

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and as per MCA General Circular ("GC") No. 14/2020 dated 08.04.2020, GC No. 17/2020 dated 13.04.2020, GC No. 20/2020 dated 05.05.2020, resting with GC No. 09/2024 dated 19.09.2024. ("MCA Circulars")]

The Chairman,
45th Annual General Meeting of the Members of
Shaily Engineering Plastics Limited,
held on Saturday, September 27, 2025, at 10:30 A.M. IST
through Video Conferencing / Other Audio-Visual Means ("VC / OAVM").

Dear Sir,

I, S. Samdani, Partner, Samdani Shah & Kabra, Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of **Shaily Engineering Plastics Limited** ("Company"), for the purpose of scrutinizing the e-voting process conducted for transacting the business as mentioned in the Notice dated August 11, 2025, convening 45th Annual General Meeting ("AGM") of the Members of the Company, which was held on Saturday, September 27, 2025, at 10:30 A.M. IST, through VC / OAVM.

The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and Rules made thereunder, read with MCA Circulars; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with circulars issued thereunder and (iii) Secretarial Standard - 2 on General Meetings, issued by the Institute of the Company Secretaries of India, if any, relating to remote e-voting prior to the date of AGM and during the AGM.

My responsibility as a Scrutinizer is restricted to give a Report on votes cast by the Members of the Company.

I submit my report as under:

1. The Company had availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for providing remote e-voting facility to the Members of the Company, prior to AGM, as well as during the AGM.
2. Prior to the date of AGM, the remote e-voting facility remained open for three days: from Wednesday, September 24, 2025, 9:00 A.M. (IST) to Friday, September 26, 2025, 5:00 P.M. (IST), both days inclusive and was disabled for voting thereafter.
3. Further, the Company had also provided remote e-voting facility to the members who attended the AGM through VC / OAVM and had not voted on resolutions through remote e-voting prior to the date of AGM, to cast their votes during the AGM.
4. After the completion of the e-voting process at the AGM, the votes cast through remote e-voting prior to the date of AGM, as well as during the AGM, were unblocked and downloaded from the e-voting website of NSDL (www.evoting.nsdl.com) on September 27, 2025, at 11:25 A.M. (IST), in the presence of two witnesses – Rahul Nagpal and Diyanshi Baghel, who are not in the employment of the Company.

SRSEPL270925

5. I have scrutinized and reviewed the votes cast by the members through remote e-voting, prior to the date of AGM, as well as during the AGM, based on the data downloaded from the NSDL website.

The result of the remote e-voting prior to the date of AGM and during the AGM is as under:

Resolution / Business No. 1:

Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March 2025, together with the Reports of the Board of Directors and Auditors thereon. **(Ordinary Resolution)**

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	241	3,41,18,719	100.00
Voted Against	0	0	0.00
Total	241	3,41,18,719	100.00
Invalid Votes	0	0	-

Resolution / Business No. 2:

Appointment of Mrs. Tilottama Sanghvi (DIN: 00190481), as a Director, who retires by rotation and being eligible, offers herself for re-appointment. **(Ordinary Resolution)**

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	233	3,39,26,816	99.28
Voted Against	15	2,44,838	0.72
Total	248	3,41,71,654	100.00
Invalid Votes	0	0	-

Resolution / Business No. 3:

Declaration of Dividend on equity shares for the financial year 2024-25. **(Ordinary Resolution)**

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	241	3,41,71,624	100.00
Voted Against	1	30	0.00
Total	242	3,41,71,654	100.00
Invalid Votes	0	0	-

SRSEDL278925



Resolution / Business No. 4:

Appointment of Secretarial Auditors for five (5) years and to fix their remuneration: **(Ordinary Resolution)**

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	242	3,41,71,654	100.00
Voted Against	0	0	0.00
Total	242	3,41,71,654	100.00
Invalid Votes	0	0	-

Resolution / Business No. 5:

Ratification of Remuneration to the Cost Auditors for the financial year 2025-26: **(Ordinary Resolution)**

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	241	3,41,65,754	100.00
Voted Against	0	0	0.00
Total	241	3,41,65,754	100.00
Invalid Votes	0	0	-

Resolution / Business No. 6:

Appointment of Mr. Amit Sanghvi as a Managing Director of Shaily Innovations FZCO, Dubai, UAE: **(Ordinary Resolution)**

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	188	3,11,11,697	94.66
Voted Against	57	17,56,667	5.34
Total	245	3,28,68,364	100.00
Invalid Votes	1	13,03,290	-



Resolution / Business No. 7:

Change in Remuneration of Mr. Mahendra Sanghvi, (DIN:00084162), Executive Chairman, effective from 01 April 2025: **(Special Resolution)**

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	231	3,31,84,326	97.11
Voted Against	11	9,87,328	2.89
Total	242	3,41,71,654	100.00
Invalid Votes	0	0	-

Resolution / Business No. 8:

Change in Remuneration of Mrs. Tilottama Sanghvi, (DIN: 00190481) Whole-time Director, effective from 01 April 2025: **(Special Resolution)**

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	237	3,41,65,835	99.98
Voted Against	5	5,819	0.02
Total	242	3,41,71,654	100.00
Invalid Votes	0	0	-

Resolution / Business No. 9:

Change in Remuneration of of Mr. Laxman Sanghvi, (DIN: 00022977) Executive Director, effective from 01 April 2025: **(Special Resolution)**

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	236	3,41,59,935	99.98
Voted Against	5	5,819	0.02
Total	241	3,41,65,754	100.00
Invalid Votes	0	0	-



Resolution / Business No. 10:

Re-appointment of Mrs. Tilottama Sanghvi (DIN:00190481) as a Whole-time Director effective from 01 February 2026 for a period of three (3) years: **(Special Resolution)**

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	238	3,41,52,713	99.94
Voted Against	8	18,941	0.06
Total	246	3,41,71,654	100.00
Invalid Votes	0	0	-

Notes:

1. All the figures shown in percentage have been rounded off to 2 (two) decimal points.
2. Register(s) and all other records relating to Remote e-voting as conducted for AGM are under my safe custody and will be handed over to the Chairman / Company Secretary / Person duly authorized by the Board for preserving records safely, after the Chairman signs the minutes.
3. All the resolutions are passed with requisite majority.

Thanking you,
Yours Faithfully,


S. Samdani
Partner
Samdani Shah & Kabra
Company Secretaries
CP No. 2863





Counter Signed By
Chairman
Shaily Engineering Plastics Limited



ICSI Peer Review No. 1079/2021
ICSI Unique Code: P2008GJ016300
ICSI UDIN: F003677G001370713

Place: Vadodara | Date: September 29, 2025