



N L BHATIA & ASSOCIATES
PRACTISING COMPANY SECRETARIES

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SCRUTINIZER'S REPORT

{Pursuant to Sections 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 respectively of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended}

To,

Mr. Anand Piramal,

Chairman,

Piramal Finance Limited

(Formerly Known as Piramal Capital & Housing Finance Limited)

601, 6th Floor, Amiti Building, Piramal Corporate Park,

Kamani Junction, Opp. Fire Station, LBS Marg,

Kurla (West), Mumbai – 400070

Dear Sir,

I, **Bhaskar Upadhyay**, Partner of **M/s N L Bhatia & Associates, Practicing Company Secretaries** have been appointed as the Scrutinizer by the Board of Directors of **Piramal Finance Limited** (Formerly Known as Piramal Capital & Housing Finance Limited) ("**the Company**") vide its resolution dated **16th July, 2026**, to receive and scrutinize the Postal Ballot process through remote e-voting with respect to the following Special Business ("**Resolution**") fully set out in the Postal Ballot Notice dated **16th July, 2026** ("**the Notice**"):

Sr. no.	Resolution	Type of Resolution
1.	Approval to raise capital by way of qualified institutions placement(s), rights issue, preferential allotment or a private placement(s) and/or any combination thereof to eligible investors through an issuance of equity shares or other eligible securities for an amount aggregating up to Rs. 4,000 crore.	Special Resolution

1. I have given my consent to act as Scrutinizer vide letter dated, **8th July, 2026**.



2. The Board has authorized the Company Secretary to be responsible for the entire postal ballot process and also authorized him to do all things and to take all incidental and necessary steps for smooth conduct of the entire postal ballot process.
3. Pursuant to the provisions of Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (**"the Act"**) read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (**"the Rules"**), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"SEBI Listing Regulations"**), read with General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, and subsequent circulars issued in this regard, the latest being 3/2025 dated 22nd September, 2025 issued by the Ministry of Corporate Affairs (**"the MCA Circulars"**) and any other applicable provisions, of the Act, Rules, Regulations, Circulars and Notifications (including any statutory modification(s), clarification(s) or re-enactment(s) thereof for the time being in force), the item of special business as set out in the Notice was proposed for the approval of the Members of the Company through remote e-voting only.
4. In compliance with the MCA Circulars, the Notice including Explanatory Statement along with the instructions of remote e-voting was sent by email on **17th July, 2026** to those members who have registered their email address with the Company or Depositories/Depository Participants/Registrar and Share Transfer Agent (RTA) and whose names appear on the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited (**"NSDL"**) and Central Depository Services (India) Limited (**"CDSL"**) as on the **cut-off date i.e. Friday, 10th July, 2026**. The Members of the Company on the cut-off date were entitled to vote on the Resolution as contained in the Notice.
5. The Company had published an advertisement in Business Standard (English – All India Edition) and Mumbai Lakshadeep (Marathi – Mumbai Edition) newspapers on **Saturday, 18th July, 2026** regard, completion of dispatch of Notice and also specifying therein the matters prescribed in the Rules with regard to remote e-voting.
6. The Company had appointed NSDL for providing remote e-voting facility to the Members of the Company.
7. Members were required to communicate their assent or dissent only through remote e-voting system in terms of MCA Circulars.
8. The remote e-voting period commenced on Sunday, 19th July, 2026 from 9:00 a.m. (IST) and ended on Monday, 17th August, 2026 at 5:00 p.m. (IST).



9. The e-voting was unblocked at **5:00 p.m. (IST) on Monday, 17th August, 2026**, and the e-voting summary statement was thereafter downloaded from e-voting website of NSDL.
10. My responsibility as a Scrutinizer for the e-voting is restricted to provide a Scrutinizer's Report of the votes cast **"in favour" or "against"** the Resolution stated in Postal Ballot Notice dated **16th July, 2026** based on the report generated from the e-voting system provided by NSDL.
11. The votes cast by the Members through the remote e-voting facility were scrutinized by using the scrutinizer's login on the NSDL's e-voting website after the close of the remote e-voting period at **5:00 p.m. (IST) on Monday, 17th August, 2026**.
12. Scrutiny of remote e-voting commenced post **5:00 p.m. (IST) on Monday, 17th August, 2026**, and ended on the same day.
13. All the votes cast through remote e-voting facility up to **5:00 p.m. (IST) on Monday, 17th August, 2026**, the last date and time fixed by the Company for remote e-voting were considered for my scrutiny.
14. With reference to the above, I submit my report as under:

The result of Postal Ballot through remote e-voting in respect of the following Resolution is set out as under:

Resolution No. 1 (Special Resolution):

Approval to raise capital by way of qualified institutions placement(s), rights issue, preferential allotment or a private placement(s) and/or any combination thereof to eligible investors through an issuance of equity shares or other eligible securities for an amount aggregating up to Rs. 4,000 crore.

Out of total 2,03,721 Members, 1,220 Members cast their votes by remote e-voting as detailed below:

Particulars	Number of Members who voted through e-voting	Number of votes through e-voting	Percentage (%)
Assent	1,156	17,33,61,134	99.9650
Dissent	64	60,672	0.0350
Total	1,220	17,34,21,806	100



The relevant papers/records and documents pertaining to this Postal Ballot activity will be handed over to Mr. Bipin Singh, Company Secretary of the Company for safe custody.

15. Based on the above scrutiny, I hereby certify that the Resolution as set out in the Notice has been approved and passed by the members with requisite majority. The Resolution as specified in the Notice is deemed to be passed on the last date of remote e-voting, i.e. **Monday, 17th August, 2026.**

You may accordingly declare the result of Postal Ballot.

Date: 18th August, 2026

Place: Mumbai

**For N L Bhatia & Associates
Practicing Company Secretaries**

UIN: P1996MH055800

PR No. 6392/2025



Bhaskar Upadhyay

Partner

FCS: 8663

CP. No.: 9625

UDIN: F008663H001137967

For Piramal Finance Limited

(Formerly Known as Piramal Capital & Housing Finance Limited)

BIPIN
SINGH
Digitally signed
by BIPIN SINGH
Date: 2026.08.18
12:57:33 +05'30'

Bipin Singh
Company Secretary