auditors thereon.

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	310	1,75,63,661	
E-voting at AGM	4	3,50,013	
Total	314	1,79,13,674	94.0805

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	23	11,27,127	
E-voting at AGM	0	0	
Total	23	11,27,127	5.9195

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
9	30,73,769



**b) Resolution 2 : Ordinary Resolution**

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2025 together with the Report of the Auditors thereon.

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	309	1,75,60,987	
E-voting at AGM	4	3,50,013	
Total	313	1,79,11,000	94.0796

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	23	11,27,127	
E-voting at AGM	0	0	
Total	23	11,27,127	5.9204

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
9	30,73,769



**c) Resolution 3 : Ordinary Resolution**

Re-appointment of Mr. Amritanshu Khaitan, as a Director liable to retire by rotation.

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	291	1,75,15,662	
E-voting at AGM	4	3,50,013	
Total	295	1,78,65,675	93.8416

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	41	11,72,452	
E-voting at AGM	0	0	
Total	41	11,72,452	6.1584

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
9	30,73,769



 **SPECIAL BUSINESS:****d) Resolution 4 : Ordinary Resolution****Appointment of Secretarial Auditors of the Company.****(i) Voted in favour of the Resolution:**

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	304	1,75,57,112	
E-voting at AGM	4	3,50,013	
Total	308	1,79,07,125	94.0593

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	28	11,31,002	
E-voting at AGM	0	0	
Total	28	11,31,002	5.9407

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
9	30,73,769



**e) Resolution 5 : Special Resolution**

Re-appointment of Ms. Rupanjana De as a Non – Executive Independent Director of the Company.

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	289	1,75,12,670	
E-voting at AGM	4	3,50,013	
Total	293	1,78,62,683	93.8258

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	43	11,75,444	
E-voting at AGM	0	0	
Total	43	11,75,444	6.1742

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
9	30,73,769



**f) Resolution 6 : Special Resolution**

Increasing the borrowing powers under Section 180(1)(c) of the Companies Act, 2013.

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	296	1,75,55,703	
E-voting at AGM	4	3,50,013	
Total	300	1,79,05,716	94.0519

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	36	11,32,411	
E-voting at AGM	0	0	
Total	36	11,32,411	5.9481

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
9	30,73,769



**g) Resolution 7 : Special Resolution**

Creation of charge on the assets of the Company under Section 180(1)(a) of the Companies Act, 2013.

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	296	1,75,55,049	
E-voting at AGM	4	3,50,013	
Total	300	1,79,05,062	94.0484

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	36	11,33,065	
E-voting at AGM	0	0	
Total	36	11,33,065	5.9516

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
9	30,73,769



**h) Resolution 8 : Ordinary Resolution**

Ratification of the remuneration payable to the Cost Auditors in respect of the financial year ending 31st March, 2026.

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	300	1,75,18,492	
E-voting at AGM	4	3,50,013	
Total	304	1,78,68,505	93.8564

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	32	11,69,622	
E-voting at AGM	0	0	
Total	32	11,69,622	6.1436

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
9	30,73,769

7. The proposed resolutions have therefore been passed with requisite majority by the Shareholders of the Company



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

8. The electronic e-voting registers and other documents related thereto are returned herewith for your safe custody.

Thanking You,

Yours truly

For A. K. LABH & Co.
Company Secretaries

(CS A. K. LABH)

Proprietor

FCS – 4848 / CP No. – 3238

UIN : S1999WB026800

PRCN : 1038/2020

UDIN : F004848G001363392



Place : Kolkata

Dated : 27.09.2025



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary



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Company Secretaries

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Website : www.aklabh.com

Witness:

1.

Rohit Kumar

(Rohit Kumar)
Basundhara Apartment,
Flat No. 6, 3rd Floor,
27, Ital Gacha Road,
Kolkata - 700 079



2.

Anushree Dasgupta
(Anushree Dasgupta)
28/N, Dwijen Mukherjee Road, Behala,
Kolkata - 700 060

Received the Report of the Scrutinizer
For Mcleod Russel India Limited

(Alok Kumar Samant)
Company Secretary
M No. : F - 9347

