



# A.G.G. & Associates

Company Secretaries

(Peer Reviewed Certified CS Firm)

21/16, 2nd Floor, West Patel Nagar, New Delhi-110008

Ph.: 011-42484330, **Mobile : 9811386480** Office No.: 9953267785, 9560289765

E-mail : [aggandassociates@gmail.com](mailto:aggandassociates@gmail.com)

## CONSOLIDATED REPORT OF SCRUTINIZER

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (LODR) Regulations, 2015 and other applicable provisions]*

To

The Chairman of Annual General Meeting  
of **AMD Industries Limited**

18, Pusa Road, First Floor,

Karol Bagh, New Delhi-110005

Held on 30<sup>th</sup> September, 2025 at 3:00 P.M.

Through Video Conferencing (VC)/ Other Audio Visual Means (OAVM)

**Sub: Consolidated Scrutinizer's Report on remote e-voting and e-voting during the 42<sup>nd</sup> Annual General Meeting of the members of AMD Industries Limited held on Tuesday, 30<sup>th</sup> September, 2025 at 3:00 PM through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM')**

Dear Sir

1. I, Amar Gopal Gambhir, Practicing Company Secretary (Membership No.:3668, C.P. No.: 3653), proprietor of A.G.G. & Associates, Company Secretaries having office at 21/16, 2<sup>nd</sup> Floor, West Patel Nagar, New Delhi-110008 was Appointed by the Board of Directors of AMD Industries Limited ("Company") as a Scrutinizer for the purpose of Scrutinizing the remote e-voting and e-voting at the time of Annual General Meeting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time on the below mentioned resolutions, considered in connection with the 42<sup>nd</sup> Annual General Meeting held on 30<sup>th</sup> September, 2025 at 3:00 p.m. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) as per the framework issued by the Ministry of Corporate Affairs (MCA) vide General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 8, 2021, Circular No. 21/2021 dated December 14, 2021, and Circular No. 02/2022 dated May 5, 2022, General Circular No. 10/2022 dated December 28, 2022, and vide Circular No. 09/2023 dated



25<sup>th</sup> September, 2023, General Circular No. 09/2024 dated September 19, 2024 respectively, issued by the Ministry of Corporate Affairs ("MCA") ("MCA Circulars") and SEBI Circular No. SEBI/ HO/ CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/ 2021/11 dated January 15, 2021, Circular SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated May 13, 2022, Circular SEBI/HO/CFD/PoD-2/ P/CIR/2023/4 dated January 05, 2023, Circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and Circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 issued by the Securities and Exchange Board of India ("SEBI Circulars")

2. The Management of the Company is responsible to ensure the Compliances with the requirements of provisions of the Companies Act, 2013, Circulars and Rules relating to voting on the resolutions contained in the Notice of the 42<sup>nd</sup> Annual General Meeting sent to the Members of the Company.

My responsibility as a Scrutinizer for the voting process is restricted to make Scrutinizer's Report of the votes casted "in Favour" or "Against" the resolutions stated below, based on the scrutiny of the reports generated from e-voting (for both remote e-voting and e-voting during the AGM) system provided by e-voting service provider Bigshare Services Pvt. Ltd. through i-vote Bigshare, the authorised Agency to provide e-voting facilities, appointed by the Company for casting vote during the remote e-voting period and e-voting during the AGM.

3. The Members of the Company as on "cut off" date i.e. 23<sup>rd</sup> September, 2025 were entitled to vote on the resolutions stated in the Notice(i.e. item nos. 1 to 6) of the 42<sup>nd</sup> Annual General Meeting.
4. The remote e-voting period remained open from Saturday, 27<sup>th</sup> September, 2025 (9:00 a.m.) to Monday, 29<sup>th</sup> September, 2025 (5.00 p.m.). The remote e-voting module was disabled by e-voting service provider for voting thereafter.
5. The e-voting facility was provided at the AGM to those members who attended the meeting through VC/OAVM but had not voted through remote e-voting facility.
6. After the conclusion of AGM, the e-voting remained opened for 30 minutes, Thereafter, the votes cast through the remote e-voting and e-voting at the time of AGM were unblocked in the presence of two witnesses, who are not in the employment of the Company.
7. Thereafter, we scrutinized and reviewed the details of members, who have voted "FOR" or "AGAINST" on each of the resolutions permitted for remote e-voting & e-voting during the AGM based on the report generated from the website of e-voting



service provider and after reconciliation of records maintained by the Company/ Registrar and Transfer Agent of the Company, the consolidated report on the results of the remote e-voting and e-voting during the 42<sup>nd</sup> AGM are as under:

a) **Resolution No.1:**

**ORDINARY RESOLUTION:** To receive, consider and adopt the Audited Financial Statements for the financial year ended on 31<sup>st</sup> March, 2025 and the reports of the Board and Auditor's thereon.

i. Voted in favour of the resolution:

