



Report of Scrutinizer(s)(Consolidated)
[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20(4)(xii) of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman
Apex Capital and Finance Limited

Ref: 41st Annual General Meeting of the Equity Shareholders of Apex Capital and Finance Limited held on Monday, 28th September, 2026 at 04:00 PM (IST) through Video Conferencing ("VC") /Other Audio-Visual Means ("OAVM") ("Meeting or AGM")

Subject: Consolidated Scrutinizer's Report on remote e-voting & e-voting conducted at AGM

Dear Sir,

I, CS Dharam Veer Dabodia (Company Secretary in Practice) appointed as Scrutinizer(s) by the Board of Directors of Apex Capital and Finance Limited ("the Company") for the purpose of scrutinizing the process of remote e-voting and the e-voting conducted at the 41st Annual General Meeting in a fair and transparent manner through electronic means ("e-voting") on the resolutions set out in the notice dated 11th August 2026 ("Notice") issued in accordance with the circular issued by the Ministry of Corporate Affairs ('MCA'), vide its General Circular No.03/2025 dated September 22, 2025 read along with General Circular No.9/2024 dated September 19, 2024, 9/2023 dated September 25, 2023, 11/2022 dated December 28, 2022, 2/2022 dated May 05, 2022, 20/2021 dated December 8, 2021, 10/2021 dated June 23, 2021, 39/2020 dated December 31, 2020, 33/2020 dated September 28, 2020, 22/2020 dated June 15, 2020, 17/2020 dated April 13, 2020 and 14/2020 dated April 8, 2020, issued by the Ministry of Corporate Affairs ('MCA Circulars'), Circulars issued by the Securities and Exchange Board of India dated October 07, 2023 read with Circulars dated May 12, 2020, January 1, 2021, May 13, 2022, December 9, 2020 and January 05, 2023 (collectively referred to as 'SEBI Circulars'), calling the 41st Annual General Meeting of its Equity Shareholders ("the Meeting"/"AGM") through Audio Video Mode.

The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through electronic means (by remote e-voting) and e-voting at the AGM through electronic voting system ("e-voting at Meeting") by the shareholders on the resolutions proposed in the Notice of the AGM of the Company is the responsibility of the Management. My responsibility as a Scrutinizer is restricted to ensure that the voting process both through electronic means (by remote e-voting) and e-voting at the AGM through electronic voting system ("e-voting at Meeting") are conducted in fair and transparent manner and render consolidated Scrutinizer's report of the total votes cast "in favour" or "against" if any, to the Chairman on the Resolutions, based on the consolidated reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL).

As per Companies (Management and Administration) Rules, 2014 as amended up to date, the remote e-voting opened from Thursday, 24th September, 2026 at 09:00 AM and remained opened up to Sunday, 27th September, 2026 at 05:00 P.M.

The Equity Shareholders holding shares as on 18th September 2026, “cut-off date”, were entitled to vote on the Resolutions stated in the notice of AGM of the Company.

After declaration of voting by the Chairman at the meeting, e-voting facility provided by NSDL was enabled. There was no person who has voted both in e-voting as well as in Annual General Meeting.

The votes on remote e-voting were unblocked at New Delhi on 28th September 2026 after conclusion of voting at the AGM in the presence of two witnesses who are not the employees of the Company and the e-voting results/ list of equity shareholders who have voted for and against were downloaded from the e-voting website of NSDL (<https://www.evoting.nsdl.com>) and the same are being handed over to the Chairman.

The total votes cast in favour or against of all the resolutions proposed in the Notice of AGM are as under:

ORDINARY BUSINESS:

RESOLUTION NO. 1: Consideration and adoption of the audited Financial Statements of the Company for the Financial Year ended 31st March, 2026 and the reports of the Board of Directors and auditors thereon: **-Ordinary Resolution.**

Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	38	12755037	99.999952
e-Voting at AGM date	Nil	Nil	Nil
Total	38	12755037	99.999952

Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	03	06	0.000047
e-Voting at AGM date	Nil	Nil	Nil
Total	03	06	0.000047

Invalid votes:

Total number of members whose votes were declared invalid	Total Number of votes cast by them (as declared in their Ballot Paper)
Nil	Nil

RESOLUTION 2: Re-appointment of Sh. Sandeep Kumar, Director (DIN-02767062), who retires by rotation: **-Ordinary Resolution.**

Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	38	12755037	99.999952
e-Voting at AGM date	Nil	Nil	Nil
Total	38	12755037	99.999952

Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	03	06	0.000047
e-Voting at AGM date	Nil	Nil	Nil
Total	03	06	0.000047

Invalid votes:

Total number of members whose votes were declared invalid	Total Number of votes cast by them (as declared in their Ballot Paper)
Nil	Nil

RESOLUTION 3: Appointment of M/s MANV and Associates, Chartered Accountants, Noida (FRN: 007351N), as the Statutory Auditors of the Company and fix their remuneration: **-Ordinary Resolution.**

Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	38	12755037	99.999952
e-Voting at AGM date	Nil	Nil	Nil
Total	38	12755037	99.999952

Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	03	06	0.000047
e-Voting at AGM date	Nil	Nil	Nil
Total	03	06	0.000047

Invalid votes:

Total number of members whose votes were declared invalid	Total Number of votes cast by them (as declared in their Ballot Paper)
Nil	Nil

SPECIAL BUSINESS:

RESOLUTION 4: Appointment of M/s Dharamveer Dabodia and Associates, Company Secretaries, New Delhi (COP No.: 14305), as the Secretarial Auditors of the Company and fix their remuneration:
-Ordinary Resolution.

Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	38	12755037	99.999952
e-Voting at AGM date	Nil	Nil	Nil
Total	38	12755037	99.999952

Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	03	06	0.000047
e-Voting at AGM date	Nil	Nil	Nil
Total	03	06	0.000047

Invalid votes:

Total number of members whose votes were declared invalid	Total Number of votes cast by them (as declared in their Ballot Paper)
Nil	Nil

All the relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of AGM held on 28th September 2026 and the same shall be handed over thereafter to the Chairman for safe keeping.

Thanking you,
Yours faithfully

**For Dharamveer Dabodia & Associates
Company Secretaries**

**DHARAM VEER
DABODIA**
Digitally signed by DHARAM VEER
DABODIA
Date: 2026.09.28 18:35:48 +05'30'

(DHARAM VEER DABODIA)
M. No.- F14256, CP No.-14305
UDIN- F014256H001640815
Peer Review No.- 2523/ 2022

Place: New Delhi
Date: 28.09.2026


(Ramesh Shah)
Chairman of the meeting

