CS BHUMIKA & CO.
Company Secretaries

Block No. 02, Parekh Nagar,
S V Road, Opp. Shatabdi Hospital,
Kandivali (West), Mumbai - 400 067.
M : +91 98200 30491
E-mail : bhumika.sidhpura@gmail.com
Website : www.bhumikanco.com

REPORT OF SCRUTINISER

[Pursuant to sections 108 and 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairperson
INDOFIL INDUSTRIES LIMITED
Kalpataru Square, 4th Floor,
Kondivita Road, Off Andheri-Kurla Road,
Andheri (E) - 400059

Dear Sir,

Sub: Consolidated Scrutinizer's Report on voting results through e-voting/remote e-voting conducted at the 33rd Annual General Meeting of the members of the INDOFIL INDUSTRIES LIMITED (CIN: U24110MH1993PLC070713) through Video Conferencing (VC) / Other Audio Visual Means (OAVM) deemed to be held at the registered office of the Company at Kalpataru Square, 4th Floor, Kondivita Road, Off Andheri-Kurla Road, Andheri (E) – 400059 on Wednesday, 16 September 2026 at 11:30 a.m.

Passing of the Resolution(s) through e-voting/remote e-voting pursuant to Sections 108 and 109 of the Companies Act, 2013, read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended.

I, **Bhumika Shah** Proprietor of Bhumika & Co, Practicing Company Secretary (Mem No. A37321 and C P No. 19635) having office at Block No.2, 1st Floor, Parekh Nagar, Near BMC Hospital, Kandivali West, S.V. Road, Mumbai- 400067 appointed as the Scrutinizer by the Board of Directors of Indofil Industries Limited **("Company")** to conduct the e-voting/remote e-voting process in respect of the below mentioned resolutions proposed at the 33rd Annual General Meeting **("AGM")** of the Company, held on **Wednesday, 16 September, 2026** at 11:30 a.m. through Video Conferencing (VC) / Other Audio Visual Means (OAVM) deemed to be held at the registered office of the Company at Kalpataru Square, 4th Floor, Kondivita Road, Off Andheri-Kurla Road, Andheri (E) – 400059 pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules 2014.

The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and Rules and Circulars issued by MCA relating to the conduct of AGM through VC/OAVM and voting through electronic means (i.e.by e-voting/remote e-voting process) for the resolutions contained in the notice of the 33rdAGM of the Shareholders dated **Tuesday, 25 August 2026.**

Our responsibility as scrutinizer for the voting process of voting through electronic means is restricted to furnishing a Consolidated Scrutinizer's Report of the vote cast 'in favour' and/or 'against' the resolutions stated in the notice of the AGM, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the Agency authorized under the Rules and engaged by the Company to provide remote e-voting facilities and e-voting facilities to vote at the AGM.

We submit our report as follows:

1. The Annual Report, the Notice of Annual General Meeting and the e-voting instructions were sent only by electronic mode (e-mail) to those members whose email addresses were registered with the Company / Depository Participants / Depositories on **Tuesday, 25 August 2026**, pursuant to General Circular Nos.

BHUMIKA & CO. M. No. 37321 CP No. 19635 MUMBAI COMPANY SECRETARIES

2. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021 and 02/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 08, 2021, December 14, 2021 and May 05, 2022 issued by the Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars').

3. The Company has appointed National Securities Depository Limited (NSDL) as the service provider for extending the facility for e-voting/remote e-voting to the Shareholders of the Company, which remained open from **Friday, 11 September 2026 at 9:00 a.m., to Tuesday, 15 September 2026 at 5:00 p.m.** and the NSDL e-voting platform was disabled thereafter. The Company also provided an e-voting/remote e-voting facility during the AGM to those shareholders who were present at the AGM through VC/ OAVM and who had not cast their vote(s) earlier.

4. The cutoff date is considered for the purpose of deciding the entitlements of Members at the remote e-voting and voting at the Meeting **Wednesday, 09 September 2026.**

5. I have scrutinized and reviewed the e-voting/remote e-voting before and during the AGM and the votes cast therein based on the data downloaded from the NSDL e-voting system.