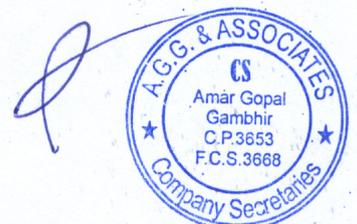
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	101	12941957	99.99%
E-voting (During AGM)	5	28	0.01%
TOTAL	106	12941985	100%

ii. Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	3	3	0
E-voting (During AGM)	3	11	0
TOTAL	6	14	0

iii. Abstain/Invalid Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	NIL	NIL	NIL
E-voting (During AGM)	NIL	NIL	NIL
TOTAL	NIL	NIL	NIL



b) Resolution No.2:

**ORDINARY RESOLUTION: To Appoint a Director in place of Ms. Shubha Singh (DIN: 06926872), who retires by rotation, and being eligible, offers herself for re-appointment.**

i. Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	101	12941957	99.99%
E-voting (During AGM)	5	28	0.01%
TOTAL	106	12941985	100%

ii. Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	3	3	0
E-voting (During AGM)	3	11	0
TOTAL	6	14	0

iii. Abstain/Invalid Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	NIL	NIL	NIL
E-voting (During AGM)	NIL	NIL	NIL
TOTAL	NIL	NIL	NIL



c) **Resolution No.3:**

**SPECIAL RESOLUTION: To Approve the Re-Appointment of Mr. Atul Gupta (DIN: 09241496) as an Independent Director of the Company.**

i. **Voted in favour of the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	101	12941957	99.99%
E-voting (During AGM)	5	28	0.01%
<b>TOTAL</b>	<b>106</b>	<b>12941985</b>	<b>100%</b>

ii. **Voted against the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	3	3	0
E-voting (During AGM)	3	11	0
<b>TOTAL</b>	<b>6</b>	<b>14</b>	<b>0</b>

iii. **Abstain/Invalid Votes:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	NIL	NIL	NIL
E-voting (During AGM)	NIL	NIL	NIL
<b>TOTAL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>



d) **Resolution No.4:**

**ORDINARY RESOLUTION: To Approve the Appointment of M/s AGG & Associates, Company Secretaries as Secretarial Auditor of the Company**

i. **Voted in favour of the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	101	12941957	99.99%
E-voting (During AGM)	5	28	0.01%
<b>TOTAL</b>	<b>106</b>	<b>12941985</b>	<b>100%</b>

ii. **Voted against the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	3	3	0
E-voting (During AGM)	3	11	0
<b>TOTAL</b>	<b>6</b>	<b>14</b>	<b>0</b>

iii. **Abstain/Invalid Votes:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	NIL	NIL	NIL
E-voting (During AGM)	NIL	NIL	NIL
<b>TOTAL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>



e) Resolution No.5:

**SPECIAL RESOLUTION: To Approve the Re-appointment of Mr. Ashok Gupta (DIN: 00031630) as a Whole Time Director for a period of 3 years w.e.f. 01<sup>st</sup> April, 2026**

i. Voted in favour of the resolution:

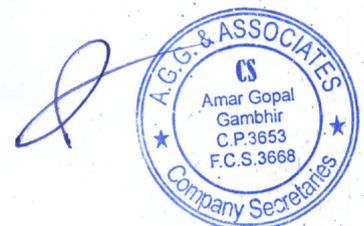
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	101	12941957	99.99%
E-voting (During AGM)	5	28	0.01%
TOTAL	106	12941985	100%

ii. Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	3	3	0
E-voting (During AGM)	3	11	0
TOTAL	6	14	0

iii. Abstain/Invalid Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	NIL	NIL	NIL
E-voting (During AGM)	NIL	NIL	NIL
TOTAL	NIL	NIL	NIL



f) **Resolution No.6:**

**SPECIAL RESOLUTION: To Approve the Re-appointment of Mr. Adit Gupta (DIN- 00238784) as Managing Director for a period of 3 years w.e.f. 01<sup>st</sup> April, 2026.**

iv. **Voted in favour of the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	101	12941957	99.99%
E-voting (During AGM)	5	28	0.01%
<b>TOTAL</b>	<b>106</b>	<b>12941985</b>	<b>100%</b>

v. **Voted against the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	3	3	0
E-voting (During AGM)	3	11	0
<b>TOTAL</b>	<b>6</b>	<b>14</b>	<b>0</b>

vi. **Abstain/Invalid Votes:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	NIL	NIL	NIL
E-voting (During AGM)	NIL	NIL	NIL
<b>TOTAL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

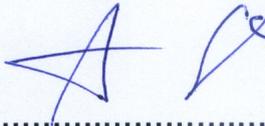


excel sheet(s) and other supportive documents containing list of equity shareholders who voted "For", "Against" and those votes which were declared "Invalid" for each resolution will be brought to the notice of the Company through mail for safe keeping by them.

All other relevant records will also be forwarded by me to the Company Secretary authorized by the Board for safe keeping.

Thanking you,  
Yours faithfully,

**For A.G.G. & ASSOCIATES**  
**Company Secretaries**



.....  
**Amar Gopal Gambhir**  
(Practicing Company Secretary)  
Scrutinizer  
**C.P No.:** 3653  
**M. No.:** 3668  
**Add:** 21/16, 2<sup>nd</sup> Floor, West Patel Nagar,  
New Delhi-110008  
**Email Id:** aggandassociates@gmail.com  
**MoB No.:** 9811386480

**Date:** 01-10-2025  
**UDIN:** F003668G001422261