

SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairperson

Indo Borax & Chemicals Limited

302, Link Rose, Linking Road,

Santacruz (West), Mumbai - 400054,

Maharashtra

Dear Madam,

Sub: Scrutinizer's Report for passing of resolution through Postal Ballot (Remote e-voting)

I, CS Mannish L. Ghia, Partner, M/s. Manish Ghia & Associates, Company Secretaries, Mumbai, was appointed as a Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the process of voting through Postal Ballot ("remote e-voting") pursuant to the provisions of Section 110 of the Companies Act, 2013 ("the Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Regulations") in a fair and transparent manner, for passing of the resolution as mentioned in the Postal Ballot Notice dated July 21, 2025 ("Notice"), issued by the Company in accordance with General Circular No. 14/2020 dated 08th April, 2020, Circular No. 17/2020 dated 13th April, 2020, Circular No. 22/2020 dated 15th June, 2020, Circular No. 33/2020 dated 28th September, 2020, Circular No. 39/2020 dated 31st December, 2020, Circular No. 02/2021 dated 13th January, 2021, Circular No. 10/2021 dated 23rd June, 2021, Circular No. 20/2021 dated 08th December, 2021, Circular No. 03/2022 dated 05th May, 2022, Circular No. 11/2022 dated 28th December, 2022, Circular No. 09/2023 dated 25th September, 2023 and the latest one being Circular No. 09/2024 dated 19th September, 2024 respectively, issued by Ministry of Corporate Affairs, Government of India (hereinafter referred to as "MCA Circulars").

1. The Postal Ballot conducted through remote e-voting in terms of MCA Circulars, has been completed and now I submit my report as under:

- 1.1 The management of the Company is responsible to ensure compliances with the requirements of the Act and Rules made thereunder including the above-mentioned MCA Circulars and the regulations. Our responsibility as Scrutinizer is restricted to make Scrutinizer's Report of the votes cast in favor and against the resolution stated in the Notice.

- 1.2 The Company had availed the e-voting facility offered by Central Depository Services (India) Limited ('CDSL'), for conducting Postal Ballot process through remote e-voting.

- 1.3 The Company on Friday, July 25, 2025 completed the dispatch of the Notice only through electronic mode to those members whose e-mail addresses were registered with the Company/Depositories as on the cut-off date being Friday, July 18, 2025.



- 1.4 As per the applicable provisions of the rules, the Company had published an advertisement about completion of dispatch of Notice as above, provision of remote e-voting facility and other mandated particulars in English Newspaper "The Free Press Journal" (English Language) and in the vernacular Newspaper "Navshakti" (Marathi language) on **Saturday, July 26, 2025**.
 - 1.5 The remote e-voting period commenced on **Monday, July 28, 2025** at 9:00 a.m. (IST) onwards and ended on **Tuesday, August 26, 2025** at 5:00 p.m. (IST).
 - 1.6 Votes cast through remote e-voting till 5:00 p.m. (IST) on **Tuesday, August 26, 2025**, being the last date and time fixed by the Company for voting, are considered for my scrutiny.
 - 1.7 The e-voting module was disabled by CDSL on **Tuesday, August 26, 2025** after 5:00 p.m. and as required under the rules, the votes cast under the remote e-voting facility during the Postal Ballot period, were unblocked in the presence of CS Bhavya Gala and CS Niraj Shah who are not in the employment with the Company; thereafter the data of remote e-voting was downloaded and the Shareholding was matched/confirmed with the Register of Members of the Company/ List of Beneficiaries maintained by the Company/ its Registrar and Share Transfer Agents/Depositories as on the cut-off date i.e., **Friday, July 18, 2025**.
 - 1.8 The remote e-voting data was scrutinized for verification of votes cast in favor and against the resolution.
2. The summary of the voting through remote e-voting is as follows:



SPECIAL BUSINESS

Resolution No. 1: Ordinary Resolution

Approval for Material Related Party Transaction(s) under Section 188 of the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
138	20,44,127	99.40

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7	12,270	0.60

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
1	2,32,000

Resolution No. 2: Ordinary Resolution

Approval for Material Related Party Transaction(s) under Section 188 of the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
138	20,44,127	99.40

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7	12,270	0.60

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
1	2,32,000



Resolution No. 3: Ordinary Resolution

Approval for Material Related Party Transaction(s) under Section 188 of the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
138	20,44,127	99.40

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7	12,270	0.60

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
1	2,32,000

Resolution No. 4: Special Resolution

Approval under Section 180 of the Companies Act, 2013 and Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
145	1,81,38,357	99.93

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
6	11,970	0.07

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0



Result:

- a. For Resolution Nos. 1 to 3 (Ordinary Resolutions): We report that the number of votes cast in favour are more than the number of votes cast against;
- b. For Resolution No. 4 (Special Resolution): We report that the number of votes cast in favour are more than three times the number of votes cast against;

Accordingly, the ordinary and special resolutions as contained in the Notice of Postal Ballot dated July 21, 2025 may be considered as passed with requisite majority.

You may accordingly declare the result of the remote e-voting by Postal Ballot.

For Manish Ghia & Associates
Company Secretaries



Mannish L. Ghia

CS Mannish L. Ghia
Partner

M. No. FCS 6252, C. P. No. 3531

Peer Review No.: - PR 6759/2025

(FRN/Unique ID: P2006MH007100)

Place: Mumbai

Date: August 28, 2025

UDIN: F006252G001096981

Countersigned by
For Indo Borax & Chemicals Ltd

Pravin Chavan

Pravin Chavan
Company Secretary
Company Secretary & Compliance Officer
Indo Borax & Chemicals Limited



Place: Mumbai

Date: August 28, 2025