

AJIT KUMAR & ASSOCIATES

COMPANY SECRETARIES

30th August, 2025

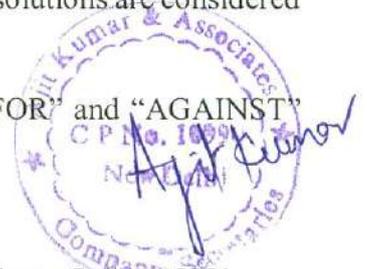
To,
The Chairman
CLC Industries Limited
CIN- L74899DL1991PLC138153

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted 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 by Companies (Management and Administration) Amendment Rules, 2015 for the 33rd Annual General Meeting of CLC Industries Limited held on Friday, 29th day of August, 2025 at 3.36 P.M. (IST) through video conferencing ('VC')/other audio visual means ('OAVM').

CLC Industries Limited ("the Company") had appointed me, Ajit Kumar, as the Scrutinizer for the purpose of remote e-voting and e-voting during the AGM of the Company on the resolutions as mentioned in the Annexure, held on Friday, 29th day of August, 2025 at 3.36 P.M. (IST) through video conferencing. I submit my report as under:

1. The Company had on 6th August, 2025 completed the dispatch of the Notices of the 33rd (Thirty Third) AGM alongwith the Annual Report for the Financial Year 2024-25 as required as per the provisions of the Companies Act, 2013 and applicable SEBI Regulations to all its Shareholders.
2. The Company had provided e-voting facility and video-conferencing facility to its Shareholders and had engaged the services of National Depository Services (India) Limited for this purpose.
3. The remote e-voting had commenced on Tuesday, 26th August, 2025 at 9.00 a.m. (IST) and ended on Thursday, 28th August, 2025 at 5.00 p.m. (IST). The e-voting during AGM was also made available during the AGM and ended after 15 (fifteen) minutes of conclusion of the AGM. After the closure of e-voting the data of remote e-voting and e-voting was downloaded.
4. Since the AGM was held through video conferencing, no poll papers were cast.
5. After the closure of remote e-voting of the AGM and the report on remote e-voting done during AGM were unblocked and downloaded from the NSDL e-voting system.
6. Since the votes cast FOR the Resolutions exceed number of votes cast AGAINST the Resolutions by requisite majority as per attached Annexure, all the Resolutions are considered to be duly passed.
7. A soft copy containing a list of equity shareholders who voted "FOR" and "AGAINST" for each resolution is sent separately.



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8. The relevant records were handed over to the Company Secretary for safe keeping.
9. You are requested to declare the Voting Result as per attached Annexure to the Shareholders of the Company.

My report is based on under mention important points as provided:

1. The Company was under CIRP till 12th May, 2023, Hon'ble NCLT has passed the order approving the Resolution plan, as per the Approved Resolution Plan provides for reduction of existing paid-up capital of the Corporate Debtor by way of: -

- cancellation of entire 100% shares of the erstwhile promoters / promoter group shareholders and 99% shares of the public shareholders as well as issue of equity shares to the Resolution Applicants.
- In terms of the Approved Resolution Plan, the Company has issued and allotted 98,74,932 equity shares of Rs. 10/- each i.e. 95% of the total shareholding to Manjeet Cotton Private Limited and its nominees presenting the Resolution Applicants and as against the existing paid-up capital held by the public shareholders, the Company has issued and allotted 5,19,748 equity shares of Rs. 10/- each i.e. 5% of the total shareholding to the public shareholders.
- The Company had given the effect of aforesaid capital reduction in the Audited Financial Statements for the year 2023-24 and has duly filed the requisite forms with Registrar of Companies (ROC); also duly approved by the ROC, Delhi.

2. Based on above, the Company has filed applications regarding:

- Name change request;
- Capital reduction application along with listing approval;

However, the said applications are pending with the both exchanges i.e. BSE & NSE for their approval.

3. In view of the above, the Depositories (NSDL & CDSL) are not able to give the effect of the said capital reduction.

4. As a consequence of above, the NSDL and RTA had considered the Benpos data with old shareholding for the sending the Notice for the 33rd Annual General Meeting of the Company. The public shareholders have voted as per old shareholding prior to capital reduction.

5. Please note that due to above reason the new promoter (Manjeet Cotton Private Limited) of the Company was unable to vote because their name was not in the Benpos data on the Cut-off date i.e. 22nd August, 2025.

