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MERINO INDUSTRIES LIMITED

CIN: U51909WB1965PLC026556

GST No.: 07AAACC9186C3ZN

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61st Annual General Meeting held on Friday, 25th September, 2026

Disclosure of Voting Results

As per the provisions of Section 108 of the Companies Act, 2013 ("The Act") read with Rule 20 of the Companies (Management & Administration) Rules, 2014 and other applicable provisions of the Act, if any, and rules thereunder, the Company had provided the facility of e-voting to the Shareholders of the Company to enable them to cast their votes electronically through remote e-voting on the resolutions and e-voting system at the 61st Annual General Meeting proposed in the Agenda of the Notice of the said Annual General Meeting held on 25th September, 2026. The e-voting system was open from 22nd September, 2026 (9:00 a.m.) to 24th September, 2026 (5:00 p.m.) and the video conference (VC) facility for e-voting was also made available during the meeting.

The Board of Directors had appointed Ms. Dasvinder Kaur, Practicing Company Secretary (Membership No. A33095), Proprietor of M/s D.K. Chawla & Co., Company Secretaries, as the Scrutiniser for scrutinizing the voting process of e-voting. Ms. Dasvinder Kaur had carried out the scrutiny of all the electronic votes received up to the close of the proceedings at the said Annual General Meeting held on 25th September 2026 and has submitted her report disclosing the voting results on that date, which is enclosed.

As indicated by the Report of the Scrutinizer, the Resolutions as set out in the Agenda of the Notice of the said Annual General Meeting have been approved by the shareholders.

For **MERINO INDUSTRIES LIMITED**

BALA JI
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Date: 2026.09.26 13:19:50
+05'30'

Balaji
Company Secretary
M. No.: F9919
Add: 5, Alexandra Court,
60/1, Chowringhee Road,
Kolkata- 700020

D.K. Chawla & Co.

(Company Secretaries)

Head off: H-2 1 Krishna Nagar, Delhi-51

Branch Off: No. 84, F.F, Amrit Plaza

Complex, Surya Nagar, Ghaziabad

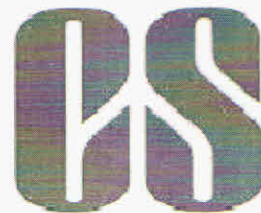
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FORM No.MGT-13

Report of Scrutinizer(s)

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To

Prakash Lohia – Chairman and Managing Director
61st Annual General Meeting of Equity Shareholders of
Merino Industries Limited held on 25th September, 2026
at 5, Alexandra Court, 60/1, Chowringhee Road,
Kolkata, West Bengal-700020

SUB: Scrutinizer's Report on remote E-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the rule 20 of Companies (Management and Administration) Rules, 2014 as amended and the e-voting/ voting received from the shareholders of the Company.

Dear Sir

I, Dasvinder Kaur, a Practising Company Secretary from D. K. Chawla & Co. (Advocates & Company Secretaries) bearing COP No. 15232 and having its registered office at B-11, S-3, Suryadeep Building, Ramprastha, Ghaziabad, Uttar Pradesh-201011, has been appointed as the Scrutinizer by the Board of Directors of the Merino Industries Limited having its registered office at 5, Alexandra Court, 60/1, Chowringhee, Kolkata, West Bengal-700020 bearing CIN: U51909WB1965PLC026556 vide resolution dated 30th June, 2026, pursuant to the provisions of Section 4 and 13 of the Companies Act, 2013 read with the rules of Companies (Incorporation) Rules, 2014 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2014 as amended from time to time to conduct the electronic voting process for Item No. 01-06 and to scrutinize these votes received from the shareholders of the company in respect of the below mentioned resolution passed at the 61st Annual General Meeting of the shareholders of the Merino Industries Limited, held on 25th September, 2026 through video conferencing.



The management of the company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and rules relating to the remote e-voting prior to and during the AGM on the resolutions forming part of the Notice of the Annual General Meeting of the company. Our responsibility as a Scrutinizer for the remote e-voting and voting during the Annual General Meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

We submit our report as under:

As per the information provided, the Notice dated 30th June, 2026 convening 61st Annual General Meeting of the Company along with the Explanatory Statement setting out material facts under Section 102 of the Companies Act, 2013 were sent to those members whose names were appeared in the register of members/ list of beneficiaries' in compliance of Companies Act, 2013 through electronic mode to those members whose email addresses are registered with the Company/ Depositories in compliance with the General Circular issued by Ministry of Corporate Affairs. As per the provisions of Companies Act, 2013, the number of votes casts in respect of each resolution has been counted according to the number of shares held by the concerned shareholder. One Share held is equal to one vote.

