



Add.: Office No.12, 1st Floor, Poonam Cluster II, Shanti Park Layout, Miraroad,
City: Thane, Pincode: 401 107, State: Maharashtra, Country: India.
Email Id: cs.guptarahul@gmail.com | **Cont. No.:** +91 – 816 919 2320

Report of Scrutinizer

To,
Birla Precision Technologies Limited,
CIN: L29220MH1986PLC041214
23, Birla Mansion No. 2, 1st Floor,
D. D. Sathe Marg, Prarthana Samaj,
City: Mumbai, Pin Code: 400 004,
State: Maharashtra, Country: India.

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on e-voting conducted for the 35th Annual General Meeting of **Birla Precision Technologies Limited** held on Tuesday, 27th September, 2022 at 11:00 a.m. through video conferencing ('VC') / other audio visual means ('OAVM').

I, Rahul Gupta, proprietor of “**B R Gupta & Co.**”, Company Secretary in Practice, had been appointed as the Scrutinizer by the Board of Directors of “**Birla Precision Technologies Limited**” pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the **35th Annual General Meeting** ("AGM") of “**Birla Precision Technologies Limited**” held on Tuesday, 27th September, 2022 at 11:00 a.m. through VC / OAVM.

I was also appointed as Scrutinizer to scrutinize the e-voting process during the said AGM.

The AGM Notice dated 04th September, 2022 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 email addresses are registered with the Company's RTA/ Depositories, in compliance with the MCA General Circular No. 20/2020 dated 05th May, 2020, MCA General Circular No. 14/2020 dated 08th April, 2020 and MCA General Circular No. 17/2020, dated 13th April, 2020 and MCA General Circular No. 02/2021 dated 13th January, 2021 read with (collectively referred to as "MCA Circulars") and SEBI Circular dated 12th May, 2020 and SEBI Circular dated 15th January, 2021.

The Company had availed the e-voting facility offered by **National Services Depository Limited** (“**NSDL**”) for conducting remote e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced on Saturday, 24th September, 2022 (9:00 A.M. IST) and ended on Monday, 26th September, 2022 (5:00 P.M. IST) and the NSDL e-voting platform was disabled thereafter.

The Company had also provided the e-voting facility offered by **National Services Depository Limited** (“**NSDL**”) to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.



B R Gupta & Co.

Company Secretaries

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The shareholders of the Company holding shares as on the "cut-off" date of Friday, 23rd September, 2022 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and were counted.

I have scrutinized and reviewed the remote e-voting prior and during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

I now submit my consolidated Report as under on the result of the remote e-voting prior and during the AGM in respect of the resolutions embodied in the Notice of the AGM dated 04th September, 2022.



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Resolution 1: Ordinary Resolution – To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2022 and the Statement of Profit and Loss for the year ended as on that date together with the Report of Directors and the Auditors thereon.

| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/ (1)]* 100 | No. of Votes in favor (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6)=[(4)/ (2)]* 100 | % of Votes against on votes polled (7)=[(5)/ (2)]* 100 |
|---------------------------|----------------|---------------------------|----------------------------|----------------------------------------------------------------------|------------------------------|-----------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------|
| Promoter & Promoter Group | E-VOTING | 3,90,61,322 | 3,44,31,465 | 88.1472 | 3,44,31,465 | 0 | 100.00 | 0.00 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | | 3,44,31,465 | 88.1472 | 3,44,31,465 | 0 | 100.00 | 0.00 |
| Public - Institutions | E-VOTING | 10,826 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public-Non Institutions | E-VOTING | 2,61,98,989 | 2,14,439 | 0.8185 | 2,13,243 | 1,196 | 99.4422 | 0.5577 |
| | POLL | | 26 | 0.0001 | 26 | 0 | 100.00 | 0.00 |
| | POSTAL BALLOT | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | | 2,14,465 | 0.8186 | 2,13,269 | 1,196 | 99.4423 | 0.5577 |
| TOTAL | | 6,52,71,137 | 3,46,45,930 | 53.0800 | 3,46,44,734 | 1,196 | 99.9965 | 0.0035 |

The aforesaid Resolution No. 1 is passed with requisite majority

i) Details of Invalid Votes

| Category | Number of invalid votes |
|-----------------------------|-------------------------|
| Promoter and Promoter Group | 0 |
| Public Institutions | 0 |
| Public- Non Institutions | 0 |



