

**Report of Scrutinizer**

[Pursuant to section 108 and 110 of the Companies Act, 2013 read with rule 20 and 22 of the  
Companies (Management and Administration) Rules, 2014]

**CONSOLIDATED SCRUTINIZER'S REPORT**

To,  
The Chairman  
M/s Kinetic Engineering Limited  
CIN: L35912MH1970PLC014819,  
D-1 Block, Plot No. 18/2, Chinchwad  
Pune - 411019

**Sub : Scrutinizer's Report of 54<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> September, 2025  
Through Video Conferencing / Other Audio Visual Means**

Dear Sir,

I, Dinesh Shivnarayan Birla proprietor of Dinesh Birla & Associates, Practicing Company Secretary appointed as Scrutinizer by the board of directors of Kinetic Engineering Limited for the purpose of scrutinizing the remote e-voting process and e-voting as per Section 108 and 109 of the Companies Act, 2013 and Rules read thereunder, in respect of the resolutions as set out in the notice convening the 54<sup>th</sup> Annual General Meeting of the company, held on 30<sup>th</sup> September, 2025 at 11.30 am through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').

In terms of the General Circular No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 03/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023, issued by Ministry of Corporate Affairs, Government of India ('MCA Circulars'), the company has sent the Notice of Annual General Meeting along with integrated Annual Report in electronic form only. The Notice and Integrated Annual Report of the company has also been placed on the website of the company, e-voting website of CDSL and was also available on the website of the stock exchange.

**Responsibility of the Management of the company**

The compliance with the requirements of the Companies Act, 2013 and the rules made thereunder relating to remote e-voting and e-voting by the shareholders on the resolution (s) set out in the notice convening the 54<sup>th</sup> Annual General Meeting of the Company, dated 04<sup>th</sup> August, 2025 is the responsibility of the Management.

**My responsibility as Scrutinizer**

My responsibility as a Scrutinizer for the remote e-voting process and e-voting conducted at the AGM is restricted to make a Consolidated Scrutinizer's Report for the votes casted 'in favour' or

‘against’ the resolutions as stated in the said Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the agency engaged by the Company to provide e-voting facility and poll conducted at AGM, in a fair and transparent manner.

Based on confirmation received from the Company, I submit my report as under:

1. The Company had completed the dispatch of Notice of the 54<sup>th</sup> Annual General Meeting dated 04<sup>th</sup> August, 2025, along with statement setting out material facts pursuant to Section 102 of the Companies Act, 2013 on Saturday, 06<sup>th</sup> September, 2025, to its members through email whose email id is registered with the Registrar and Share Transfer Agent (RTA)/ Depositories. For those whose email id is not registered, a letter has been sent providing a weblink for accessing Notice and Annual Report of the company.
2. The said Notice was dispatched on the basis of Register of Members made available by RTA of the Company and the list of beneficial owners made available by the depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday, 29<sup>th</sup> August, 2025.
3. As per Rule 20 of Companies (Management and Administration) Rules, 2014, as amended from time to time, the Company has published advertisement about providing E-voting facility in Newspapers named “Financial Express” and “Loksatta” on 09<sup>th</sup> September, 2025.
4. The Company had provided e-voting facility offered by Central Depository Services (India) Limited (CDSL) to the shareholders of the Company.
5. The remote e-voting was kept open from Saturday, September 27, 2025 at 09.00 a.m. (IST) to Monday September 29, 2025 at 05.00 p.m. (IST).
6. The equity shareholders holding shares on September 23, 2025 (i.e. “cut-off date”) were entitled to vote on the resolution (s) set out in the notice convening the 54<sup>th</sup> Annual General Meeting of the Company.
7. The results of voting through remote e-voting and e-voting is as under:

**a) Resolution No. 1 – Ordinary Resolution - Consideration and adoption of the Audited Standalone Financial Statements of the company for the financial year ended on 31<sup>st</sup> March, 2025 and the reports of the Board of Directors and Auditors thereon.**