Therefore, I have considered the e-voting done by the public shareholders for reckoning the votes in favour or against the proposed resolutions.



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I now submit my consolidated report as under on the result of the remote e-voting prior to and during the AGM in respect of the said resolutions.

Resolution 1: Ordinary Resolution

To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended on March 31, 2025 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
67	14127472	99.99

ii. Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
17	80	0.01

iii. Invalid votes:

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

Resolution 2: Ordinary Resolution

To appoint a Director in place of Mr. Bhupendra Singh Rajpal (DIN: 00311209), who retires by rotation and being eligible, offer himself for re-appointment:

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
67	14127472	99.99

ii. Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
17	80	0.01

iii. Invalid votes:

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



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Resolution 3: Ordinary Resolution

To appoint M/s. Ajit Kumar & Associates, Practicing Company Secretaries, as Secretarial Auditor of the Company:

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
67	14127472	99.99

ii. Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
17	80	0.01

iii. Invalid votes:

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

Resolution 4: Special Resolution

To approve for the sale of plant/machineries/Equipment's of Unit I located at Baramati:

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
66	14127372	99.99

ii. Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
18	180	0.01

iii. Invalid votes:

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



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Resolution 5: Ordinary Resolution

To approve material modification of earlier approved and new material related party transactions between the Company and Manjeet Cotton Private Limited, a Holding of the Company:

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
66	14127422	99.99

ii. Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
18	130	0.01

iii. Invalid votes:

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

Resolution 6: Ordinary Resolution

To approve material modification of earlier approved and new material related party transactions between the Company and Manjeet Global Private Limited:

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
67	14127472	99.99

ii. Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
17	80	0.01

iii. Invalid votes:

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



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Resolution 7: Ordinary Resolution

To approve material modification of earlier approved and new material related party transactions between the Company and Satyam Spinners Private Limited:

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
67	14127472	99.99

ii. Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
17	80	0.01

iii. Invalid votes:

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

Resolution 8: Ordinary Resolution

To approve material modification of earlier approved and new material related party transactions between the Company and Deegee Cotsyn Private Limited:

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
67	14127472	99.99

ii. Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
17	80	0.01

iii. Invalid votes:

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



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Resolution 9: Ordinary Resolution

To approve material modification of earlier approved and new material related party transactions between the Company and Sukhmani Cotton Industries:

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
67	14127472	99.99

ii. Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
17	80	0.01

iii. Invalid votes:

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

Resolution 10: Ordinary Resolution

To approve material modification of earlier approved and new material related party transactions between the Company and Man Cott Private Limited:

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
67	14127472	99.99

ii. Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
17	80	0.01

iii. Invalid votes:

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

Resolution 11: Ordinary Resolution

To approve material modification of earlier approved and new material related party transactions between the Company and Manjeet Fiber Private Limited:

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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
67	14127472	99.99

ii. Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
17	80	0.01

iii. Invalid votes:

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

Resolution 12: Ordinary Resolution

To approve Material Modification of earlier approved and new Material Related Party Transactions between the Company and Keshav Ginning & Pressing Factory:

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
67	14127472	99.99

ii. Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
17	80	0.01

iii. Invalid votes:

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

Resolution 13: Ordinary Resolution

To approve Material Modification of earlier approved and new Material Related Party Transactions between the Company and DV Export:

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
67	14127472	99.99

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ii. Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
17	80	0.01

iii. Invalid votes:

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

Resolution 14: Ordinary Resolution

To approve of Material Related Party Transactions between the Company and KBR Commodities:

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
67	14127472	99.99

ii. Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
17	80	0.01

iii. Invalid votes:

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

Resolution 15 : Ordinary Resolution

To approve Material Modification of earlier approved Material Related Party Transactions between the Company and Manjeet Ginning Factory:

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
67	14127472	99.99

ii. Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
17	80	0.01

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iii.Invalid votes:

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

Resolution 16 : Ordinary Resolution

To Approve Material of Related Party Transactions between the Company and Mauli Cotex Private Limited:

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
67	14127472	99.99

ii.Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
17	80	0.01

iii.Invalid votes:

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

Yours Sincerely,

For Ajit Kumar & Associates

Company Secretaries

ICSI Firm Unique Code: S2009DE109500

Peer Review Certificate: 5077/2023



Ajit Kumar
Practicing Company Secretary

C.P. No: 10990

FCS: 9320

Date: 30th August, 2025

Place: New Delhi

UDIN: F009320G001121662

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