

**CONSOLIDATED REPORT OF SCRUTINIZER**

[Pursuant to section 108 and 109 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended]

To  
The Chairman,  
49<sup>th</sup> Annual General Meeting of the Equity  
Shareholders of IFB Industries Limited  
held on July 30, 2025 at 10:30 A.M.

**Sub.:** Consolidated Scrutinizer's Report on the "Remote E-voting" and "Voting through Ballot (Poll) at the 49<sup>th</sup> Annual General Meeting" in respect of the resolutions contained in the notice of the 49<sup>th</sup> Annual General Meeting (AGM) of IFB Industries Limited held on Wednesday, July 30, 2025 at 10:30 A.M. at "Rangamanch" Raajkutir IHCL Seleqtions, 89C, Moulana Abul Kalam Azad Sarani, Phool Bagan, Kankurgachi, Kolkata - 700054.

Dear Sir,

I, S. K. Patnaik, Partner of Patnaik & Patnaik, Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of IFB Industries Limited ("the Company") for the purpose of scrutinizing the process of remote e-voting (remote e-voting) as well as voting through ballot paper (poll) voting process at the AGM venue in a fair and transparent manner and ascertaining the results thereof, in respect of resolutions transacted at the 49<sup>th</sup> AGM of the equity shareholders of the company held at "Rangamanch" Raajkutir IHCL Seleqtions, 89C, Moulana Abul Kalam Azad Sarani, Phool Bagan, Kankurgachi, Kolkata - 700054 on Wednesday, July 30, 2025 at 10:30 A.M.

The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules framed thereunder and the SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015 relating to remote e-voting as well as voting through poll at the AGM venue by the members of the company on the resolutions contained in the notice dated May 28, 2025 ("Notice") convening the 49<sup>th</sup> AGM of the company. My responsibility as a scrutinizer is to ensure that the voting process both through remote e-voting and poll at the AGM are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the votes cast in favour or against, if any, to the Chairman on the resolutions stated below, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency engaged by the company to provide remote e-voting facility for e-voting, and on poll conducted at the AGM venue.

The notice dated May 28, 2025, convening the AGM, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories.



In accordance with the notice of the 49<sup>th</sup> AGM and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) on July 8, 2025, the voting period for remote e-voting commenced on Sunday, July 27, 2025 at 9:00 a.m. (IST) and ended on Tuesday, July 29, 2025 at 5:00 p.m. (IST) and the NSDL e-voting platform was disabled thereafter.

The Company had also provided the facility for voting through ballot paper to the shareholders present at the AGM. The names of the shareholders who had voted by remote e-voting through the facility provided by NSDL had been blocked and only those members who were present at the AGM and who had not voted on remote e-voting were allowed to cast their votes through poll at the AGM venue.

The shareholders of the Company holding shares as on the "cut-off" date of Tuesday, July 22, 2025 were entitled to vote on the resolutions as contained in the Notice of the AGM.

Based on the details containing list of members who had cast their votes through remote e-voting platform prior to the date of AGM as downloaded from the e-voting website of National Securities Depository Limited (<https://www.evoting.nsdl.com>) and the votes cast by the members through ballot paper at the AGM, I hereby submit the consolidated scrutinizer's report on the result of the remote e-voting and voting through ballot paper at the AGM on all items of business transacted at the AGM held on Wednesday, July 30, 2025 as under:-

#### **ORDINARY BUSINESS**

##### **a) Resolution No. 1: (Ordinary Resolution)**

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the year ended March 31, 2025, including the audited Balance Sheet as at March 31, 2025, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors' and Auditors' thereon.

(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
161	3,34,33,564	99.9999

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	15	0.0001



(iii) Invalid votes:

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

Note: Percentage has been rounded off to 4 decimals.

**b) Resolution No. 2: (Ordinary Resolution)**

To receive, consider and adopt Audited Consolidated Financial Statements of the Company for the year ended March 31, 2025 and the Report of the Auditors thereon.

(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
161	3,34,33,564	99.9999

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	15	0.0001

(iii) Invalid votes:

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

Note: Percentage has been rounded off to 4 decimals.

**c) Resolution No. 3: (Ordinary Resolution)**

To appoint a Director in place of Mr. Amar Singh Negi (DIN: 08941850), who retires by rotation and being eligible, offers himself for re-appointment as a Director.

(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
156	3,34,33,309	99.9992

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
6	270	0.0008





(iii) Invalid votes:

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

Note: Percentage has been rounded off to 4 decimals.

**d) Resolution No. 4: (Ordinary Resolution)**

To appoint a Director in place of Mr. P. H. Narayanan (DIN: 10158148), who retires by rotation and being eligible, offers himself for re-appointment as a Director.

(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
149	3,33,63,651	99.7908

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
13	69,928	0.2092

(iii) Invalid votes:

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

Note: Percentage has been rounded off to 4 decimals.

**Special Business**

**e) Resolution No. 5: (Special Resolution)**

To re-appoint Mr. Amar Singh Negi (DIN: 08941850), as an Executive Director for a period of 5 years w.e.f. October 31, 2025.

(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
150	3,33,99,407	99.8978



(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
12	34,172	0.1022

(iii) **Invalid** votes:

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

*Note: Percentage has been rounded off to 4 decimals.*

**f) Resolution No. 6: (Special Resolution)**

To approve continuation of Mr. Biswadip Gupta (DIN: 00048258) as a Non-Executive Independent Director beyond the age of 75 Years.

(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
157	3,34,33,456	99.9996

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	123	0.0004

(iii) **Invalid** votes:

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

*Note: Percentage has been rounded off to 4 decimals.*

**g) Resolution No. 7: (Ordinary Resolution)**

To appoint M/s. Patnaik and Patnaik, Company Secretaries, having Firm Registration No. P2017WB064500, as Secretarial Auditors of the Company for a period of 5 consecutive years.

(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
159	3,34,33,528	99.9998



(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	51	0.0002

(iii) **Invalid** votes:

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

*Note: Percentage has been rounded off to 4 decimals.*

**h) Resolution No. 8: (Ordinary Resolution)**

To ratify the remuneration of M/s. Shome & Banerjee, Cost Accountants (Firm Registration Number-000001) as Cost Auditor of the Company, appointed to conduct the audit of the cost records maintained by the Company for the Financial Year ending March 31, 2026.

(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
160	3,34,33,554	99.9999

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
2	25	0.0001

(iii) **Invalid** votes:

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

*Note: Percentage has been rounded off to 4 decimals.*

Based on the aforesaid results, we hereby report that the ordinary resolutions as set out in Item - 1 to Item - 4 and Item -7 to Item-8 and special resolutions as set out in Item - 5 to Item - 6 of Notice of the 49<sup>th</sup> Annual General Meeting dated May 28, 2025 have been **passed with requisite majority**.



All relevant records of voting will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 49<sup>th</sup> Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

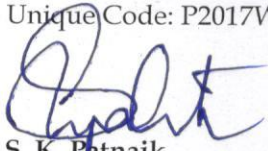
Thanking You,

Yours faithfully,

For **Patnaik & Patnaik**

Company Secretaries

Unique Code: P2017WB064500



**S. K. Patnaik**

Partner

FCS No.: 5699; C.P. No.: 7117

Peer Review Cert. No. 1688/2022

UDIN: F005699G000892948



Place: Kolkata

Date: 31/07/2025