



KIRAN VARMA & ASSOCIATES

Practicing Company Secretaries

New No: 60, Old No: 34, Above Indian Overseas Bank,
South Usman Road, T. Nagar, Chennai – 600 017
+91-95660 34192; cskvarma@outlook.com

SCRUTINIZER'S REPORT

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

To,

The Chairman

Indo-Tech Transformers Limited

Survey No.153-210, Illuppapattu Village, Near Rajakulam, KM-64, Kancheepuram (Dist.),
Tamil Nadu - 631561

Dear Sir,

Sub: Consolidated Report of Scrutinizer on remote e-voting and e-voting during the Annual General Meeting (AGM) pursuant to the provisions of section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 for the 33rd Annual General Meeting of Indo-Tech Transformers Limited held on Monday, August 11, 2025 at 10:30 a.m. through Video Conferencing (VC) / Other Audio-Visual Mode (OAVM)

I, Kiran Varma M.G., Company Secretary in Practice have been appointed as Scrutinizer by the Board of Directors of Indo-Tech Transformers Limited (the Company) pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, for the purpose of scrutinizing the remote e-voting and e-voting process during the Annual General Meeting, in respect of the below mentioned resolutions proposed at the 33rd Annual General Meeting of the Company held on Monday, August 11, 2025 at 10:30 a.m. through Video Conferencing (VC) / Other Audio Visual Mode (OAVM), and I submit my report as under:

1. The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and the Rules thereunder and the SEBI Listing Regulations relating to voting through electronic means (by remote e-voting) and e-voting at the Annual General Meeting by the shareholders on the resolutions proposed in the Notice of the 33rd AGM of the Company.
2. My responsibility as a scrutinizer for the voting process is restricted to scrutinize the e-voting process in a fair and transparent manner and prepare a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the Notice, based on the report generated from the e-voting system provided by Link Intime India Private Limited, the service provider engaged by the Company to provide remote e-voting facility prior to the AGM and voting at the AGM by electronic means.



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3. The Notice dated July 04, 2025 along with the statement setting out material facts under section 102 of the Act were sent to the shareholders in respect of the below mentioned resolutions proposed at the 33rd AGM of the members of the Company.
4. The shareholders of the Company holding shares as on the cut-off date i.e., Monday, August 4, 2025 were entitled to vote on the resolutions as set out in the Notice of 33rd AGM.
5. The voting period for remote e-voting commenced on Thursday, August 07, 2025 at 9.00 a.m. (IST) and ended on Sunday, August 10, 2025 at 5.00 p.m. (IST) and the Link Intime India Private Limited's e-voting platform was disabled thereafter.
6. 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 votes earlier.
7. After closure of remote e-voting at the AGM, the report on remote e-voting done during the AGM and the votes cast under remote e-voting facility prior to AGM were unblocked and counted.
8. I have scrutinised and reviewed the remote e-voting prior to and during the AGM and votes cast therein based on the data downloaded from Link Intime India Private Limited's e-voting platform.
9. I now submit my consolidated report as under on the result of the remote e-voting prior to and during the AGM in respect of the said resolutions.

Ordinary Business:

Resolution No. 1 – As an Ordinary Resolution –

1To receive, consider and adopt the Audited Financial statements for the financial year ended March 31, 2025, and the Reports of the Directors and Auditors thereon

(i) Voted **in favour of** the resolution:

Number of members voted	Number of valid votes cast	% of total number of valid votes cast
34	7980802	100.00

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast	% of total number of valid votes cast
1	50	0.00



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(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast
Nil	Nil

Resolution No. 2 – As an Ordinary Resolution –

To appoint a director in place of Mr. Sudheer Vennam (DIN: 09656671), who retires by rotation and being eligible, offers himself for reappointment

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast	% of total number of valid votes cast
28	7968486	99.845

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast	% of total number of valid votes cast
6	12356	0.155

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast
Nil	Nil

Special Business:

Resolution No. 3 – As an Ordinary Resolution –

Appointment of M/s ASA & Associates LLP as the Statutory Auditors of the Company

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast	% of total number of valid votes cast
34	7980802	100.00

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast	% of total number of valid votes cast
1	50	0.00

(iii) **Invalid** votes:

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Number of members whose votes were declared invalid	Number of invalid votes cast
Nil	Nil

Resolution No. 4 – As an Ordinary Resolution –**Appointment of Mr. M. Purushothaman, Chief Executive Officer (DIN: 11074837) as Director of the company****(i) Voted in favour of the resolution:**

Number of members voted	Number of valid votes cast	% of total number of valid votes cast
33	7980702	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast	% of total number of valid votes cast
1	50	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast
Nil	Nil

Resolution No. 5 – As an Ordinary Resolution –**Appointment of Mr. M. Purushothaman, Chief Executive Officer and Director (DIN: 11074837) as Whole Time Director of the company****(iv) Voted in favour of the resolution:**

Number of members voted	Number of valid votes cast	% of total number of valid votes cast
33	7980702	100.00

(v) Voted against the resolution:

Number of members voted	Number of valid votes cast	% of total number of valid votes cast
1	50	0.00

(vi) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast
Nil	Nil

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Resolution No. 6 – As an Ordinary Resolution –

To re-appoint Mr. Ajay Kumar Dhagat (DIN: 00250792) as Independent Director of the company for the second term of 5 years

(vii) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast	% of total number of valid votes cast
34	7980802	100.00

(viii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast	% of total number of valid votes cast
1	50	0.00

(ix) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast
Nil	Nil

Resolution No. 7 – As an Ordinary Resolution –

To re-appoint Ms. Leena M Sathyanarayanan (DIN: 08947423) as Independent Director of the company for the second term of 5 years

(x) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast	% of total number of valid votes cast
34	7980802	100.00

(xi) Voted **against** the resolution:

Number of members voted	Number of valid votes cast	% of total number of valid votes cast
1	50	0.00

(xii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast
Nil	Nil

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Resolution No. 8 – As an Ordinary Resolution –**Appointment of M/s J B Bhawe & Co, as Secretarial Auditor**

(xiii) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast	% of total number of valid votes cast
34	7980802	100.00

(xiv) Voted **against** the resolution:

Number of members voted	Number of valid votes cast	% of total number of valid votes cast
1	50	0.00

(xv) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast
Nil	Nil

Resolution No. 9 – As an Ordinary Resolution –**Approval of Related Party Transaction**

(xvi) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast	% of total number of valid votes cast
29	3496	22.054

(xvii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast	% of total number of valid votes cast
5	12356	77.946

(xviii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast
Nil	Nil



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Resolution No. 10 – As an Ordinary Resolution –

Ratification of the Remuneration of the Cost Auditor for FY 2025-26

(xix) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast	% of total number of valid votes cast
34	7980802	100.00

(xx) Voted **against** the resolution:

Number of members voted	Number of valid votes cast	% of total number of valid votes cast
1	50	0.00

(xxi) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast
Nil	Nil

All electronic data and relevant records relating to e-voting will remain under my custody and will be handed over to the Company Secretary for safe keeping after the Chairman considers, approves, and signs the minutes of the 33rd Annual General Meeting of the Company.

Thanking You
Yours faithfully

For Kiran Varma & Associates
Practicing Company Secretaries

CS Kiran Varma M G
Practicing Company Secretary
FCS: 12223, COP: 19211
Date: 12/08/2025
Place: Chennai
UDIN: F012223G000982896