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Resolution 2: Ordinary Resolution - To appoint a Director in place of Mr. Vedant Birla (DIN: 03327691), who retires by rotation, and being eligible, offers himself for re –appointment.

| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/ (1)]* 100 | No. of Votes in favor (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6)=[(4)/ (2)]* 100 | % of Votes against on votes polled (7)=[(5)/ (2)]* 100 |
|---------------------------|----------------|---------------------------|----------------------------|----------------------------------------------------------------------|------------------------------|-----------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------|
| Promoter & Promoter Group | E-VOTING | 3,90,61,322 | 3,44,31,465 | 88.1472 | 3,44,31,465 | 0 | 100.00 | 0.00 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | | 3,90,61,322 | 3,44,31,465 | 88.1472 | 3,44,31,465 | 0 | 100.00 |
| Public - Institutions | E-VOTING | 10,826 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | | 10,826 | 0 | 0.00 | 0 | 0 | 0.00 |
| Public-Non Institutions | E-VOTING | 2,61,98,989 | 2,13,582 | 0.8152 | 2,12,070 | 1,512 | 99.2920 | 0.7079 |
| | POLL | | 26 | 0.0001 | 26 | 0 | 100.00 | 0.00 |
| | POSTAL BALLOT | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | | 2,61,98,989 | 2,13,608 | 0.8153 | 2,12,096 | 1,512 | 99.2922 |
| TOTAL | | 6,52,71,137 | 3,46,45,073 | 53.0787 | 3,46,43,561 | 1,512 | 99.9956 | 0.0044 |

The aforesaid Resolution No. 2 is passed with requisite majority

i) Details of Invalid Votes

| Category | Number of invalid votes |
|-----------------------------|-------------------------|
| Promoter and Promoter Group | 0 |
| Public Institutions | 0 |
| Public- Non Institutions | 0 |



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Resolution 3: Ordinary Resolution - Ratification of Remuneration to Cost Auditor.

| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/ (1)]* 100 | No. of Votes in favor (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6)=[(4)/ (2)]* 100 | % of Votes against on votes polled (7)=[(5)/ (2)]* 100 |
|---------------------------|----------------|---------------------------|----------------------------|----------------------------------------------------------------------|------------------------------|-----------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------|
| Promoter & Promoter Group | E-VOTING | 3,90,61,322 | 3,44,31,465 | 88.1472 | 3,44,31,465 | 0 | 100.00 | 0.00 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | | 3,90,61,322 | 3,44,31,465 | 88.1472 | 3,44,31,465 | 0 | 100.00 |
| Public - Institutions | E-VOTING | 10,826 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | | 10,826 | 0 | 0.00 | 0 | 0 | 0.00 |
| Public-Non Institutions | E-VOTING | 2,61,98,989 | 2,12,416 | 0.8108 | 2,11,952 | 464 | 99.7815 | 0.2184 |
| | POLL | | 26 | 0.0001 | 26 | 0 | 100.00 | 0.00 |
| | POSTAL BALLOT | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | | 2,61,98,989 | 2,12,442 | 0.8109 | 2,11,978 | 464 | 99.7816 |
| TOTAL | | 6,52,71,137 | 3,46,43,907 | 53.0769 | 3,46,43,443 | 464 | 99.9987 | 0.0013 |

The aforesaid Resolution No. 3 is passed with requisite majority

i) Details of Invalid Votes

| Category | Number of invalid votes |
|-----------------------------|-------------------------|
| Promoter and Promoter Group | 0 |
| Public Institutions | 0 |
| Public- Non Institutions | 0 |



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Resolution 4: Special Resolution - Appointment of Mr. Vikas Thapa as (DIN: 07804776) Non-Executive Independent Director of Company.

| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/ (1)]* 100 | No. of Votes in favor (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6)=[(4)/ (2)]* 100 | % of Votes against on votes polled (7)=[(5)/ (2)]* 100 |
|---------------------------|----------------|---------------------------|----------------------------|----------------------------------------------------------------------|------------------------------|-----------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------|
| Promoter & Promoter Group | E-VOTING | 3,90,61,322 | 3,44,31,465 | 88.1472 | 3,44,31,465 | 0 | 100.00 | 0.00 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | | 3,44,31,465 | 88.1472 | 3,44,31,465 | 0 | 100.00 | 0.00 |
| Public - Institutions | E-VOTING | 10,826 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public-Non Institutions | E-VOTING | 2,61,98,989 | 2,13,582 | 0.8152 | 2,12,102 | 1,480 | 99.3070 | 0.6929 |
| | POLL | | 26 | 0.0001 | 26 | 0 | 100.00 | 0.00 |
| | POSTAL BALLOT | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | | 2,13,608 | 0.8153 | 2,12,128 | 1,480 | 99.3071 | 0.6929 |
| TOTAL | | 6,52,71,137 | 3,46,45,073 | 53.0787 | 3,46,43,593 | 1,480 | 99.9957 | 0.0043 |

The aforesaid Resolution No. 4 is passed with requisite majority

i) Details of Invalid Votes

| Category | Number of invalid votes |
|-----------------------------|-------------------------|
| Promoter and Promoter Group | 0 |
| Public Institutions | 0 |
| Public- Non Institutions | 0 |



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Resolution 5: Special Resolution - Appointment of Ms. Raji Vishwanathan (DIN: 02680148) as Non-Executive Woman Independent Director of the Company.

| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes in favor (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|---------------------------|----------------|---------------------------|----------------------------|--------------------------------------------------------------|------------------------------|-----------------------------|-----------------------------------------------------------|---------------------------------------------------------|
| Promoter & Promoter Group | E-VOTING | 3,90,61,322 | 3,44,31,465 | 88.1472 | 3,44,31,465 | 0 | 100.00 | 0.00 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | | 3,90,61,322 | 3,44,31,465 | 88.1472 | 3,44,31,465 | 0 | 100.00 |
| Public - Institutions | E-VOTING | 10,826 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | | 10,826 | 0 | 0.00 | 0 | 0 | 0.00 |
| Public-Non Institutions | E-VOTING | 2,61,98,989 | 2,13,582 | 0.8152 | 2,11,802 | 1,780 | 99.1665 | 0.8334 |
| | POLL | | 26 | 0.0001 | 26 | 0 | 100.00 | 0.00 |
| | POSTAL BALLOT | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | | 2,61,98,989 | 2,13,608 | 0.8153 | 2,11,828 | 1,780 | 99.1667 |
| TOTAL | | 6,52,71,137 | 3,46,45,073 | 53.0787 | 3,46,43,293 | 1,780 | 99.9949 | 0.0051 |

The aforesaid Resolution No. 5 is passed with requisite majority

ii) Details of Invalid Votes

| Category | Number of invalid votes |
|-----------------------------|-------------------------|
| Promoter and Promoter Group | 0 |
| Public Institutions | 0 |
| Public- Non Institutions | 0 |



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Resolution 6: Special Resolution - Appointment of Ms. Tulsi Jayakumar (DIN: 09562207) as Non - Executive Independent Director of the Company.

| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/ (1)]* 100 | No. of Votes in favor (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6)=[(4)/ (2)]* 100 | % of Votes against on votes polled (7)=[(5)/ (2)]* 100 |
|---------------------------|----------------|---------------------------|----------------------------|----------------------------------------------------------------------|------------------------------|-----------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------|
| Promoter & Promoter Group | E-VOTING | 3,90,61,322 | 3,44,31,465 | 88.1472 | 3,44,31,465 | 0 | 100.00 | 0.00 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | | 3,90,61,322 | 3,44,31,465 | 88.1472 | 3,44,31,465 | 0 | 100.00 |
| Public - Institutions | E-VOTING | 10,826 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | | 10,826 | 0 | 0.00 | 0 | 0 | 0.00 |
| Public-Non Institutions | E-VOTING | 2,61,98,989 | 2,13,464 | 0.8148 | 2,11,902 | 1,562 | 99.2682 | 0.7317 |
| | POLL | | 26 | 0.0001 | 26 | 0 | 100.00 | 0.00 |
| | POSTAL BALLOT | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | | 2,61,98,989 | 2,13,490 | 0.8149 | 2,11,928 | 1,562 | 99.2683 |
| TOTAL | | 6,52,71,137 | 3,46,44,955 | 53.0785 | 3,46,43,393 | 1,562 | 99.9955 | 0.0045 |