6. The paid-up capital of the Company consists of (i) 2,26,33,391 equity shares of Rs. 10 each (fully paid-up) and (ii) 2,93,136 equity shares of Rs. 10 each, on which Rs. 3 is paid up (partly paid-up). In accordance with the provisions of Section 47(1)(b) of the 2013 Act read with Article 73(b) of the Articles of Association of the Company, the voting rights of members holding partly paid-up shares are considered in proportion to their share in the paid-up equity share capital of the Company.

7. After the conclusion of the AGM, the votes cast through remote e-voting and e-voting during the AGM were unblocked on **Wednesday, 16 September 2026**, in the presence of two witnesses, namely Ms. Khyati Joshi and Ms. Sonal Yadav, who are not in the employment of the Company.

Khyati

Khyati Joshi

Sonal Yadav

Sonal Yadav

Bhumika Shah

BHUMIKA & CO. ★ M. No. 37321 CP No. 19635 MUMBAI ★ COMPANY SECRETARIES

I now submit my consolidated report on the result of the remote e-voting before and during the AGM with respect to the said resolutions.

Resolution No. 1(a) of the Notice (As an Ordinary Resolution)
To receive, consider and adopt the Audited Standalone Financial Statement of the Company for the financial year ended 31 March 2026, including the Audited Balance Sheet as on the date, the Statement of Profit and Loss and Cash Flow Statement for the financial year ended on that date together with the Reports of the Board of Directors and Auditors thereon.

a. **For fully paid-up shares**

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

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
43	14225619	99.95%

(ii) Voted **against** the resolution

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
3	7075	0.05%

(iii) **Invalid** Votes

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
0	0	0

b. **For partly paid-up shares**

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

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
0	0	0

(ii) Voted **against** the resolution

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
0	0	0

(iii) **Invalid** Votes

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
0	0	0

BHUMIKA & CO. M. No. 43732 CP No. 19635 MUMBAI COMPANY SECRETARIES

Resolution No. 1(b) of the Notice (As an Ordinary Resolution)

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31 March 2026, including the Audited Balance Sheet as on the date, the Statement of Profit and Loss and Cash Flow Statement for the financial year ended on that date together with the Report of the Auditors thereon.

a. **For fully paid-up shares**

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

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
43	14225619	99.95%

(i) Voted **against** the resolution

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
3	7075	0.05%

(ii) **Invalid** Votes

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
0	0	0

b. **For partly paid-up shares**

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

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
0	0	0

(ii) Voted **against** the resolution

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
0	0	0

(iii) **Invalid** Votes

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
0	0	0

BHUMIKA & CO. COMPANY SECRETARIES MUMBAI

Bhumika Shah

Resolution No. 2 of the Notice (As an Ordinary Resolution)
To declare a Final Dividend on Equity Shares for the Financial Year ended 31 March 2026

a. **For fully paid-up shares**

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

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
45	14232619	99.99%

(ii) Voted **against** the resolution

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
1	75	0.000527%

(iii) **Invalid** Votes

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
0	0	0

b. **For partly paid-up shares**

c. Voted **in favour** of the resolution

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
0	0	0

d. Voted **against** the resolution

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
0	0	0

e. **Invalid** Votes

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
0	0	0

BHUMIKA & CO. M. No. 37321 CP No. 19635 MUMBAI COMPANY SECRETARIES

Bhumika Shah

Resolution No. 3 of the Notice (As an Ordinary Resolution)