**I. Voted in favour of the resolution;**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	59	11458116	100

**II. Voted against the resolution;**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	3	18	0

**III. Invalid Votes;**

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0

**Based on above I report that the Ordinary Resolution set out as Item No. 1 of the AGM Notice has been passed with requisite majority.**

**b) Resolution No. 2 – Ordinary Resolution – Consideration and adoption of the Audited Consolidated Financial Statements of the company for the financial year ended on 31<sup>st</sup> March, 2025 and the reports of the Auditors thereon.**

**I. Voted in favour of the resolution;**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	59	11458116	100

**II. Voted against the resolution;**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	3	18	0

**III. Invalid Votes;**

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

E-voting	0	0
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**Based on above I report that the Ordinary Resolution set out as Item No. 2 of the AGM Notice has been passed with requisite majority.**

**c) Resolution No. 3 – Ordinary Resolution – To appoint a director in place of Mr. Ajinkya Arun Firodia (DIN: 00332204), who retires by rotation, being eligible, offers himself for re-appointment**

**I. Voted in favour of the resolution;**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	59	11458116	100

**II. Voted against the resolution;**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	3	18	0

**III. Invalid Votes;**

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0

**Based on above I report that the Ordinary Resolution set out as Item No. 3 of the AGM Notice has been passed with requisite majority.**

**d) Resolution No. 4 – Ordinary Resolution – Regularisation of Mr. Shashikant Shivanand Gulve (DIN: 11208226) as a Non-Executive Non-Independent Director**

**I. Voted in favour of the resolution;**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	59	11458116	100

**II. Voted against the resolution;**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	3	18	0

**III. Invalid Votes;**

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0

**Based on above I report that the Ordinary Resolution set out as Item No. 4 of the AGM Notice has been passed with requisite majority.**

**e) Resolution No. 5 -Special Resolution - To approve the re-appointment of Mr. Jinendra Hirachand Munot (DIN: 00049838) as a Non-Executive Independent Director.**

I. Voted in favour of the resolution;

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	59	11458116	100

II. Voted against the resolution;

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	3	18	0

III. Invalid Votes;

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0

**Based on above I report that the Special Resolution set out as Item No. 5 of the AGM Notice has been passed with requisite majority.**

**f) Resolution No. 6 - Special Resolution - To approve the re-appointment of Mr. Venkataiah Madipalli (DIN: 00041420) as a Non-Executive Independent Director.**

I. Voted in favour of the resolution;

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	57	11458063	100

II. Voted against the resolution;

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

E-voting	4	68	0
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III. Invalid Votes;

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0

**Based on above I report that the Special Resolution set out as Item No. 6 of the AGM Notice has been passed with requisite majority.**

**g) Resolution No. 7 – Ordinary Resolution – To appoint Mr. Dinesh Birla, Proprietor of M/s. Dinesh Birla & Associates, Practicing Company Secretaries, as Secretarial Auditors of the company.**

I. Voted in favour of the resolution;

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	58	11458111	100

II. Voted against the resolution;

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	4	23	0

III. Invalid Votes;

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0

**Based on above I report that the Ordinary Resolution set out as Item No. 7 of the AGM Notice has been passed with requisite majority.**

**h) Resolution No. 8 – Ordinary Resolution – To approve material Related party Transactions between the company and Kinetic Watts and Volts Limited.**

I. Voted in favour of the resolution;

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	57	11449111	99.92

II. Voted against the resolution;

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	5	9023	0.08

## III. Invalid Votes;

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0

**Based on above I report that the Ordinary Resolution set out as Item No. 8 of the AGM Notice has been passed with requisite majority.**

8. A soft copy of the list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution has been emailed to the Company Secretary of the company for safe keeping.

Thanking you,  
Yours faithfully,  
For Dinesh Birla & Associates  
Company Secretaries

Dinesh Birla, Proprietor  
Membership No.: FCS-7658  
COP No. 13029  
Peer Review No.:1668/2022  
UDIN: F007658G001417143

Place: Pune  
Date: 01<sup>st</sup> October, 2025