The aforesaid Resolution No. 6 is passed with requisite majority

iii) Details of Invalid Votes

| Category | Number of invalid votes |
|-----------------------------|-------------------------|
| Promoter and Promoter Group | 0 |
| Public Institutions | 0 |
| Public- Non Institutions | 0 |



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Resolution 7: Special Resolution - Re-appointment and revision in remuneration of Mr. Vedant Birla (DIN: 03327691) as Chairman & Managing Director of the Company.

| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/ (1)]* 100 | No. of Votes in favor (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6)=[(4)/ (2)]* 100 | % of Votes against on votes polled (7)=[(5)/ (2)]* 100 |
|---------------------------|----------------|---------------------------|----------------------------|----------------------------------------------------------------------|------------------------------|-----------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------|
| Promoter & Promoter Group | E-VOTING | 3,90,61,322 | 3,44,31,465 | 88.1472 | 3,44,31,465 | 0 | 100.00 | 0.00 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | | 3,90,61,322 | 3,44,31,465 | 88.1472 | 3,44,31,465 | 0 | 100.00 |
| Public - Institutions | E-VOTING | 10,826 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | | 10,826 | 0 | 0.00 | 0 | 0 | 0.00 |
| Public-Non Institutions | E-VOTING | 2,61,98,989 | 2,13,582 | 0.8152 | 2,11,920 | 1,662 | 99.2218 | 0.7781 |
| | POLL | | 26 | 0.0001 | 26 | 0 | 100.00 | 0.00 |
| | POSTAL BALLOT | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | | 2,61,98,989 | 2,13,608 | 0.8153 | 2,11,946 | 1,662 | 99.2219 |
| TOTAL | | 6,52,71,137 | 3,46,45,073 | 53.0787 | 3,46,43,411 | 1,662 | 99.9952 | 0.0048 |

The aforesaid Resolution No. 7 is passed with requisite majority

iv) Details of Invalid Votes

| Category | Number of invalid votes |
|-----------------------------|-------------------------|
| Promoter and Promoter Group | 0 |
| Public Institutions | 0 |
| Public- Non Institutions | 0 |



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Resolution 8: Special Resolution - Re-appointment and revision in remuneration of Mr. Santhosh Kumar (DIN: 08686131) as Executive Director of the Company.

| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/ (1)]* 100 | No. of Votes in favor (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6)=[(4)/ (2)]* 100 | % of Votes against on votes polled (7)=[(5)/ (2)]* 100 |
|---------------------------|----------------|---------------------------|----------------------------|----------------------------------------------------------------------|------------------------------|-----------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------|
| Promoter & Promoter Group | E-VOTING | 3,90,61,322 | 3,44,31,465 | 88.1472 | 3,44,31,465 | 0 | 100.00 | 0.00 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | | 3,90,61,322 | 3,44,31,465 | 88.1472 | 3,44,31,465 | 0 | 100.00 |
| Public - Institutions | E-VOTING | 10,826 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | | 10,826 | 0 | 0.00 | 0 | 0 | 0.00 |
| Public-Non Institutions | E-VOTING | 2,61,98,989 | 2,13,582 | 0.8152 | 2,11,970 | 1,612 | 99.2452 | 0.7547 |
| | POLL | | 26 | 0.0001 | 26 | 0 | 100.00 | 0.00 |
| | POSTAL BALLOT | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | | 2,61,98,989 | 2,13,608 | 0.8153 | 2,11,996 | 1,612 | 99.2453 |
| TOTAL | | 6,52,71,137 | 3,46,45,073 | 53.0787 | 3,46,43,461 | 1,612 | 99.9953 | 0.0047 |

The aforesaid Resolution No. 8 is passed with requisite majority

v) Details of Invalid Votes

| Category | Number of invalid votes |
|-----------------------------|-------------------------|
| Promoter and Promoter Group | 0 |
| Public Institutions | 0 |
| Public- Non Institutions | 0 |



B R Gupta & Co.

Company Secretaries

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Email Id: cs.guptarahul@gmail.com | **Cont. No.:** +91 – 816 919 2320

This report along with the necessary papers and all other relevant records were given to Shri. Santhosh Kumar, Chairman of the Meeting.

Thanking you,

Yours Faithfully,

For B R Gupta & Co.
Practicing Company Secretaries



Rahul Gupta
Company Secretary
M. No.: 43021 & **COP:** 20863
UDIN: A043021D001068089
Place: Thane & **Date:** 28/09/2022