In compliance with the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, the company has provided e-voting facility to all its shareholders to enable them to cast their votes electronically through the Central Depository Services (India) Limited ("CDSL") e-voting platform. The voting period for e-voting commenced from Tuesday, 22nd September, 2026 at 9:00 A.M. (IST) and ended on Thursday, 24th September, 2026 at 5:00 P.M. (IST) and the CDSL e-voting platform was closed thereafter. The votes cast by the shareholders through e-voting facility were scrutinized by verifying it, using the Scrutinizer's login on the CDSL e-voting portal.

The details of the e-voting exercised by the shareholders of the company and the votes exercised at the time of 61st Annual General Meeting which were duly scrutinized and processed, have been duly entered in a register separately maintained for the said purpose in electronic mode. The compilation of the register, in respect of remote e-voting and voting at the AGM contains the statement of shareholder's name, folio number, number of shares held, number of votes exercised, votes in favour/ against and those votes which were rejected/ considered invalid which have been duly scrutinized and shareholding were confirmed with the register of members/ list of beneficiaries of the company along with the shareholding pattern as on the cut-off date i.e. 18th September, 2026.

The members of the Company holding equity shares as on the "Cut-off" date of Friday, 18th September, 2026 were entitled to vote on the proposed resolutions as set out at Item No. 01-06 in the Notice of the Annual General Meeting of Merino Industries Limited.

The result of e-voting conducted through by CDSL was unlocked at 02:49 P.M. (IST) on 25th September, 2026.

I have scrutinized and reviewed the e-voting through electronic means i.e. votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system respectively.

I now submit my Report as under on the result of the voting through electronic means in respect of the said Resolution.

ITEM NO. 1. ORDINARY RESOLUTION

TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS ("THE BOARD") AND AUDITORS THEREON:



i) Voted 'FOR' the resolution:

Number of members (folio wise) Voted	Number of Votes cast in 'Favour' of Resolution	% of total number of valid votes cast
101	10647107	99.99

ii) Voted 'AGAINST' the resolution:

Number of members (folio wise) Voted	Number of Votes cast in 'Against' of Resolution	% of total number of valid votes cast
3	3	00.01

iii) Votes 'Invalid' the resolution:

Number of members whose votes were declined	Number of Votes cast in 'Invalid' of Resolution	% of total number of invalid votes cast
0	0	00.00

ITEM NO. 2. ORDINARY RESOLUTION

TO DECLARE DIVIDEND OF INR 1.00 PER EQUITY SHARE FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2026:

i) Voted 'FOR' the resolution:

Number of members (folio wise) Voted	Number of Votes cast in 'Favour' of Resolution	% of total number of valid votes cast
101	10647107	99.99

ii) Voted 'AGAINST' the resolution:

Number of members (folio wise) Voted	Number of Votes cast in 'Against' of Resolution	% of total number of valid votes cast
3	3	00.01

iii) Voted 'Invalid' the resolution:

Number of members whose votes were declined	Number of Votes cast in 'Invalid' of Resolution	% of total number of invalid votes cast
0	0	00.00

ITEM NO. 3. SPECIAL RESOLUTION

TO APPOINT A DIRECTOR IN PLACE OF SHRI MANOJ LOHIA, WHOLE-TIME DIRECTOR (DIN 00127775), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT AND IN THIS REGARD AND IF THOUGHT FIT, TO PASS, WITH OR WITHOUT MODIFICATION(S) IN SALARY PERQUISITES, ADDITIONAL BENEFITS AND MINIMUM REMUNERATION:

i) Voted 'FOR' the resolution:

Number of members (folio wise) Voted	Number of Votes cast in 'Favour' of Resolution	% of total number of valid votes cast
100	10505091	98.66

ii) Voted 'AGAINST' the resolution:

Number of members (folio wise) Voted	Number of Votes cast in 'Against' of Resolution	% of total number of valid votes cast
3	3	00.01

iii) Votes 'Invalid' the resolution:

Number of members whose votes were declined	Number of Votes cast in 'Invalid' of Resolution	% of total number of invalid votes cast
1	142016	01.33

ITEM NO. 4. SPECIAL RESOLUTION

TO APPOINT A DIRECTOR IN PLACE OF SHRI DEEPAK LOHIA (DIN: 00154027), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HERSELF FOR RE-APPOINTMENT AND IN THIS REGARD AND IF THOUGHT FIT, TO PASS, WITH OR WITHOUT MODIFICATION(S) IN SALARY, PERQUISITES, ADDITIONAL BENEFITS AND MINIMUM REMUNERATION:

i) Voted 'FOR' the resolution:

Number of members (folio wise) Voted	Number of Votes cast in 'Favour' of Resolution	% of total number of valid votes cast
100	10382174	97.51

ii) Voted 'AGAINST' the resolution:

Number of members (folio wise) Voted	Number of Votes cast in 'Against' of Resolution	% of total number of valid votes cast
3	3	00.01

iii) Votes 'Invalid' the resolution:

Number of members whose votes were declined	Number of Votes cast in 'Invalid' of Resolution	% of total number of invalid votes cast
1	264933	02.48

ITEM NO. 5. ORDINARY RESOLUTION

TO APPOINT A DIRECTOR IN PLACE OF SHRI NRIPEN KUMAR DUGAR (DIN: 00127790), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT:

i) Voted 'FOR' the resolution:

Number of members (folio wise) Voted	Number of Votes cast in 'Favour' of Resolution	% of total number of valid votes cast
100	10646507	99.99

ii) Voted 'AGAINST' the resolution:

Number of members (folio wise) Voted	Number of Votes cast in 'Against' of Resolution	% of total number of valid votes cast
3	3	00.00

iii) Votes 'Invalid' the resolution:

Number of members whose votes were declined	Number of Votes cast in 'Invalid' of Resolution	% of total number of invalid votes cast
1	600	00.01

ITEM NO. 6. ORDINARY RESOLUTION

APPROVAL FOR THE RATIFICATION OF APPOINTMENT OF COST AUDITOR WITH THE CONSENT OF BOARD OF DIRECTORS OF THE COMPANY FOR THE FINANCIAL YEAR 2026-27 PURSUANT TO SECTION 148 AND OTHER APPLICABLE PROVISIONS OF THE COMPANIES ACT, 2013 BY PASSING WITH OR WITHOUT MODIFICATION(S):



i) Voted 'FOR' the resolution:

Number of members (folio wise) Voted	Number of Votes cast in 'Favour' of Resolution	% of total number of valid votes cast
101	10647102	99.99

ii) Voted 'AGAINST' the resolution:

Number of members (folio wise) Voted	Number of Votes cast in 'Against' of Resolution	% of total number of valid votes cast
3	8	00.01

iii) Votes 'Invalid' the resolution:

Number of members whose votes were declined	Number of Votes cast in 'Invalid' of Resolution	% of total number of invalid votes cast
0	0	00.00

Based on the results, we report that all the resolutions mentioned in the AGM Notice dated 30th June, 2026 stand passed under remote e-voting and e-voting at the AGM with the requisite majority and deemed to be passed as on the date of the AGM of the Company.

A soft copy, containing the list of equity shareholders who voted "FOR" or "AGAINST" and those whose votes were declared Invalid/Abstained/Voted for lesser shares, for each resolution is being handed over to the Company Secretary of the Company.

All electronic data and relevant records relating to the e-voting are in safe custody and will be handed over to the Company Secretary of Merino Industries Limited for preserving safely after the chairman considers, approves, and signs the minutes of the aforesaid Annual General Meeting of the company.

The report may be treated as a report under Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014.

I thank you for the opportunity given to act as a Scrutinizer for the remote e-voting and e-voting at the Annual General Meeting of the Company.

Thanking You,

For D. K. Chawla & Co.
(Company Secretaries)



Daswinder Kaur
(Company Secretary)

COP: 15232

UDIN: A033095H001601981

BALA
JI

Digitally signed
by BALA JI
Date: 2026.09.26
13:20:30 +05'30'

Place: New Delhi

Dated: September 25th, 2026