

Report of Scrutinizer

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of the 31st (Thirty First) Annual General Meeting of the Equity Shareholders of PNY Sabha Finance Limited held on Wednesday, 30th September, 2026 at 11.00 A.M. through Video Conferencing.

Dear Sir,

I, M Vasudevan FCS, Practicing Company Secretary, appointed as Scrutinizer by the Board of Directors of PNY Sabha Finance Limited ('the company') for the purpose of scrutinizing the electronic voting ('e-voting') process in respect of the below mentioned resolutions proposed at the 31st Annual General Meeting ('the meeting') of the Equity Shareholders of the company, held on 30th September, 2026 at 11.00 A.M. through Video Conferencing ('VC') submit my report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to e-voting by the shareholders on the resolutions proposed in the notice of the 31st Annual General Meeting of the company is the responsibility of the management. My responsibility as a Scrutinizer for the e-voting process is limited to providing a consolidated scrutinizer's report to the Chairman based on the reports generated from the electronic voting system of KFin Technologies Limited.
2. In accordance with the General Circular issued by the Ministry of Corporate Affairs (MCA) dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, May 5, 2022, December 28, 2022, September 25, 2023, September 19, 2024 and September 22, 2025 the company had sent the Notice of the meeting through electronic mode to those shareholders whose e-mail addresses are registered with the company/Depository Participant(s).
3. The facility for e-voting remained open from 9.00 A.M. on September 27, 2026 to 5.00 P.M. on September 29, 2026. The company had also provided e-voting facility to the shareholders present at the meeting through VC and who had not cast their vote earlier.
4. The company had entered into an agreement with KFin Technologies Limited for facilitating voting through electronic means as the authorised agency. The facility of casting votes by a member using remote e-voting system as well as voting at the meeting is provided by KFin Technologies Limited.



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5. The equity shareholders holding shares on the cut-off date, i.e. September 23, 2026, were entitled to vote on the resolutions stated in the notice of the meeting.
6. The votes cast through e-voting were unblocked after conclusion of the meeting on September 30, 2026.
7. Results of e-voting generated from www.evoting.kfintech.com is as under:

a) Item No. 1 – Ordinary Resolution:

To receive, consider and adopt the Audited Financial Statements of the company for the financial year ended on 31st March 2026, together with the Directors and Auditors Reports thereon.

(i) Voted *in favour* of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
277	2,46,51,973	100

(ii) Voted *against* the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) *Invalid/ abstain* votes:

Total number of members whose votes were declared invalid / Abstain	Total number of votes
6	35,800

b) Item No. 2 – Ordinary Resolution:

To appoint Director in the place of Sri. P U Divakaran (Din 01608147) who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted *in favour* of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
277	2,46,51,973	100



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(ii) Voted *against* the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) *Invalid / abstain* votes:

Total number of members whose votes were declared invalid / Abstain	Total number of votes
6	35,800

c) Item No. 3 – Ordinary Resolution:

To appoint Director in the place of Sri. M.S. Predeep (DIN: 00323900) who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted *in favour* of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
277	2,46,51,973	100

(ii) Voted *against* the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) *Invalid / abstain* votes:

Total number of members whose votes were declared invalid / Abstain	Total number of votes
6	35,800

d) Item No. 4 – Special Resolution:

To borrow money from banks/financial institutions and offer and/or invite for issue of secured redeemable non-convertible debentures (NCDs)/Bonds on private placement basis.

(i) Voted *in favour* of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
277	2,46,51,973	100

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(ii) Voted *against* the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) *Invalid/abstain* votes:

Total number of members whose votes were declared invalid / Abstain	Total number of votes
6	35,800

e) Item No. 5 - Ordinary Resolution:

Appointment of Mr. Sajith V Nambooiripad (DIN: 02506401) as a Non-Executive Independent Director for a first term of five consecutive years with effect from the date of this Annual General Meeting.

(i) Voted *in favour* of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
277	2,46,51,973	100

(ii) Voted *against* the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) *Invalid/abstain* votes:

Total number of members whose votes were declared invalid / Abstain	Total number of votes
6	35,800

f) Item No. 6 - Special Resolution:

Appointment of Mr. M. Vasudevan (DIN: 08812262) as a Non-Executive Independent Director for a second term of five consecutive years with effect from the date of this Annual General Meeting.

(i) Voted *in favour* of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
277	2,46,51,973	100

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(ii) Voted *against* the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) *Invalid/abstain* votes:

Total number of members whose votes were declared invalid / Abstain	Total number of votes
6	35,800

Thanking you,

Place: Thrissur

Date: 30.09.2026

Yours faithfully,



M Vasudevan, FCS

Practising Company Secretary

(FCS No.: 4177 C P No.: 2437)

Peer Review Number: 2935/2023

UDIN: F004177H001684011



M. VASUDEVAN, F.C.S.
FCS 4177/CP 2437
COMPANY SECRETARY
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