

VISHAKHA AGRAWAL & ASSOCIATES

Practising Company Secretaries

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CONSOLIDATED SCRUTINIZER'S REPORT

(In Lieu of E-Voting at the Postal Ballot)

(Pursuant to Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and 21(2) of the Companies (Management and Administration) Rules, 2014

To,

The Chairman

SRU STEELS LIMITED

CIN: L01111DL1995PLC107286

11/598/1, Chawla Market, Patpar Ganj Road, Jheel Khuranja,
East Delhi, Delhi - 110031

Sub: Consolidated Scrutinizer's Report on Postal Ballot process (which includes remote e-voting) conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

1. I, **Vishakha Agrawal**, Proprietor of **M/s Vishakha Agrawal & Associates**, Practicing Company Secretaries, Indore (Membership No. 39298 / C.P. No. 15088) have been appointed as the Scrutinizer by the Board of **SRU STEELS LIMITED** (CIN: L01111DL1995PLC107286) in their meeting for scrutinizing the Postal Ballot process (which includes remote e-voting) for passing the following Ordinary / Special resolutions:
 - a. To consider and Approve the appointment of Akhil Arora (DIN 11329665) as Executive Managing Director of the Company.
 - b. To consider and Approve the appointment of Mr. Anand Singh (DIN:11329642) as a Non-Executive Non-Independent Director of the Company.
 - c. To consider and Approve the appointment of Mrs. Meenu Jain (DIN: 07072779) as a Non Executive Independent Director of the Company.
 - d. To consider and Approve the appointment of Mr. Naveen Sharma (DIN: 10659785) as a Non Executive Independent Director of the Company.
2. The Board had authorized Mr. Akhil Arora, being the Managing Director of the Company, responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules for the entire postal ballot process and was severally authorized to do all things and to take all incidental and necessary steps for smooth conduct of the entire postal ballot process;
3. The Company has extended the facility of remote e-voting to the Members, by authorizing Central Depository Services Limited (CDSL) as the Authorized Agency to provide remote e-voting facility;

4. Our responsibility as a Scrutinizer for the e-voting is restricted to provide a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolutions stated in Postal Ballot notice dated November 13, 2025 based on the reports generated from the e-voting system provided by (CDSL), the Authorized agency engaged to provide e-voting facilities, engaged by the company;
5. The votes cast by the Members through the remote e-voting facility were scrutinized by verifying it using the scrutinizer's login on the CDSL's e-voting website after the close of the remote e-voting period i.e. 17:00 hours (IST) on Thursday, January 29, 2026.
6. Scrutiny of remote e-voting commenced and ends on the same day i.e. Friday, January 30, 2026.
7. Particulars of all the remote e-voting received from the members have been entered in the register;
8. All votes casted through remote e-voting facility from 9:00 hours IST on Wednesday, December 31, 2025 up to 17:00 hours IST on Thursday, January 29, 2026, the last date and time fixed by the Company for e-voting were considered for our scrutiny;
9. ~~Envelopes containing postal ballot forms received thereafter were not considered. I have not found any defaced or mutilated ballot paper.~~ (no physical postal ballot forms were dispatched to the Members in view of threat posed by COVID 19 pandemic situation)
10. With reference to the above, we submit our report as under:

On December 29, 2025, the Company has completed the procedure of sending notices (through email) to the Members of the Company whose names were appearing on the Register of Members or list of beneficiaries as on the cut-off date i.e. Friday, December 26, 2025, with Postal Ballot notice dated November 13, 2025 containing the text of the Resolutions along with the Explanatory Statements. The Notice was sent electronically to these **20725** Members through email, whose email address has been registered with the Company.

Out of total **20725** members, **85 members** having **228621 equity shares** cast their votes by remote e-voting and **NIL** members by Postal Ballot Forms.

The result of Postal Ballot through remote e-voting is as under in respect of resolution:

Resolution No. 1 (Ordinary Resolution): TO CONSIDER AND APPROVE THE APPOINTMENT OF MR. AKHIL ARORA (DIN 11329665) AS EXECUTIVE MANAGING DIRECTOR OF THE COMPANY.

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 ("the Act") read with Schedule 'V' thereof and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company and subject to such other sanctions/approvals, as may be necessary or

required, consent of the members be and is hereby accorded for appointment of Mr. Akhil Arora (DIN 11329665) as the Executive Director and Managing Director, for a period of 5 (Five) years effective 13th November, 2025 upto 12th November, 2030, on such terms and conditions including remuneration as set out in the Explanatory Statement annexed to the Notice, with the power to the Board of Directors (hereinafter referred to as “the Board” which term shall include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said appointment and/or remuneration as it may deem fit, within the maximum limits of remuneration approved by the Members of the Company.

RESOLVED FURTHER THAT notwithstanding anything contained herein, where in any financial year during the currency of the tenure of Mr. Akhil Arora, the Company has no profits or inadequate profit, Mr. Akhil Arora will be paid remuneration by way of salary and perquisites as set out in the Explanatory Statement annexed to the Notice, subject to requisite approval, if any, as may be required under the Act or rules made thereunder (including any modification or reenactment thereof).

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this Resolution.”

