

BA & ASSOCIATES

(Company Secretaries)



16/1A, Abdul Hamid Street, (British India Street)
6th Floor, Room No. 6E, Beside Deewars Garage
Kolkata- 700069, West Bengal
Mob: 96810 21295, Office: 033 4601-8006

Form No. MGT-13

CONSOLIDATED SCRUTINIZER'S REPORT ON E-VOTING PROCESS

(Remote e-voting and e-voting conducted at the 5th AGM held through Video Conferencing / Other Audio-Visual Means (VC/OAVM))

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015, further read with various circulars issued by the Ministry of Corporate Affairs from time to time]

To:

The Chairman

IFB Refrigeration Limited,

(CIN: U29306GA2021PLC014721)

AGM held through Video Conferencing / Other Audio-Visual Means (VC/OAVM)

Subject: Consolidated Report of Scrutinizer on e-voting Process [Remote e-voting and e-voting conducted at the 5th AGM held through VC/OAVM facility] conducted pursuant to the provisions of Section 109 of the Act read with Companies (Management and Administration) Rules, 2015, further read with the relevant MCA Circulars and in compliance with the provisions of the Act

Dear Sir,

1. The Board of Directors of IFB Refrigeration Limited ("the Company") have vide resolution passed on May 23, 2026 decided to provide to the Members of the Company, facility to exercise their voting right on the resolutions as set out in the Notice of 5th AGM held on Friday, July 24, 2026 at 10.00 AM (IST) through VC/OAVM facility, by way of remote e-voting and e-voting conducted at the AGM.
2. The MCA vide general circulars have allowed Companies to convene AGMs through VC/OAVM facility. Voting by means of a poll at the AGM by filling physical ballot papers is therefore dispensed with as no physical AGM is convened. Members who have not voted during the remote e-voting period but attended the AGM, are allowed to cast their vote by e-voting conducted at the AGM. The e-voting process thus includes the consolidated number of e-votes cast during the remote e-voting period and the e-votes cast at the AGM.

We, **BA & Associates** [FRN: I2014WB1192800] (under FCS Bijay Agarwal), Company Secretaries (ICSI Membership No.: 10323 and C.P. No.:13549), appointed by the Board of Directors of **IFB Refrigeration Limited** (the "Company") for the purpose of scrutinizing the process of voting through Remote e-Voting at its **5th Annual General Meeting** (the "AGM") pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 and 21 of the Companies (Management & Administration) Rules, 2014 as amended by Companies (Management &



Administration) Amendment Rules, 2015, in respect of the below mentioned Resolutions proposed at the AGM of the Company held on **Friday, 24th day of July, 2026 at 10:00 A.M.** through Video Conferencing / Other Audio-Visual Means (VC/OAVM).

3. The compliance with the provisions of the Act and rules made there under relating to voting through electronic means on the resolutions contained in the said Notice is the responsibility of the Management. My responsibility as a scrutinizer to ensure that the voting process is conducted in a fair and transparent manner and submit a consolidated scrutinizer's report on the voting to the Chairman of the Company on the resolutions based on the reports generated from the electronic voting system provided by Central Depository Services (India) Limited (CDSL) the agency appointed to provide E-voting facilities, Further to above, I submit my report as follows:

In accordance with the Notice of the AGM and as per the provisions of Section 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the voting period for remote e-voting commenced **Tuesday, 21st July, 2026 at 10:00 A.M.** and ended on **Thursday, 23rd July, 2026 at 05:00 P.M.**

- a. The Equity Shareholders holding shares as on **17th July, 2026** (the "Cut Off date") were entitled to vote on the resolution stated in the notice of the **5th Annual General Meeting** of the Company.
- b. At the end of remote e-voting period on **Thursday, 23rd July, 2026 at 05.00 P.M.** voting portal of service provider was blocked forthwith.
- c. At the AGM, the Chairman after discussion on all matters included in the said Notice announced that the Members present at the AGM and who have not cast their vote by remote e-voting, can exercise their voting rights through poll which was made available at the venue of the AGM.
- d. As stated above the e-voting period ended on **23rd July, 2026 at 05.00 P.M.** The vote casts on e-voting were unblocked by me in presence of two witnesses Mr. Subhojit Shaw & Mr. Bapan Kheto who were not in the employment of the company.
- e. We have collated the votes downloaded from the remote e-voting platform as provided by M/s. Central Depository Services India Ltd (CDSL) to declare the final results for each of the resolution forming part of the AGM Notice and to ascertain the number of shares voted in "Favour" or "Against". The members who have abstained from the voting during the aforesaid voting process have not been considered in preparation of the Consolidated Report. The counting of votes from Ballot Papers was duly considered for voting in the AGM held physically. The, consolidated votes of e-voting were duly considered for the purpose of preparation of this report.
- f. I hereby submit Consolidated Scrutinizer Report as per the provisions of Section 108 and 109 of the Act, containing the results of each of the resolutions of the AGM as detailed in **Annexure A**.

