

Consolidated Report of Scrutinizer

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(xii)
of the Companies (Management and Administration) Rules, 2014]**

To,

The Chairman

Of 46th Annual General Meeting (AGM) of the members of
STANROSE MAFATLAL INVESTMENTS AND FINANCE LIMITED

Held on 14th July, 2026 at 3:00 p.m.

Through Video Conference (VC) / Other Audio-Visual Means (OAVM)

Dear Sir,

1. I, CS Manoj Rajaram Hurkat, Practising Company Secretary, have been appointed by the Board of Directors of Stanrose Mafatlal Investments and Finance Limited (“Company” or “SMIFL”) as Scrutinizer for the purpose of scrutinizing the Remote E-voting & E-voting during 46th Annual General Meeting and for ascertaining the majority on voting carried out as per the provisions of Sections 108 & 109 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions, considered at the 46th AGM held on 14th July, 2026 at 3:00 p.m. through Video Conference (VC) / Other Audio Visual Means (OAVM) as per the framework issued by the Ministry of Corporate Affairs (MCA) vide latest Circular No. 03/2025 dated 22nd September, 2025 and also the SEBI Circular dated 3rd October, 2024 and all other applicable Circulars and Notifications issued and as amended from time to time.
2. The management of the Company is responsible to ensure the compliances with the requirements of provisions of Companies Act, 2013, MCA Circulars and Rules relating to voting on the resolutions contained in the Notice to the 46th Annual General Meeting of the members of the Company.

My responsibility as a scrutinizer for the voting process is restricted to make Scrutinizer’s Report of the votes casted “in favour” or “against” the resolutions stated below, based on the scrutiny of reports generated from E-voting (for both Remote E-voting and E-voting during AGM) system provided by Central Depository Services (India) Limited (“CDSL”), the authorized agency to provide E-voting facilities, appointed by the Company.

3. Further to the above, I submit my consolidated report as under:

A. For Remote E-voting:

- I. The Remote E-voting period remained open from Saturday, 11th July, 2026 (9:00 a.m.) to Monday, 13th July, 2026 (5.00 p.m.).
- II. The Members of the Company as on “cut off” date i.e. 7th July, 2026 were entitled to vote on the resolutions stated in the Notice of 46th Annual General Meeting.
- III. The votes casted were subsequently unblocked by me on 14th July, 2026 at 3.30 p.m. in the presence of two witnesses, whose names are mentioned below, who are not in the employment of the Company and electronic ballots were diligently scrutinized by me.

Sr. No.	Name & Address of witnesses	Signature of witnesses
01.	Sunil Mulchandani A-801, Karnavati Infinity Living, Near Raj Farm, Bhat, Gandhinagar – 382428	
02.	Yash D. Panchal 2, Neelkanth Raw House, Near Swaminarayan Temple, Vastral, Ahmedabad - 382418	

- IV. The electronic ballots were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations lodged with the Company.
- V. Thereafter, the details of members, who have voted “For”, “Against” each of the resolutions permitted for remote e-voting, were prepared based on report generated from the e-voting website of CDSL.



B. For E-voting during the AGM:

- I. The E-voting was conducted together on all the Item Nos. 1 to 6 on the agenda contained in the Notice during the AGM.
 - II. The E-voting during AGM was conducted to enable the members of the Company who have attended the AGM through VC and had not casted their vote through Remote E-voting facility.
 - III. After ensuring that all the members who desire to cast their vote through E-voting at the AGM have exercised their right to vote and after seeking permission from the Chairman of 46th Annual General Meeting, E-voting at the AGM was closed/blocked.
 - IV. The votes casted during the AGM were subsequently unblocked by me immediately after the conclusion of AGM and electronic ballots were diligently scrutinized. The electronic ballots were reconciled with the records maintained by the Company/ Registrar and Transfer Agent of the Company and the authorization received/available with the Company.
 - V. Thereafter, the details of members, who have voted "For", "Against" each of the resolutions permitted for E-voting during the AGM, were prepared based on report generated from the website of CDSL.
4. Based on such scrutiny of the Remote E-voting & E-voting during the AGM, the result of the voting is as under:

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(a) Resolution No. 1: (Ordinary Business)

Ordinary Resolution for adoption of Audited Financial Statements (including Consolidated Financial Statements) for the financial year ended on 31st March, 2026:

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	62	2030019	100%
E-voting (During AGM)	2	2	100%
Total	64	2030021	100%

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) **Invalid** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil

(b) Resolution No. 2: (Ordinary Business)

Ordinary Resolution for Re-appointment of Shri Dhansukh H. Parekh (DIN: 00015734) as Director of the Company:

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	62	2030019	100%
E-voting (During AGM)	2	2	100%
Total	64	2030021	100%

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) **Invalid** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil



(c) Resolution No. 3: (Special Business)

Ordinary Resolution for payment of Commission to Non-Executive Directors of the Company:

(i) Voted in favour of the resolution:

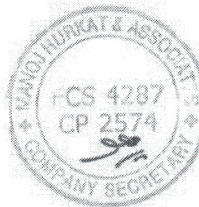
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	61	2030015	100%
E-voting (During AGM)	2	2	100%
Total	63	2030017	100%

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	1	4	Negligible
E-voting (During AGM)	Nil	Nil	Nil
Total	1	4	Negligible

(iii) Invalid Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil



(d) Resolution No. 4: (Special Business)

Ordinary Resolution for Renewal of Leave & License Agreement and Facility & Service Agreement with a Related Party - Shanudeep Private Limited:

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	49	108794	100%
E-voting (During AGM)	2	2	100%
Total	51	108796	100%

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) **Invalid** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil



Pursuant to the second proviso to sub section (1) of Section 188 of the Companies Act, 2013 and Regulation 23 (4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a member who is related party cannot vote on resolution to approve any contract/arrangement with any related party. The Company has provided us the list of related parties as per Section 2(76) of the Companies Act, 2013 and also as per IndAS-24.

In view of this, for the purpose of determining requisite majority for this resolution, I have further checked and scrutinized as to whether any of the promoters or person related to such promoters have participated in the voting process for this Item of business. After such checking and scrutiny, I have excluded the voting (if any) of all such promoters/related parties, as per the list provided by the Company.

Hence, the final voting result for this business item is as under:

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	49	108794	100%
E-voting (During AGM)	2	2	100%
Total	51	108796	100%

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil

(e) Resolution No. 5: (Special Business)

Special Resolution for continuation of Directorship of Shri Dhansukh H. Parekh (DIN: 00015734) upon attaining age of 75 years:

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	61	2030015	100%
E-voting (During AGM)	2	2	100%
Total	63	2030017	100%

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	1	4	Negligible
E-voting (During AGM)	Nil	Nil	Nil
Total	1	4	Negligible

(iii) **Invalid** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil



(f) Resolution No. 6: (Special Business)

Special Resolution for Alteration of Main Object clause of Memorandum of Association:

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	62	2030019	100%
E-voting (During AGM)	2	2	100%
Total	64	2030021	100%

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) **Invalid** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil



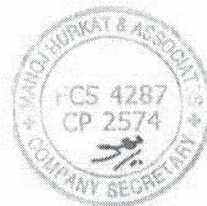
A compact disk (CD) / Excel Sheets and other supportive documents containing list of equity shareholders who voted “For”, “Against” and those votes which were declared “Invalid” for each resolution and also resolutions received from corporate shareholders etc. will be returned for safe keeping by our separate letter to the Company.

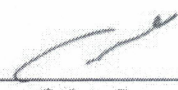
All other relevant records will also be handed over by me to the Company Secretary or any other person authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

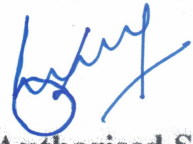
Place: Ahmedabad
Date: 14th July, 2026




Signature of the Scrutinizer
[CS MANOJ HURKAT]
UDIN: F004287H000822907

Countersigned by:
For, **STANROSE MAFATLAL INVESTMENTS AND FINANCE LIMITED**




Authorised Signatory