

Managing Partner
CS Nrupang B. Dholakia
B.Com., F.C.S., M.B.L., L.L.B., D.C.L., EP.CORP

DHOLAKIA & ASSOCIATES LLP
(COMPANY SECRETARIES)

Designated Partner
CS Michelle Martin
B. Com, A.C.S, L.L.B

Combined Report of Scrutinizer for Remote e-Voting and e-Voting during AGM

To,
Mr. Sharad Upasani
The Chairperson of 59th Annual General Meeting of Gharda Chemicals Limited

Report on voting for the 59th Annual General Meeting held on Saturday, September 27, 2025 at 10.30 a.m. (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OVAM").

Combined Scrutinizer's Report on voting through Remote e-voting and electronic voting during the AGM in terms of provisions of the Companies Act, 2013 (herein after referred to as "Act") read with the Rules issued there under.

CS Nrupang B. Dholakia, Managing Partner of Dholakia & Associates LLP, Company Secretaries ("the firm") was appointed as the Scrutinizer by the Board of Directors of **Gharda Chemicals Limited ("Company")** pursuant to the Companies Act, 2013 read with Rules made there under to scrutinize the electronic voting (Remote e-Voting) and the electronic voting during the Annual General Meeting (e-Voting) for the resolutions contained in the Notice of 59th Annual General Meeting of the Company ("Meeting"/"AGM").

I, **CS Nrupang B. Dholakia, Managing Partner of the firm**, submit combined report as under:

1. The AGM was held in compliance with the MCA Circulars regarding holding of the "AGM" through Video Conferencing (VC)/Other Audio-Visual Means (OVAM) without the physical presence of the Members at a common venue. The Company has confirmed that the Notice of the AGM along with the Annual Report for the financial year 2024-25 has being sent through electronic mode to those Members whose e-mail addresses were registered with the Company and hard copy is also being dispatched by the post/courier.
2. Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting (which includes remote e-voting and the electronic voting during the AGM) to the Members on the resolutions proposed in the Notice calling the 59th AGM of the Company was the responsibility of the management. Our responsibility as a scrutinizer was to ensure that the voting process is conducted in a fair and transparent manner and render a combined scrutinizer's report on the voting to the Chairperson on the resolutions.
3. The voting facility both for e-voting prior to the AGM (remote e-voting) and electronic voting during the AGM (e-voting) was provided by National Securities Depository Limited ('NSDL').

Regd Office: A/302, Sarvodaya CHSL, Bldg No. 11, Nr. P.F. Office, Service Road, Khernagar, Bandra (E),
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Tel No. +91 22 35501554. E-Mail: info@dholakia-associates.com LLPIN AAC 9552 GSTIN: 27AAKFD4117D1ZR

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4. The remote e-voting period commenced on Tuesday, September 23, 2025 9:00 a.m. (IST) and concluded on Friday, September 26, 2025 5:00 p.m. (IST).
5. The e-voting during the AGM was conducted online on the website of NSDL i.e. www.evoting.nsdl.com.
6. The facility to vote through electronic voting system as stated in point 5 above had been provided to facilitate voting for those Members who were present during the Meeting through VC/OAVM and had not cast their votes through Remote e-Voting.
7. After the closure of the e-voting after 15 minutes of conclusion of AGM, the votes cast through e-voting during the AGM and through remote e-voting prior to the date of AGM were unblocked from the website of NSDL i.e. www.evoting.nsdl.com on Saturday, September 27, 2025 in the presence of two witnesses who are not in the employment of the Company.
8. I hereby submit a combined scrutinizer's report pursuant to rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice of the aforesaid 59th AGM based on the scrutiny of remote e-voting and the electronic voting during the AGM and votes cast therein based on the basis of the data downloaded from the electronic voting system of NSDL.
9. Members who had exercised their vote through remote e-voting were not allowed to vote during the AGM in compliance with Rule 20 (4) (xi) of the Companies (Management and Administration) Rules, 2014.

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10. The Combined Result (Remote e-Voting + e-Voting during the AGM) is as under:

- a) **Item No 1: To receive, consider, and adopt the audited standalone financial statements of the Company for the financial year ended 31st March, 2025, the reports of the Board of Directors and Auditors thereon (Ordinary Resolution):**

(i) Details of voting, as received from the e-voting agency is as follows:

Particulars	Number of Members who cast vote	No of Equity Shares (Votes cast)
A. Remote e-Voting		
Total Votes received	17	54,857
<u>Less:</u> Total Number of Abstained Votes	NIL	NIL
Total Number of Valid Votes	17	54,857

(ii) Details of Voting:

Particulars	Aggregate of voting	No of Equity Shares (Votes cast)	% of valid votes received
Total valid votes received	17	54,857	100
Assented to Resolution	12	47,621	86.8093
Dissented to Resolution	5	7,236	13.1907