To consider and approve Re-appointment of Ms. Charu Modi (DIN: 00029625), Non-Executive Director, who retires by rotation and, being eligible, offers herself for re-appointment

a. **For fully paid-up shares**

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

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
30	12944383	90.94%

(ii) Voted **against** the resolution

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
7	7542	0.05%

(iii) **Invalid** Votes

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
9	1280769	8.99%

b. **For partly paid-up shares**

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

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
0	0	0

(ii) Voted **against** the resolution

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
0	0	0

(iii) **Invalid** Votes

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
0	0	0

Bhumika Shah

BHUMIKA & CO. M. No. 37321 CP No. 19635 MUMBAI COMPANY SECRETARIES

Resolution No. 4 of the Notice (As an Ordinary Resolution)
To consider and approve re-appointment of M/s. Lodha & Co. LLP Chartered Accountants (FRN: 301051E/E300284), as statutory auditors of the Company

a. **For fully paid-up shares**

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

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
39	14225152	99.94%

(i) Voted **against** the resolution

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
7	7542	0.06%

(i) **Invalid** Votes

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
0	0	0

b. **For partly paid-up shares**

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

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
0	0	0

(i) Voted **against** the resolution

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
0	0	0

(ii) **Invalid** Votes

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
0	0	0

BHUMIKA & CO. M. No. 33621 CP No. 19635 MUMBAI COMPANY SECRETARIES

<u>Resolution No. 5 of the Notice (As an Ordinary Resolution)</u>

To approve the remuneration of the Cost Auditors for the Financial Year ending 31 March 2026.

a. **<u>For fully paid-up shares</u>**

(ii) Voted **in favour** of the resolution

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
43	14225619	99.95%

(ii) Voted **against** the resolution

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
3	7075	0.05%

(ii) **Invalid** Votes

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
0	0	0

b. **<u>For partly paid-up shares</u>**

(ii) Voted **in favour** of the resolution

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
0	0	0

(iii) Voted **against** the resolution

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
0	0	0

(iv) **Invalid** Votes

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
0	0	0

BHUMIKA & CO. COMPANY SECRETARIES M. No. 37321 CP No. 19635 MUMBAI

Resolution No. 6 of the Notice (As an Ordinary Resolution)
To regularize the appointment of Mr Sharad Aggarwal (DIN: 07438861), Additional Non-executive Director, as a Non-Executive Director of the Company.

a. **For fully paid-up shares**

(iii) Voted **in favour** of the resolution

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
41	14225602	99.95%

(iii) Voted **against** the resolution

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
5	7092	0.05%

(iii) **Invalid** Votes

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
0	0	0

b. **For partly paid-up shares**

(iii) Voted **in favour** of the resolution

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
0	0	0

(v) Voted **against** the resolution

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
0	0	0

(vi) **Invalid** Votes

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
0	0	0

BHUMIKA & CO.
COMPANY SECRETARIES
M. No. 3732
CP No. 19635
MUMBAI

Resolution No. 7 of the Notice (As an Ordinary Resolution)

To regularize the appointment of Mr. Atul Gupta (DIN: 01734070), Additional Independent Director, as an Independent Director of the Company

c. **For fully paid-up shares**

(iv) Voted **in favour** of the resolution

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
41	14225602	99.99%

(iv) Voted **against** the resolution

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
5	7092	0.05%

(iv) **Invalid** Votes

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
0	0	0

d. **For partly paid-up shares**

(iv) Voted **in favour** of the resolution

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
0	0	0

(vii) Voted **against** the resolution

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
0	0	0

(viii) **Invalid** Votes

Number of Members Voted	Number of Valid votes cast by them	% of the total number of valid votes cast
0	0	0

BHUMIKA & CO. M. No. 37321 CP No. 19635 MUMBAI COMPANY SECRETARIES

Bhumika Shah

Based on the above result, I report that there were 4 (Four) items under ordinary business and 3 (Three) items under special business, as set out in the Notice of the 33rd AGM dated Wednesday, 16 September 2026.

All electronic data and relevant records for voting (remote e-voting and e-voting during the Meeting) were handed over to the Company Secretary of the Company for safekeeping.

Thanking You
Yours faithfully

For Bhumika & Co
Practicing Company Secretary

Bhumika Shah
Proprietor
ACS No.: A37321 CP No.: 19635
Peer Review Cert. No.: 8009/2026
UDIN: A037321H001543133

Place: Mumbai
Date: 19 September, 2026

Countersigned
for Indofil Industries Limited

Chandni Jethwa
Company Secretary
(on behalf of Chairperson of the Company)