

REPORT OF SCRUTINIZER

To:

The Chairman

SIS LIMITED

REGD. OFFICE- ANNAPOORNA BHAWAN,

TELEPHONE EXCHANGE ROAD, KURJI,

PATNA- 800 010

I, Sudhir Vishnupant Hulyalkar, Company Secretary in Practice, having my office at 4th Floor, Prabhas Complex, #27/1, S. Kariyappa Road, Basavanagudi, Bangalore- 560004 have been appointed as the Scrutinizer by the Board of directors of **SIS Limited** (CIN- L75230BR1985PLC002083) by its resolution dated Thursday, 29th January 2026 for the purpose of scrutinising the postal ballot process and to submit my report in respect of the following resolutions:

Resolution 1: Appointment of Dr. Onkar Sharma (DIN: 11462580) as an Independent Director of the Company

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013 (“Act”) read with the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Dr. Onkar Sharma (DIN: 11462580), who was appointed by the Board of Directors as an Additional Director in the capacity of Independent Director of the Company effective January 29, 2026, in terms of Section 161 of the Act, and who meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations, and who has submitted a declaration to that effect, and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company for a term of 2 (two) consecutive years effective January 29, 2026, not liable to retire by rotation, upon such

Sudhir Vishnupant Hulyalkar
Company Secretaries

27/1, 4th Floor, Prabhas Complex, S. Kariyappa Road, Basavanagudi, Bangalore - 560004
Telephone: 080-41123587, Mobile: 9844266159, Email: sudhir.compsec@gmail.com, cssudhirvh@gmail.com



remuneration as may be determined by the Board of Directors from time to time within the limits approved by the members.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable, or expedient to give effect to this Resolution.”

Resolution 2: Re-appointment of Mr. Deepak Kumar (DIN: 02568053) as an Independent Director of the Company

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, and other applicable provisions of the Companies Act, 2013 (“Act”) read with the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. Deepak Kumar (DIN: 02568053), who meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and who has submitted a declaration to that effect and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby re-appointed as an Independent Director of the Company for a second and final term of 2 (two) years effective June 27, 2026, not liable to retire by rotation, upon such remuneration as may be determined by the Board of Directors from time to time within the limits approved by the members.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable, or expedient to give effect to this Resolution.”

As required by Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of Companies (Management and Administration) Rules, 2014, I submit my report as under:



1. I declare and confirm that I am not in the employment of the Company and the Board is of the opinion that I can conduct the postal ballot process in a fair and transparent manner.
2. I have given my consent to act as the scrutinizer for the postal ballot under reference.
3. The notice of Postal Ballot of the Company dated January 29, 2026 was sent through electronic mode to those members whose email address was registered either with the Company or Depositories in accordance with Section 108 and 110 of the Companies Act, 2013 read with Rules made thereunder and also read with the relaxations as notified by the circulars issued by the Ministry of Corporate Affairs from time to time and latest circular being General Circular No. 03/2025 dated September 22, 2025 and similar circulars issued by Securities and Exchange Board of India, (hereinafter collectively referred to as 'Circulars') in relation to "clarification on passing of ordinary and special resolutions by companies under the Act and the rules made thereunder and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").
4. The notice was also made available on the Company's website: www.sisindia.com and websites of the Stock Exchanges i.e., BSE Limited, and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of Central Depository Services (India) Limited ("CDSL") www.evotingindia.com.
5. Members whose names appeared in the Register of Members/Register of Beneficial Owners as on Friday, January 30, 2026 (cut-off date) were entitled to cast their vote through postal ballot by electronic means (remote e-voting) only.
6. In terms of above-mentioned Circulars, the shareholders were provided the facility to cast their vote for this postal ballot by electronic means (e-voting) only through CDSL e-voting platform at <https://www.evotingindia.com>.
7. The voting commenced on Saturday, February 7, 2026 (09.00 A.M. IST) and ended on Sunday, March 8, 2026 (5.00 P.M. IST).



8. In total 225 shareholders participated in the postal ballot. The summary of the votes cast through postal ballot process (E voting) is as under:

PARTICULARS		FOR	AGAINST	ABSTAIN	INVALID (SEE NOTE 1 BELOW)	TOTAL
Resolution 1	Votes	12,35,51,468	338	0	19,07,525	12,54,59,331
	No. of shareholders	206	16	0	3	225
Resolution 2	Votes	12,33,71,973	1,79,830	0	19,07,525	12,54,59,328
	No. of shareholders	199	26	0	3	228

Note 1. These votes cast by Corporate/ Institutional shareholders without uploading or submitting the board resolution or power of attorney or authorisation as per the instructions in the notice and as required under Section 113 of the Companies Act, 2013 are considered as invalid.

9. I have scrutinized the votes cast through postal ballot by e-voting and I have maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014. The votes which are valid and voted either 'For' or 'Against' are considered for the summary of results. Based upon the same, I submit the summary for result of Postal Ballot as under:



Resolution No. 1:

Appointment of Dr. Onkar Sharma (DIN: 11462580) as an Independent Director of the Company

i) Voted in favor of the resolution:

Number of members voted through postal ballot (electronic voting system)	Number of Votes cast (Shares)	% of total number of valid votes cast
206	12,35,51,468	100.00 %

ii) Voted against the resolution:

Number of members voted through postal ballot (electronic voting system)	Number of Votes cast (Shares)	% of total number of valid votes cast
16	338	0.00 %

iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3	19,07,525



Resolution No. 2:

Re-appointment of Mr. Deepak Kumar (DIN: 02568053) as an Independent Director of the Company

i) Voted in favor of the resolution:

Number of members voted through postal ballot (electronic voting system)	Number of Votes cast (Shares)	% of total number of valid votes cast
199	12,33,71,973	99.85 %

ii) Voted against the resolution:

Number of members voted through postal ballot (electronic voting system)	Number of Votes cast (Shares)	% of total number of valid votes cast
26	1,79,830	0.15 %

iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3	19,07,525

10. The register and other documents relating to voting by electronic means shall remain in the safe custody until the Chairman considers, approves and signs the Minutes and thereafter the same shall be handed over to the Company Secretary for safe keeping.



11. You may accordingly declare the result of the Voting by Postal Ballot.

Place: Bengaluru

Date: 10/03/2026

Thanking You



Sudhir Vishnupant Hulyalkar

Company Secretary in Practice

Scrutinizer for Postal Ballot

FCS No: 6040; CP No: 6137

PR. No. 6166/2024

UDIN: F006040G004052038