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- b) **Item No 2: To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended 31st March, 2025, and the report of the Auditors thereon (Ordinary Resolution):**

- (i) Details of voting, as received from the e-voting agency is as follows:

Particulars	Number of Members who cast vote	No of Equity Shares (Votes cast)
A. Remote e-Voting		
Total Votes received	17	54,857
<u>Less:</u> Total Number of Abstained Votes	NIL	NIL
Total Number of Valid Votes	17	54,857

- (ii) Details of Voting:

Particulars	Aggregate of voting	No of Equity Shares (Votes cast)	% of valid votes received
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c) **Item No 3: To confirm and declare a Dividend for the financial year ended 31st March, 2025 (Ordinary Resolution):**

(i) Details of voting, as received from the e-voting agency is as follows:

Particulars	Number of Members who cast vote	No of Equity Shares (Votes cast)
A. Remote e-Voting		
Total Votes received	12	47,621
Less: Total Number of Abstained Votes	NIL	NIL
Total Number of Valid Votes	12	47,621

(ii) Details of Voting:

Particulars	Aggregate of voting	No of Equity Shares (Votes cast)	% of valid votes received
Total valid votes received	12	47,621	100
Assented to Resolution	12	47,621	100
Dissented to Resolution	NIL	NIL	NIL

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- d) **Item No 4: To appoint a Director in place of Mrs. Almitra H Patel (DIN: 00960457), who retires by rotation and being eligible offers herself for re-appointment (Ordinary Resolution):**

(i) Details of voting, as received from the e-voting agency is as follows:

Particulars	Number of Members who cast vote	No of Equity Shares (Votes cast)
A. Remote e-Voting		
Total Votes received	17	54,857
Less: Total Number of Abstained Votes	NIL	NIL
Total Number of Valid Votes	17	54,857

(ii) Details of Voting:

Particulars	Aggregate of voting	No of Equity Shares (Votes cast)	% of valid votes received
Total valid votes received	17	54,857	100
Assented to Resolution	12	47,621	86.8093
Dissented to Resolution	5	7,236	13.1907

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e) **Item No 5: Re-Appointment of Mr. Diwakar K Shenoy as a Whole Time Director of the Company (Ordinary Resolution):**

(i) Details of voting, as received from the e-voting agency is as follows:

Particulars	Number of Members who cast vote	No of Equity Shares (Votes cast)
A. Remote e-Voting		
Total Votes received	12	47,621
Less: Total Number of Abstained Votes	NIL	NIL
Total Number of Valid Votes	12	47,621

(ii) Details of Voting:

Particulars	Aggregate of voting	No of Equity Shares (Votes cast)	% of valid votes received
Total valid votes received	12	47,621	100
Assented to Resolution	12	47,621	100
Dissented to Resolution	NIL	NIL	NIL

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f) Item No. 6: Commission to Non-Executive Directors (Ordinary Resolution):

(i) Details of voting, as received from the e-voting agency is as follows:

Particulars	Number of Members who cast vote	No of Equity Shares (Votes cast)
A. Remote e-Voting		
Total Votes received	17	54,857
Less: Total Number of Abstained Votes	NIL	NIL
Total Number of Valid Votes	17	54,857

(ii) Details of Voting:

Particulars	Aggregate of voting	No of Equity Shares (Votes cast)	% of valid votes received
Total valid votes received	17	54,857	100
Assented to Resolution	12	47,621	86.8093
Dissented to Resolution	5	7,236	13.1907

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g) Item No. 7: Ratification of remuneration payable to Cost Auditors (Ordinary Resolution):

(i) Details of voting, as received from the e-voting agency is as follows:

Particulars	Number of Members who cast vote	No of Equity Shares (Votes cast)
A. Remote e-Voting		
Total Votes received	12	47,621
Less: Total Number of Abstained Votes	NIL	NIL
Total Number of Valid Votes	12	47,621

(ii) Details of Voting:

Particulars	Aggregate of voting	No of Equity Shares (Votes cast)	% of valid votes received
Total valid votes received	12	47,621	100
Assented to Resolution	12	47,621	100
Dissented to Resolution	NIL	NIL	NIL

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11. You may accordingly declare the combined result of the remote e-voting and e-voting during AGM.
12. All the relevant records of remote e-voting and e-voting during AGM will be e-mailed to the Chairperson and Mr. Michael Raj, Company Secretary of the Company after the Chairperson considers, approves and signs the minutes of the Annual General Meeting in compliance with Rule 20(4)(xv) of Companies (Management and Administration) Rules, 2014.

Thanking you,

Yours faithfully,

CS Nrupang B. Dholakia
Managing Partner
Dholakia & Associates LLP
(Company Secretaries)
FCS: 10032 CP No: 12884

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