



Zankhana Bhansali & Associates

Practicing Company Secretaries

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Zankhana Bhansali
FCS, LL.B. B.Com

Scrutinizer's Report

[Pursuant to section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended]

To,
The Board of Directors
Bombay Wire Ropes Limited
401/405 Jolly Bhavan No.1
4th Floor, 10-New Marine Lines,
Mumbai - 400020

Sub: Scrutinizer's Report on E-Voting of Postal Ballot process conducted pursuant to the provisions of Section 108, 110 and other applicable provisions, if any of the Companies Act, 2013 ('the Act') (including any statutory modification or re-enactment thereof for the time being in force) read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (the 'Rules'), as amended from time to time and pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to other applicable laws and regulations.

Dear Sir/Madam,

The Board of Directors of Bombay Wire Ropes Limited ("the Company") have vide resolutions passed on 24.02.2026 decided to provide to the members of the Company, a facility to exercise their voting pursuant to the provisions of Section 108 & 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 on the following Resolutions:

Sr. No.	Details of Resolution	Type of Resolution
1.	Sale of Office Premises of the Company pursuant to the provisions of Section 180(1)(a) read with 188 of the Companies Act, 2013 and Regulation 37A of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Special Resolution
2.	Taking office premises on leave and license basis	Ordinary Resolution

In terms of Section 110 of the Act and in terms of circulars issued by the Ministry of Corporate Affairs, Government of India (MCA) vide its General Circular nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020 and circular 39/2020 dated December 31, 2020, and Circular No. 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, Circular No. 03/2022 dated May 05, 2022, Circular No 11/2022



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dated December 28, 2022, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and 03/2025 dated September 22, 2025 (the MCA Circulars), the Company can take all the decision requiring members approval other than items of Ordinary business or business where any person has a right to be heard through the mechanism of postal ballot/e-voting in accordance with the provisions of the Act and rules made thereunder, without holding a general meeting.

The MCA has further clarified vide it's circular no. 03/2025 dated September 22, 2025 that for Companies that are required to provide e-voting facility under the Act, while they are transacting any business(es) only by Postal Ballot up to the circular is in existence, the requirements provided in Rule 20 of the Companies (Management and Administration) Rules, 2014 (the "Rules") as well as the framework provided in the MCA Circulars is applicable mutatis mutandis.

The Company has accordingly sent Postal Ballot Notice by email to all its shareholders for passing 2 (Two) Resolutions for the special business as mentioned in the notice of postal ballot dated February 24, 2026 who have registered their email addresses with the Company or depository/depository participants/ Registrar and Share Transfer Agent (RTA) as on February 20, 2026. This Postal Ballot is accordingly being initiated by the Company in compliance with the MCA Circulars.

In compliance with the requirements of the MCA Circulars hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope were not sent to the shareholders for this Postal Ballot and shareholders were requested to communicate their assent or dissent through the remote e-voting system only.

The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by M/s. Purva Shareregistry (India) Private Limited, ("Purva") the Registrar and Share Transfer Agents ("RTA") of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Company completed dispatch of Postal Ballot Notice to the Members as on the cut-off date i.e. Friday, February 20, 2026 who had already registered their E-mail IDs with the Company / Depositories and also to Members who registered their E-mail ID pursuant to the advertisement(s) published by the Company in "Financial Express" in English and in "Pratahkal" in Vernacular language Marathi on February 27, 2026.

The Company appointed Purva Shareregistry (India) Private Limited as the agency for providing the platform for remote e-voting. Remote e-voting platform was open from Friday, February 27, 2026 at 09:00 a.m. (IST) till Saturday, March 28, 2026 at 05:00 p.m. (IST) and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by Purva.

As per Section 110(2) of the Companies Act, 2013 read with Secretarial Standards on General Meeting (SS-2) issued by the Institute of Company Secretaries of India, if a resolution is assented



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to by a requisite majority of the shareholders by means of Postal Ballot, it shall be deemed to have been duly passed on the last date specified for remote e-voting.

I, Mrs. Zankhana K. Bhansali, Proprietor of M/s. Zankhana Bhansali & Associates, Practicing Company Secretaries (Membership No. 9261, COP No. 10513) have been appointed as the Scrutinizer for the purpose of scrutinizing the e-voting on Postal Ballot in a fair and transparent manner and ascertaining the requisite majority on e-voting as per the provision of Companies Act, 2013 on the aforesaid mentioned resolutions.

The management of the Company is responsible to ensure the Compliance with the requirement of the Companies Act, 2013 and Rules relating to voting through electronic means and Postal Ballot on the resolutions mentioned above.

My responsibility as a Scrutinizer is restricted to ensure that the e-voting process and Postal Ballot process is conducted in a fair and transparent manner and make the scrutinizer report of the votes cast “in favour” or “against” the resolutions stated above, based on the reports generated from the e-voting system provided by the Purva, authorized agency to provide e-voting facilities, engaged by the Company.

The Postal Ballot notice dated February 24, 2026 was sent to the shareholders of the Company along with statement setting out material facts under Section 102 of the Companies Act, 2013 on February 26, 2026.

The members of the Company holding shares on the cut-off date i.e. February 20, 2026 were entitled to vote on the proposed resolutions set out in the Postal Ballot Notice.

I submit my report as under:

1. The e-voting period remained open from Friday, February 27, 2026 at 09:00 a.m. (IST) till Saturday, March 28, 2026 at 05:00 p.m. (IST).
2. The details containing list of shareholders who voted for or against the resolutions that were put to vote were downloaded from the Purva e-voting website.



3. The result of the E-voting process is given below:

Item No. 1: As Special Resolution

Sale of Office Premises of the Company pursuant to the provisions of Section 180(1)(a) read with 188 of the Companies Act, 2013 and Regulation 37A of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

i) Voted in favour of the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
5	5,16,104	77.71%

ii) Voted against the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
5	1,48,002	22.29%

iii) Invalid Votes:

Number of members voted	Number of votes cast	% of total number of valid votes cast
-	-	-

Item No. 2: As Ordinary Resolution

Taking office premises on leave and license basis

i) Voted in favour of the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
5	5,16,104	77.71%

ii) Voted against the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
5	1,48,002	22.29%



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iii) **Invalid Votes:**

Number of members voted	Number of votes cast	% of total number of valid votes cast
-	-	-

Based on the aforesaid result we report that the resolutions as set out in item number 1 and 2 of the Notice of Postal Ballot dated February 24, 2026 have been passed with requisite majority.

Thanking you,

Yours faithfully,
For Zankhana Bhansali & Associates
Practicing Company Secretaries

Place: Mumbai
Date: 31/03/2026

Zankhana Bhansali
Proprietor
CP No.: 10513 Membership No.: 9261
Peer Review No.: 1625/2021
UDIN: **F009261G004138641**

Counter signed by

Rajkumar Gulzarilal Jhunjunwala
Whole Time Director
DIN: 01527573
Bombay Wire Ropes Limited