All the resolutions mentioned in the **Notice of AGM** dated **1st July, 2026**, as per the details above stand passed under Remote e-Voting and voting conducted at AGM through OAVM, with the requisite majority and hence deemed to be passed as on the date of the AGM.



I hereby confirm that, I am maintaining the registers/records received from the service provider electronically in respect of the votes cast through Remote e-voting.

Thanking You,

Yours sincerely,



For, BA & ASSOCIATES
[FRN: I2014WB1192800]

BIJAY AGARWAL
(Proprietor)
C. P. No. 13549

Membership No. F10323
ICSI UDIN: F010323H000934136

Date: 24/07/2026
Place: Kolkata

We the undersigned witnesses that the votes in the respect of the e-voting of the shareholders of the company were unblocked from e-voting website of the CDSL in our presence.

(SUBHOJIT SHAW)

(BAPAN KHETO)

Annexure-A

Particulars	Number of Members voted through Remote E-voting	Number of Remote E-votes casted	Number of Members voted through OAVM	Number of votes casted through OAVM	Total No. of votes cast through Remote-voting and OAVM	% of total number of valid votes cast
	1	2	3	4	5=(2) + (4)	6

Item No.1 : (Ordinary Resolution) 1. Adoption of Standalone financial statement of the Company for the year ended 31 March, 2026 together with the reports of the Board of Directors and Auditors thereon.

Voted in favour of the resolution	43	18,21,26,100	1	60000	18,21,86,100	100.00
Voted against the resolution	-	-	-	-	-	-
Total	43	18,21,26,100	1	60000	18,21,86,100	100.00
Invalid /Abstain votes	-	-	-	-	-	-

Item No.2 : (Ordinary Resolution) Appoint a director in place of Mr. Amitabha Mukhopadhyay (DIN: 1806781).

Voted in favour of the resolution	43	18,21,26,100	1	60000	18,21,86,100	100.00
Voted against the resolution	-	-	-	-	-	-
Total	43	18,21,26,100	1	60000	18,21,86,100	100.00
Invalid /Abstain votes	-	-	-	-	-	-

Item No.3 : (Ordinary Resolution) Appoint a director in place of Mr. Prabir Chatterjee (DIN: 2662511).

Voted in favour of the resolution	43	18,21,26,100	1	60000	18,21,86,100	100.00
Voted against the resolution	-	-	-	-	-	-
Total	43	18,21,26,100	1	60000	18,21,86,100	100.00
Invalid /Abstain votes	-	-	-	-	-	-

Item No.4 : (Special Resolution) Re- Appointment of Dr. Sangeeta Sumesh (DIN: 07080379) as an Independent Director for a term of 3 (three) consecutive years.

Voted in favour of the resolution	43	18,21,26,100	1	60000	18,21,86,100	100.00
Voted against the resolution	-	-	-	-	-	-
Total	43	18,21,26,100	1	60000	18,21,86,100	100.00
Invalid /Abstain votes	-	-	-	-	-	-

Item No.5 : (Ordinary Resolution) Ratify remuneration of Cost Auditor for the Financial Year 2026-2027.

Voted in favour of the resolution	43	18,21,26,100	1	60000	18,21,86,100	100.00
Voted against the resolution	-	-	-	-	-	-
Total	43	18,21,26,100	1	60000	18,21,86,100	100.00
Invalid /Abstain votes	-	-	-	-	-	-

Place: Kolkata
Date: 24.07.2026



For, BA & ASSOCIATES
[FRN: I2014WB1192800]

Signature of Bijay Agarwal

BIJAY AGARWAL
(Proprietor)
C. P. No. 13549

Membership No. F10323
ICSI UDIN: F010323H000934136