

Report of Scrutinizer

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

To,

The Chairman of the 31st (Thirty First) Annual General Meeting of the Equity Shareholders of **B R D Finance Limited** held on Wednesday, 30th September, 2026 at 2.45 P.M through Video Conferencing.

Dear Sir,

I, M Vasudevan FCS, Practicing Company Secretary, appointed as Scrutinizer by the Board of Directors of **B R D Finance Limited** ('the company') for the purpose of scrutinizing the electronic voting ('e-voting') process in respect of the below mentioned resolutions proposed at the 31st Annual General Meeting ('the meeting') of the Equity Shareholders of the company, held on 30th September, 2026 at 2.45 P.M. through Video Conferencing ('VC') submit my report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to e-voting by the shareholders on the resolutions proposed in the notice of the 31st Annual General Meeting of the company is the responsibility of the management. My responsibility as a Scrutinizer for the e-voting process is limited to providing a consolidated scrutinizer's report to the Chairman based on the reports generated from the electronic voting system of Central Depository Services Limited (CDSL).
2. In accordance with the General Circular issued by the Ministry of Corporate Affairs (MCA) dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, May 5, 2022, December 28, 2022, September 25, 2023, September 19, 2024 and September 22, 2025, the company had sent the Notice of the meeting through electronic mode to those shareholders whose e-mail addresses are registered with the company/Depository Participant(s).
3. The facility for e-voting remained open from 9.00 A.M. on September 27, 2026 to 5.00 P.M. on September 29, 2026. The company had also provided e-voting facility to the shareholders present at the meeting through VC and who had not cast their vote earlier.
4. The company had entered into an agreement with CDSL for facilitating voting through electronic means as the authorised agency. The facility of casting votes by a member using remote e-voting system as well as venue voting is provided by CDSL.



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5. The equity shareholders holding shares on the cut-off date, i.e. September 23, 2026, were entitled to vote on the resolutions stated in the notice of the meeting.
6. The votes cast through e-voting were unblocked after conclusion of the meeting on September 30, 2026.
7. Results of e-voting generated from www.evotingindia.com is as under:

a) Item No. 1 – Ordinary Resolution:

To receive, consider and adopt the audited financial statements for the financial year ended 31st March, 2026 and the Reports of the Directors and Auditors thereon.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
55	33,20,657	100

(ii) Voted *against* the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

b) Item No. 2 – Ordinary Resolution:

To appoint a director in place of, Mr. Porathur Antony Devassy (DIN: 00075226), who retires by rotation, and being eligible, offers himself for re-appointment

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
55	33,20,657	100

(ii) Voted *against* the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

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(iii) *Invalid* votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

c) Item No. 3 – Special Resolution:

Continuation of Mr. Porathur Antony Devassy (DIN: 00075226) as Whole Time Director of the company who has attained the age of 70 years

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
55	33,20,657	100

(ii) Voted *against* the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) *Invalid* votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

d) Item No. 4 – Special Resolution:

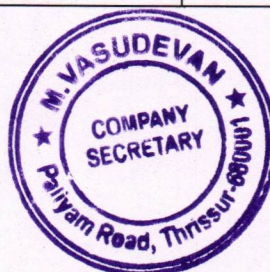
To borrow money in excess of the prescribed limit under section 180(1)(c) of the Companies Act, 2013

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
54	33,17,206	99.90

(ii) Voted *against* the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	3,451	00.10



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(iii) *Invalid* votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

e) Item No. 5 – Special Resolution:

To Sell, lease, transfer, assign or otherwise dispose off the Assets of the Company

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
54	33,17,206	99.90

(ii) Voted *against* the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	3,451	00.10

(iii) *Invalid* votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

f) Item No. 6 – Special Resolution:

To give Loans, provide guarantee or securities Under section 186 of Companies Act 2013

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
54	33,17,206	99.90

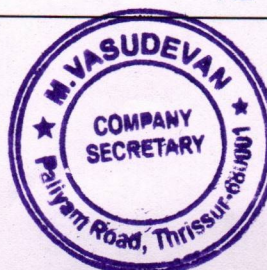
(ii) Voted *against* the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	3,451	00.10

(iii) *Invalid* votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

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g) Item No. 7 – Special Resolution:

To approve transactions under Section 185/186 of the Companies Act, 2013

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
54	33,17,206	99.90

(ii) Voted *against* the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	3,451	00.10

(iii) *Invalid* votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Thanking you,

Place: Thrissur

Date: 30.09.2026



Yours faithfully,

A handwritten signature in blue ink, appearing to be "M. Vasudevan".

M Vasudevan, FCS
Practising Company Secretary
(FCS No.: 4177 C P No.: 2437)
Peer Review Number: 2935/2023
UDIN: F004177H001684306

M. VASUDEVAN, F.C.S.
FCS 4177/CP 2437
COMPANY SECRETARY
SOORYA GARDENS APARTMENTS
PALIYAM ROAD, THRISSUR-680 001