

SCRUTINIZERS' REPORT

***For Consolidated Results of Remote E-voting and E-Voting at
1/2026-27 Extra Ordinary General Meeting (EGM)***

of

D & H INDIA Limited

The Meeting held on Friday, the 10th April, 2026 commenced at 1:00 P.M. and concluded at 1:12 P.M. Through Video Conferencing/Other Audio-Video Mode (VC/OAVM) at the deemed venue of the Annual General Meeting at the Registered Office of the Company situated at A-204, 2nd floor, Kailash Esplanade Opp Shreyas Cinema, L.B.S. Marg, Ghatkopar (West) Mumbai (MH)- 400086

D. K. JAIN & CO.

Company Secretaries

401-402, Silver Ark Plaza, 20/1, New Palasiya, Indore (M.P.) 452001
Email: dkjain@dkjaincs.com, Mob: 094250-62039 Phone 0731-4972275

D. K. JAIN & CO.

Company Secretaries & Insolvency Professional

CS (Dr.) Dilip Kumar Jain

M. Com., FCS., ACIS (U.K.), IP, RV (SFA)

DKJ/DHIL/2026-27

10th April, 2026

To,
The Chairman of the Board/EGM of
D & H India Limited
A-204, 2nd Floor, Kailash Esplanade
Opp Shreyas Cinema,
L.B.S. Marg, Ghatkopar (West)
Mumbai (M.H)- 400086

Sub: Submission of the Consolidated Scrutinizers' Report for Remote E-voting and E-voting at the 1/2026-27 Extra Ordinary General Meeting (EGM) of D & H India Limited held on Friday, 10th April, 2026 at 1:00 P.M. through Video Conferencing/ Other Audio Visual Means ('VC'/'OAVM').

Dear Sir,

We refer to our appointment as scrutinizer by the Board of directors of D & H India Limited (the Company) at their meeting held on Saturday, 14th March, 2026 to Scrutinize the remote E-voting and E-voting at the **1/2026-27 Extra Ordinary General Meeting (EGM)** conducted in a fair and transparent manner in respect of the below mentioned resolutions as per the provision of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the rule), as amended, and the various Circulars issued by the Ministry of Corporate and SEBI.

The 1/2026-27 EGM of the Company was held on Friday, 10th April, 2026 at 1:00 P.M. through Video Conferencing ('VC') and Other Audio Visual Means ('OAVM') and for which purposes the Registered Office situated at A-204, 2nd Floor, Kailash Esplanade Opp Shreyas Cinema, L.B.S. Marg, Ghatkopar (West) Mumbai (M.H.) 400086 was deemed as the venue for the meeting and the proceedings of the 1/2026-27 EGM made thereat.

We have carried out the work as Scrutinizer of the 1/2026-27 EGM, commenced at 1.00 P.M. and concluded at 1:12 P.M. on Friday, 10th April, 2026 and we had scrutinized and reviewed the voting through Remote-E voting and Voting by electronic mode through the platform of CISCO Webex organized by Central Depository Services (India) Limited (CDSL) for recording of attendance and voting and other technical support at the 1/2026-27 EGM.

The management of the Company is responsible for ensuring the applicable compliance with the requirements of;

- (i) the Companies Act, 2013 and the Rules made thereunder;
- (ii) circulars issued by the MCA and the SEBI, as applicable; and
- (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ("LODR"), relating to e-voting on the resolutions contained in the Notice calling the EGM.

The management of the Company and CDSL are responsible for ensuring a secured framework and robustness of the electronic voting systems.

Our responsibility as a scrutinizer is for the remote e-voting and e-voting done at the 1/2026-27 EGM is to make a consolidated scrutinizers' report of the votes cast in "Favour" or "Against" or "Invalid" for the resolution as stated in the Notice of the 1/2026-27 EGM dated 14th March, 2026 based on the reports as generated and provided by CDSL, the authorized agency to provide

Consolidated Scrutinizers Report



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remote e-voting facility and e-voting facility at the 1/2026-27 EGM and for conducting meeting through VC/OAVM.

I, CS (Dr.) Dilip Kumar Jain (FCS:3565 CP:2382) proprietor of M/s D. K. Jain & Co., Company Secretaries, Indore (FRN: S2003MP064600), submit my consolidated report for remote e-voting and e-voting at the 1/2026-27 EGM along with the relevant details as under:

1. Dispatch of Notice concerning the EGM:

- a. The Management of the Company has informed that on the basis of the Register of Members and the details of beneficiaries of the equity shareholders of the Company as per records of the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively made available by Ankit Consultancy Pvt. Ltd., the Registrar and Share Transfer Agents ("RTA"), the RTA. CDSL has completed dispatch of Notice of 1/2026-27 EGM by e-mail on 17th March, 2026 to those Members/beneficiaries who had registered their email ids with the Company/RTA/Depositories.
- b. The Company hosted the notice of 1/2026-27 EGM on its website www.dnhindia.com and also submitted it to BSE Ltd.
- c. Notice of the 1/2026-27 EGM through VC/OAVM was also published in the newspapers by the Company on Thursday, 19th March, 2026 in Free Press Journal (English) and in Navshakti, (Marathi Edition) as per requirement of the Rule and Circulars of the MCA.

2. Cut-off Date

For ascertainment for eligibility for the voting rights were reckoned as on **Friday, 3rd April, 2026** being the cut-off date for the purpose of eligibility for e-voting by the members though the remote e-voting and voting through electronic mode at 1/2026-27 EGM.

