



Date: December 11, 2025

To,
The Chairman,
Brigade Enterprises Limited
CIN: L85110KA1995PLC019126
29th & 30th Floors, World Trade Center,
Brigade Gateway Campus
26/1, Dr. Rajkumar Road,
Malleswaram- Rajajinagar, Bangalore - 560 055.

Sub.: Scrutinizer's Report on the Postal Ballot process conducted through remote e-voting pursuant to the provisions of Section 110 and 108 of the Companies Act, 2013 read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, in respect of passing of the resolution contained in the Postal Ballot Notice dated October 29, 2025.

Dear Sir,

I, Biswajit Ghosh, Partner of BMP & Co. LLP, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Brigade Enterprises Limited ("the Company") to scrutinize the postal ballot through voting by electronic means ("remote e-voting"), in a fair and transparent manner and ascertain the requisite majority on the said Postal Ballot carried out pursuant to Section 110 read with Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modifications or re-enactments thereof for the time being in force) ("Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024 and General Circular No. 03/2025 dated September 22, 2025 ("collectively referred to as "MCA Circulars"), circular(s) issued by the Securities and Exchange Board of India ("SEBI"), Listing Regulations, Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations, I submit my Report, as under:

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BMP & Co. LLP

Regd. Off: 4th Floor, Aishwarya Sampurna, 79/1, Vani Vilas Road, Basavanagudi, Near Ramakrishna Ashrama Circle, Bengaluru - 560004, ☎: 9900901974 ✉: biswajit@bmpandco.com Web : www.bmpandco.com, LLPIN: AAI-4194

1. The Postal Ballot Notice along with Explanatory Statement under Section 102 of the Act was sent by electronic mode to those Members whose names appeared in the Register of Members as on **Friday, October 31, 2025 (“Cut-off Date”)** received from M/s. KFin Technologies Limited, Registrar and Transfer Agent (“RTA”) and whose e-mail address was registered with the Company/ Depositories/ Depository Participants. A copy of the Postal Ballot Notice is also available on the website of the Company (www.brigadegroup.com), the relevant section of the website of the Stock Exchanges on which the Equity Shares of the Company are listed i.e., BSE Limited (www.bseindia.com) and National Stock Exchange of India Limited (www.nseindia.com) and on the website of E-voting agency i.e. KFin Technologies Limited (www.evoting.kfintech.com). Members who held Equity Share(s) of the Company as on Friday, October 31, 2025, were entitled to vote through remote e-voting process in relation to the Resolution specified in the Postal Ballot Notice (“Eligible Members”). The dispatch of Postal Ballot Notice by electronic mode was completed on November 10, 2025.
2. In accordance with the MCA Circulars, the physical copy of the Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelope was not sent to the members. Accordingly, the communication of the assent or dissent of the members had taken place through the remote e-voting system only.
3. On the basis of Register of Members made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on Friday, October 31, 2025, the notice of the postal ballot dated October 29, 2025 which was dispatched to the shareholders on November 10, 2025 by prescribed mode and the newspaper advertisement was published on November 11, 2025, pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014 (as amended).
4. The remote e-voting commenced on Wednesday, November 12, 2025 at 9:00 A.M. (IST) and ended on Thursday, December 11, 2025 at 5:00 P.M. (IST).
5. All the data of remote e-voting i.e., the results of e-voting along with the list of shareholders who voted “For” and “Against” the resolutions were downloaded from the e-voting portal of KFinTech (www.evoting.kfintech.com), by unblocking the remote e-voting event on Thursday, December 11, 2025 at 5:07 P.M. (IST) in the presence of two witnesses, viz., Mr. Ramakrishna Reddy currently residing at No. 79/1, 4th Floor, Aishwarya Sampurna Apartment, Vanivilas Road, Basavangudi, Bangalore – 560004 and Ms. Ishika Basu currently residing at No. 79/1, 4th Floor, Aishwarya Sampurna Apartment, Vanivilas Road, Basavangudi, Bangalore – 560004.

6. All votes cast through remote e-voting upto 5.00 P.M. (IST) on Thursday, December 11, 2025, the last date, and time fixed by the Company, were considered for scrutiny.

7. The summary of the results of the Postal Ballot conducted through remote e-voting is, as under:

I now submit my report as below on the result of the remote e-voting in respect of the resolution contained in the Notice of Postal Ballot.

RESOLUTION NO. 1: SPECIAL RESOLUTION

Appointment of Mr. Debashis Chatterjee (DIN: 00823966) as an Independent Director of the Company.

Voted “*in Favor*” of the resolution:

Mode	Number of members voted	Number of votes cast in Favour of the resolution	% of total number of valid votes cast
Postal Ballot (Remote E-voting)	757	229716631	99.9999

Voted “*Against*” the resolution:

Mode	Number of members voted	Number of votes cast Against the resolution	% of total number of valid votes cast
Postal Ballot (Remote E-voting)	23	255	0.0001

Invalid Votes:

Mode	Number of Members	Number of votes cast
Postal Ballot (Remote E-voting)	0	0

Abstain Votes:

Mode	Number of Members	Number of votes cast
Postal Ballot (Remote E-voting)	2	91

- a) The aforesaid resolution contained in the Notice is **passed with requisite majority** by the Members of the Company.
- b) The figures in percentage have been rounded off to 4 decimal points.
8. The electronic data and all other relevant records relating to remote e-voting shall remain in our safe custody and will be handed over to Mr. P. Om Prakash, Company Secretary & Compliance Officer, for safekeeping.

9. Restriction on Use

This report has been issued at the request of the Company for (i) submission to Stock Exchanges (ii) placing on website of the Company (iii) placing on the website of KFintech, Registrar and Transfer Agent and (iv) for such other purposes as required under various statutory or regulatory requirements. This report is not to be used for any other purpose or to be distributed by the Company to any other parties.

Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without any prior consent in writing.

Thanking You,
Yours faithfully



**For BMP & Co. LLP
Company Secretaries**

**CS Biswajit Ghosh
Designated Partner**

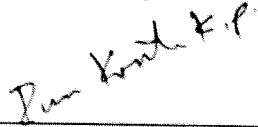
FCS No.: 8750 CP No.: 8239

UDIN: F008750G002358011

Place: Bengaluru

Date: December 11, 2025

We, the undersigned, witnessed that the votes were unblocked from the e-voting website of KFintech (<https://evoting.kfintech.com/>), in our presence.



Ramakrishna Reddy

Address: No. 79/1, 4th Floor, Aishwarya
Sampurna Apartment, Vanivilas Road,
Basavangudi, Bangalore – 560004



Ishika Basu

Address: No. 79/1, 4th Floor, Aishwarya
Sampurna Apartment, Vanivilas Road,
Basavangudi, Bangalore – 560004

Based on the foregoing, the resolution has been passed with requisite majority.

Countersign by Company Secretary
(Authorised by the Chairman and Board of Directors)



P. Om Prakash

Company Secretary & Compliance Officer
Brigade Enterprises Limited

Address: 29th & 30th Floors, World Trade Center, Brigade Gateway Campus, 26/1,
Dr. Rajkumar Road, Malleswaram- Rajajinagar, Bangalore - 560 055