P. V. SUBRAMANIAN
B.Com., LL.B., ACS.
Company Secretary in Whole-time Practice

"Aspirations Orchid"
11th Floor, Flat 11-A,
4, Naktala Road,
Kolkata-700 047.
Mobile: 98300 26425
Email: pvsm17@rediffmail.com

Scrutinizer's Report

To,

Mr. P. Agarwal
Chairman
72nd Annual General Meeting
WPIL Limited

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, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') for the 72nd Annual General Meeting of WPIL Limited held on Friday, August 07, 2026 at 11.00 a.m. (IST) through video conferencing ("VC") / other audio visual means ("OAVM").

I, P. V. Subramanian, Practicing Company Secretary, was appointed as the Scrutinizer by the Board of Directors of **WPIL Limited** ("the Company") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process (conducted before as well as during the AGM) in respect of the below mentioned resolutions proposed at the 72nd Annual General Meeting ("AGM") of **WPIL Limited** held today i.e. Friday, August 07, 2026 at 11.00 a.m. (IST) through VC/ OAVM.

The Notice dated May 19, 2026, convening the AGM along with the 72nd Annual Report & Accounts for FY 2025-2026, as confirmed by the Company, was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses were registered with the Company/ Registrar and Transfer Agent/ Depositories/ Depository Participants in compliance with the MCA General Circular No. 20/2020 dated May 05, 2020, and subsequent circulars issued in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025 (collectively referred to as 'MCA Circulars') and Regulation 36(1)(a) of the SEBI (Listing Obligations and Disclosure Requirements)

Regulations, 2015, unless any Member had requested a physical copy of the Annual Report.

The Company had availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-voting by the Shareholders of the Company prior to the Meeting as well as during the Meeting.

The voting period for remote e-voting prior to the AGM commenced on Tuesday, August 04, 2026 at 09.00 a.m. (IST) and ended on Thursday, August 06, 2026 at 05.00 p.m. (IST) and the NSDL e-voting platform was disabled thereafter.

The Company had also provided e-voting facility during the AGM to those shareholders who were present at the AGM through VC/ OAVM and who had not cast their vote(s) earlier through remote e-voting.

The shareholders of the Company holding shares as on the "cut-off" date of July 31, 2026 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of the e-voting at the AGM, the report on remote voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked by me in the presence of two persons who acted as witnesses as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.

I have scrutinized and reviewed the remote e-voting process prior to and during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

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.

ORDINARY BUSINESS:

Resolution 1: Ordinary Resolution:
Adoption of:-

a. **Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026 together with the Reports of the Board of Directors and the Auditors thereon; and**

b. **Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with the Report of the 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
85	77009499	99.9998

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7	123	0.0002

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
Nil	Does not arise

Resolution 2: Ordinary Resolution:
Declaration of dividend of Rs.2/- per Equity Share of face value of Rs.1/- for the Financial Year ended March 31, 2026.

(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
86	77009580	99.9999

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
6	42	0.0001

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
Nil	Does not arise

<u>Resolution 3: Ordinary Resolution</u>:

Re-appointment of Mr. K. K. Ganeriwala, (DIN: 00408722), Director retiring by rotation.

(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
84	77008980	99.9992

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
8	642	0.0008

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
Nil	Does not arise

<u>Resolution 4: Ordinary Resolution</u>:

Re-appointment of Mr. Debraj Roy (DIN: 10492039), Director retiring by rotation.

(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
83	76983593	99.9662

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
9	26029	0.0338

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
Nil	Does not arise

SPECIAL BUSINESS:

Resolution 5: Ordinary Resolution:
Ratification of remuneration payable to Messrs D. Radhakrishnan & Co., Cost Auditor, for the financial year ended March 31, 2026.

(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
82	77008061	99.9980

Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
10	1561	0.0020

(ii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
Nil	Does not arise

Based on the aforesaid results, I report that all the resolutions stand passed with requisite majority.

PADMANABHAN VENKATA SUBRAMANIAN Digitally signed by PADMANABHAN VENKATA SUBRAMANIAN Date: 2026.08.07 13:46:09 +05'30'

Place : Kolkata,

Dated: August 07, 2026.

(P V SUBRAMANIAN)
Company Secretary in Whole-time Practice
ACS: 4585/C.P.No.: 2077
PR No.: 1613/2021
UDIN: A004585H001044008

Countersigned by:-

UDAYADITYA CHAKRAVARTY Digitally signed by UDAYADITYA CHAKRAVARTY Date: 2026.08.07 14:14:29 +05'30'