3. Quorum:

As on the cut-off date, there were total **5,279 (Five Thousand Two Hundred Seventy Nine) members** holding total **1,02,35,000 equity shares** of Rs.10/- each, and there was requirement of minimum **30 (Thirty) members** for constitution of valid quorum. However, **96 (Ninety Six)** members were present at the 1/2026-27 EGM through the VC as per the Venue Attendance Report generated from the CDSL Portal.

4. Remote E-Voting Process:

- a. The Company had appointed CDSL as the agency for providing facility of casting votes by a member using remote e-voting system as well as e-voting on the day of the EGM and allotted EVSN: **260316006** for the same.
- b. The facility was also provided for Remote E-voting for the 1/2026-27 EGM which commenced on **7th April, 2026 (Tuesday) at 9:00 A.M. [IST]** and remained open for **3 (Three) days and ends on 9th April, 2026, (Thursday) at 5:00 P.M. [IST]**. CDSL has blocked Remote E-voting facility thereafter. The Company has also provided e-voting facility to the members present at the 1/2026-27 EGM through VC/OAVM who have not casted their vote earlier through remote e-voting.

5. Counting Process:

On completion of e-voting at the 01/2026-27 EGM, we unblocked the results of the remote e-voting and e-voting by Members at the EGM, through remote e-voting and e-voting at EGM from the CDSL e-voting platform and downloaded the results for scrutiny.



6. Results:

- a. Total **96 (Ninety-Six)** members were present through VC/OAVM in the 1/2026-27 EGM.
- b. As per the data provided by CDSL, total **71 (Seventy-One)** members have cast their votes through remote e-voting and **10 (Ten)** members present at the EGM have exercised their voting rights through e-voting process at 01/2026-27 EGM.
- c. After the closure of e-voting at 01/2026-27 EGM, the report on voting done at the 1/2026-27 EGM and the votes cast under remote e-voting facility prior to the 1/2026-27 EGM were unblocked in the presence of Ms. Pratika Sharma and Mr. Harshit Patel witnesses who are not in the employment of the Company as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014.


Report of the Scrutinizer to the Chairman of the Meeting:

- a. I submit the Consolidated Result of the remote e-voting and e-voting at the 1/2026-27 in respect of the resolutions placed before the 1/2026-27 as per *Annexure A* with this report.
- b. I have scrutinized and reviewed the e-voting prior and during 1/2026-27 and votes tendered therein based on the data downloaded from the CDSL e-voting system and validated with the list of members as on cut-off date 3rd April, 2026 (Friday) as provided by Ankit Consultancy Pvt. Ltd. the Registrar and Share Transfer Agent.
- c. Based on the aforesaid results, **we report that Special Resolution as set out in Item No. 1 in the Notice of the 01/2026-27 EGM dated 14th March, 2026 is considered as duly passed with *Requisite Majority*.**
- d. The registers, all other papers and other relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and declare the results for 1/2026-27 EGM and the same shall thereafter be handed over to the Chairman/Company Secretary for safe keeping.

Peer Review No.: 6672/2025
UDIN: F003565H000068740
Date: 10/04/2026
Place: Indore



For, D. K. JAIN & CO.
COMPANY SECRETARIES
FRN: S2003MP064600


CS (Dr.) DILIP KUMAR JAIN
PROPRIETOR
FCS: 3565
CP :2382

Annexure A

Consolidated Results of Remote E-Voting and E-voting done at the 1/2026-27 Extra Ordinary General Meeting (EGM) of D & H India Limited held on 10th April, 2026:

Item No.1: Special Resolution: For Authorizing the Board of directors for issuance upto 21,57,000 Warrants of Rs. 151/- per warrant Convertible into Equity Shares of Rs. 10/- each at a premium of Rs. 141/- per share for every warrant on a Preferential Basis to the Promoter and Promoters Group of the Company.

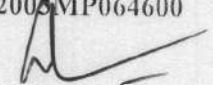
Particulars	Remote e-voting		E- Voting at EGM		Total		Percentage of voting results
	No. of members	Value of Votes (No. of Shares)	No. of members	Value of Votes (No. of Shares)	No. of members	Value of Votes (No. of Shares)	
Favor	45	55,02,446	0	0	45	55,02,446	84.9423%
Against	26	9,23,704	10	51,714	36	9,75,418	15.0577%
Total	71	64,26,150	10	51,714	81	64,77,864	100.0000%

The aforesaid Special resolution may be passed with *Requisite Majority*.

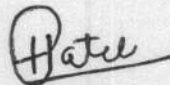
Peer Review No.: 6672/2025
UDIN: F003565H000068740
Date: 10/04/2026
Place: Indore



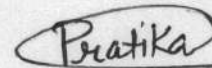
For, D. K. JAIN & CO.
COMPANY SECRETARIES
FRN: S2002MP064600


CS (Dr.) DILIP KUMAR JAIN
PROPRIETOR
FCS: 3565: CP:2382

We the undersigned witnessed that the votes were unblocked/finalized from the e-voting website of CDSL (www.evotingindia.com) and the votes were reckoned after the conclusion of the 1/2026-27 Extra Ordinary General Meeting (EGM) of the Company in our presence on 10th April, 2026.



HARSHIT PATEL



PRATIKA SHARMA

Digitally signed by RAJESH SEN
Date: 2026.04.11 18:13:43 +05'30'

RAJESH SEN