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	0	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non-Institutions	E-VOTING	59939250	228621	0.3814	228297	324	99.8583	0.1417
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	59939250	228621	0.3814	228297	324	99.8583	0.1417
TOTAL		59939250	228621	0.3814	228297	324	99.8583	0.1417
Whether ordinary resolution passed or not							Yes	

In view of the above scrutiny, we hereby certify that the above Ordinary Resolution has been passed with requisite majority on January 29, 2025. And that 72 members have casted their vote in favor of the resolution and 13 members have casted their votes against the resolution.

Resolution No. 2 (Ordinary Resolution): TO CONSIDER AND APPROVE THE APPOINTMENT OF MR. ANAND SINGH (DIN:11329642) AS AN NON-EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY.

“RESOLVED THAT Mr. Anand Singh (DIN:11329642) who was appointed as the Additional Non Executive -Non Independent Director of the Company by the board of directors in there meeting held on 29th October, 2025, under section 161(1) of the Companies Act, 2013 and the Rules made thereunder Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’) and hold office up to the date of this EGM be and here is by appointed as the Non-Executive Non Independent Director of the company.

RESOLVED FURTHER THAT the Board (including any Committee duly constituted by the Board of Directors or any authority as approved by the Board of Directors) or any Director of the Company be and is hereby authorized to do all such acts, deeds and things and to sign and execute all such deed, documents and instruments as may be necessary, expedient and incidental thereto to give effect to this resolution.”

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	0	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non-Institutions	E-VOTING	59939250	228621	0.3814	206297	22324	90.2354	9.7646
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	59939250	228621	0.3814	206297	22324	90.2354	9.7646
TOTAL		59939250	228621	0.3814	206297	22324	90.2354	9.7646
Whether ordinary resolution passed or not							Yes	

In view of the above scrutiny, we hereby certify that the above Ordinary Resolution has been passed with requisite majority on January 29, 2026. And that 71 members have casted their vote in favor of the resolution and 14 members have casted their votes against the resolution.

Resolution No. 3 (Special Resolution): TO CONSIDER AND APPROVE THE APPOINTMENT OF MRS. MEENU JAIN (DIN: 07072779) AS AN NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and the Rules made thereunder, Regulations 17, 25 and any other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI LODR”) (in each case including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), Articles of Association of the Company and on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, Mrs. Meenu Jain (DIN: 07072779) ,who was appointed as an Additional Director (Non-Executive-Independent) in the Board Meeting held on 13th October, 2025 and has submitted a declaration that he meets the criteria for independence as provided under the Act and the SEBI LODR, be and is hereby appointed as an Non-Executive Independent Director of the Company

RESOLVED FURTHER THAT the Board (including any Committee duly constituted by the Board of Directors or any authority as approved by the Board of Directors) or any Director of the Company be and is hereby authorized to do all such acts, deeds and things and to sign and execute all such deed, documents and instruments as may be necessary, expedient and incidental thereto to give effect to this resolution.”

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	0	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non-Institutions	E-VOTING	59939250	228621	0.3814	228297	324	99.8583	0.1417
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	59939250	228621	0.3814	228297	324	99.8583	0.1417
TOTAL		59939250	228621	0.3814	228297	324	99.8583	0.1417
Whether special resolution passed or not							Yes	

In view of the above scrutiny, we hereby certify that the above Special Resolution has been passed with requisite majority on January 29, 2026. And that 72 members have casted their vote in favor of the resolution and 13 members have casted their votes against the resolution.

Resolution No. 4 (Special Resolution): TO CONSIDER AND APPROVE THE APPOINTMENT OF MR. NAVEEN SHARMA (DIN: 10659785) AS AN NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and the Rules made thereunder, Regulations 17, 25 and any other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI LODR”) (in each case including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), Articles of Association of the Company and on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, Mr. Naveen Sharma (DIN: 10659785) ,who was appointed as an Additional Director (Non-Executive-Independent) in the Board Meeting held on 13th October, 2025 and has submitted a declaration that he meets the criteria for independence as provided under the Act and the SEBI LODR, be and is hereby appointed as an Non-Executive Independent Director of the Company

RESOLVED FURTHER THAT the Board (including any Committee duly constituted by the Board of Directors or any authority as approved by the Board of Directors) or any Director of the Company be and is hereby authorized to do all such acts, deeds and things and to sign and execute all such deed, documents and instruments as may be necessary, expedient and incidental thereto to give effect to this resolution.”

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	0	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non-Institutions	E-VOTING	59939250	228621	0.3814	206297	22324	90.2354	9.7646
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	59939250	228621	0.3814	206297	22324	90.2354	9.7646
TOTAL		59939250	228621	0.3814	206297	22324	90.2354	9.7646
Whether special resolution passed or not							Yes	

In view of the above scrutiny, we hereby certify that the above Special Resolution has been passed with requisite majority January 29, 2026. And that 71 members have casted their vote in favor of the resolution and 14 members have casted their votes against the resolution.

11. We have today handed over all the relevant papers/records and document for safe custody to **Mr. Akhil Arora (DIN: 11329665)**, Managing Director of the Company who is authorized by the Board to supervise the Postal Ballot process.

You may accordingly declare the result of Postal Ballot.

Thanking you,

FOR VISHAKHA AGRAWAL & ASSOCIATES
Practicing Company Secretaries

VISHAKHA AGRAWAL
M.No: 39298, C.P. No. 15088
UDIN: A039298G003708128

Place: INDORE
Date: 30th January, 2026

FOR SRU STEELS LIMITED

MR. Akhil Arora
DIN: 11329665