



M DAMODARAN & ASSOCIATES LLP

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SCRUTINIZER'S REPORT (POSTAL BALLOT INCLUDING E-VOTING)

[Pursuant to Section 108 & Section 110 of the Companies Act, 2013 and
Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
PEIRCE LESLIE INDIA LIMITED
CIN: U93090TN1968PLC034316
Registered Office: 37, Dr. P.V. Cherian Crescent,
Egmore, Chennai – 600 008.

Dear Sir,

Sub: Scrutinizer's Report

I, M. Damodaran, Managing Partner of M Damodaran & Associates LLP, Practicing Company Secretaries had been appointed as a Scrutinizer by the Board of Directors of **PEIRCE LESLIE INDIA LIMITED** ("the company") for the purpose of;

- (i) Scrutinizing the Postal Ballot process under the provisions of Section 110 of the Companies Act, 2013 ("the Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules), and
 - (ii) Scrutinizing the remote e-voting process ("e-voting") under the provisions of Section 108 of the Act read with Rule 20 of the Rules read with relevant circulars issued by Ministry of Corporate Affairs, in a fair and transparent manner, for ascertaining the requisite majority on voting in respect of the following resolution as set out in the Notice of Postal Ballot;
- a) **Special Resolution** for approval of Accounting Treatment pursuant to the reduction of Share Capital already approved by the members of the Company by their Special Resolution dated 08.09.2024.





1. The Management of the Company is responsible to ensure the compliance with the requirement of the said Act and Rules made thereunder including the circulars issued by Ministry of Corporate Affairs relating to voting process (i.e. by Postal Ballot including e-voting) for the resolution as set out in the Notice of Postal Ballot dated Saturday, October 11, 2025. My responsibility as a Scrutinizer was to ensure that the voting process (i.e. by Postal Ballot including e-voting) is conducted in a fair and transparent manner and render Scrutinizer's Report of the total votes casted "in favor" or "against", if any, on the resolution stated in the Postal Ballot Notice, based on the Postal Ballot Forms received from the equity shareholders and the report generated from the e-voting system provided by M/s. Central Depository Services (India) Limited (CDSL), engaged by the company to provide e-voting facility.
2. In accordance with the Notice of Postal Ballot dated Saturday, October 11, 2025 dispatched to the shareholders by prescribed modes on Wednesday, October 15, 2025 and the 'Advertisement' pursuant to Rule 22(3) of the Rules published on Thursday, October 16, 2025, the voting commenced at 09:00 am (IST) on Friday, October 17, 2025 and ended at 05:00 pm (IST) on Saturday, November 15, 2025 for Postal Ballots as well as for e-voting. The e-voting facility was provided by CDSL.
3. The equity shareholders holding shares as on Friday, October 10, 2025, i.e., cut-off date, were entitled to vote on the resolution stated in the Notice of Postal Ballot.
4. On completion of voting through e-voting facilities provided by the CDSL, the votes were unblocked at 05:01 pm on Saturday, November 15, 2025 in the presence of Mr. K. Janakiraman and Mr. H. Kishore Kumar, who are not in the employment of the company and the e-voting results were downloaded from the e-voting website of CDSL (<https://www.evotingindia.com/>).
5. The ballot papers received were scrutinized and reconciled with the records maintained by the Company/ Registrar & Share Transfer Agent and the authorizations/ Power of attorney etc. lodged with the Company. The votes were also scrutinized for the purpose of elimination of duplicate voting and no duplicate votes were casted. For processing Postal Ballots, necessary technical support was provided by CDSL and M/s. Cameo Corporate Services Limited, the Registrar and Share Transfer Agents of the Company.
6. My report on the results of the voting is based on the data downloaded from the CDSL and the votes cast through Postal Ballot Forms received respectively in respect of the resolution contained in the Notice of the Postal Ballot.
7. The results of the voting is as under:





Resolution 1:

Approval of Accounting Treatment pursuant to the reduction of Share Capital already approved by the members of the Company by their Special Resolution dated 08.09.2024

Passed as a Special Resolution:

Mode of Voting	Total Valid Postal Ballot Received & valid e-voting casted (3)+(6)	Favor			Against			Total % of valid Votes in Favor & Against (5)+(8)
		Number of Postal Ballot & e-voting	Number of shares Voted	%	Number of Postal Ballot & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Postal Ballot	18	18	2781779	100	0	0	0	100
E-voting	3	1	10	16.39	2	51	83.61	100
Total	21	19	2781789	100	2	51	0	100

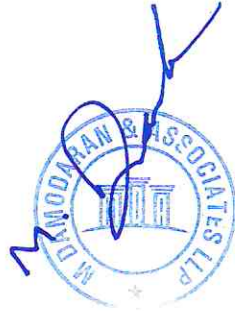
There were no invalid votes casted for the above said resolution.





8. Based on the aforesaid results, I report that the Special Resolution as set out in the Notice of Postal Ballot dated Saturday, October 11, 2025 has been passed with requisite majority on Saturday, November 15, 2025.
9. Register of Postal Ballot and all other relevant records of voting process given/provided/maintained in electronic mode and the Postal Ballots will remain in my custody until the Chairman considers, approves and signs the minutes of the Postal Ballot and the same shall be handed over thereafter to the Chairman/person authorized by him for safe keeping.

Thanking You,
Yours faithfully,



M. Damodaran
Managing Partner

M Damodaran & Associates LLP

Membership No.: 5837

COP No.: 5081

FRN: L2019TN006000

PR 3847/2023

ICSI UDIN: F005837G001900081

Place: Chennai

Date : November 17, 2025