

Consolidated Scrutinizer's Report

*[Pursuant to Section 108 of the Companies Act, 2013 and
Rule 20 of the Companies (Management and Administration) Rules, 2014]*

To,
Mrs. Hetal Shah
Company Secretary
Bombay Potteries and Tiles Limited
11, Happy Home, 1st Floor,
244, Waterfield Road,
Bandra (W), Mumbai – 400050.

Sub: 91st Annual General Meeting ("AGM") of the Members of Bombay Potteries and Tiles Limited held on Tuesday, September 30, 2025 at 11:00 a.m. (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM")

Dear Ma'am,

I, **Vatsal K. Doshi**, Practicing Company Secretary, Proprietor, M/s. Vatsal Doshi & Associates have been appointed as the Scrutinizer by the Board of Directors of Bombay Potteries and Tiles Limited ("The Company") for the purpose of scrutinizing the remote e-voting and e-voting during the 91st Annual General Meeting ("AGM") and ascertaining the requisite majority on remote e-voting and e-voting undertaken as per the provisions of Section 108 of the Companies Act, 2013 with Rule 20 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice of the 91st AGM of the Members of the Company, held on Tuesday, September 30, 2025 at 11:00 a.m. (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM").

The Notice dated September 08, 2025, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed at the 91st AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliance with the MCA General Circular Nos. 09/2024 dated September 19, 2024 and 2/2022 dated May 05, 2022 read with General Circular Nos. 14, 17 & 20/2020 dated April 08, 2020, April 13, 2020 and May 05, 2020 respectively (collectively referred to as "MCA Circulars") and SEBI Circular Nos. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 read with SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020.

The Company had availed the facility offered by **Central Depository Services (India) Limited ("CDSL")** for conducting **remote e-voting** and **e-voting during AGM** by the Shareholders of the Company. The Company had uploaded all the items of businesses to be transacted on its website and also on the website of CDSL to facilitate its Shareholders to cast their vote through remote e-voting and e-voting during the AGM.

The Notices sent contained the detailed procedure to be followed by the Members for casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and notifications issued by the Ministry of Corporate Affairs ("MCA").



The Company had also published an advertisement in newspapers on Tuesday, September 09, 2025 in Business Standard (English) and Mumbai Lakshdeep (Marathi) and it carried the required information as specified in the said Rules.

The Members of the Company as on the "**cut-off date**" i.e. **Monday, September 22, 2025** were entitled to vote on the Resolutions (Item Nos. 1 to 5), as set out in the Notice of the AGM.

The **remote e-voting** commenced from **Friday, September 26, 2025 at 9:00 a.m. (IST)** and ended on **Monday, September 29, 2025 at 5:00 p.m. (IST)**.

The Chairman at the AGM held on September 30, 2025 through two-way VC/OAVM had announced that Members who have not exercised their votes through remote e-voting may, if they wish to, exercise their votes through electronic voting system being provided during the meeting.

Further, the votes cast through e-voting were unblocked in the presence of **two witnesses, Shri Kumudchandra Doshi and Shri Naitik Doshi**, neither of whom are in the employment of the Company.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules, Circulars and Notifications issued by the Ministry of Corporate Affairs relating to remote e-voting prior and during the AGM on the resolutions contained in the Notice of the AGM.

My responsibility as Scrutinizer for the e-voting process (i.e. remote e-voting and e-voting at the AGM) is restricted to making a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the Notice, based on the reports generated from the e-voting system provided by CDSL, the authorized agency to provide e-voting facilities, engaged by the Company.

The Consolidated Report on the results of voting through remote e-voting and voting through electronic means during the AGM is as under:

ORDINARY BUSINESSES:

Item No. 1 : Ordinary Resolution

The Audited Standalone Financial Statements of BPTL for the Financial Year ended March 31, 2025, and the Reports of the Board of Directors and the Statutory Auditors thereon

Mode of e-voting	Number of Members voted	Number of Shares held by Members voted	Number of votes in favour	Number of votes against	% of votes		Number of votes Invalid	Number of votes abstained	Number of Shares for which votes not cast (Less Voted)
					Favour	Against			
Remote e-voting	15	90,579	90,579	00	100.00	00	00	00	00
e-voting at EOGM	00	00	00	00	00	00	00	00	00
Total	15	90,579	90,579	00	100.00	00	00	00	00



Item No. 2 : Ordinary Resolution

Re-appointment of Mr. Harshvardhan Wadhwa (DIN: 07338344), who retires from office by rotation and, being eligible, offers himself for re-appointment.

Mode of e-voting	Number of Members voted	Number of Shares held by Members voted	Number of votes in favour	Number of votes against	% of votes		Number of votes Invalid	Number of votes abstained	Number of Shares for which votes not cast (Less Voted)
					Favour	Against			
Remote e-voting	15	90,579	90,579	00	100.00	00	00	00	00
e-voting at EOGM	00	00	00	00	00	00	00	00	00
Total	15	90,579	90,579	00	100.00	00	00	00	00

SPECIAL BUSINESSES:

Item No. 3 : Ordinary Resolution

Regularisation of Mr. Shantanu Bagwe as an Independent Director

Mode of e-voting	Number of Members voted	Number of Shares held by Members voted	Number of votes in favour	Number of votes against	% of votes		Number of votes Invalid	Number of votes abstained	Number of Shares for which votes not cast (Less Voted)
					Favour	Against			
Remote e-voting	15	90,579	90,579	00	100.00	00	00	00	00
e-voting at EOGM	00	00	00	00	00	00	00	00	00
Total	15	90,579	90,579	00	100.00	00	00	00	00

Item No. 4 : Ordinary Resolution

Regularisation of Ms. Crystal Dsouza as an Independent Director

Mode of e-voting	Number of Members voted	Number of Shares held by Members voted	Number of votes in favour	Number of votes against	% of votes		Number of votes Invalid	Number of votes abstained	Number of Shares for which votes not cast (Less Voted)
					Favour	Against			
Remote e-voting	15	90,579	90,579	00	100.00	00	00	00	00
e-voting at EOGM	00	00	00	00	00	00	00	00	00
Total	15	90,579	90,579	00	100.00	00	00	00	00



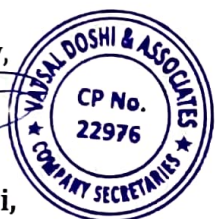
Item No. 5 : Ordinary Resolution

To appoint M/s. Vatsal Doshi & Associates with Registration No. S2020MH725700 as Secretarial Auditor of the Company for a period of 5 (Five) years:

Mode of e-voting	Number of Members voted	Number of Shares held by Members voted	Number of votes in favour	Number of votes against	% of votes		Number of votes Invalid	Number of votes abstained	Number of Shares for which votes not cast (Less Voted)
					Favour	Against			
Remote e-voting	15	90,579	90,579	00	100.00	00	00	00	00
e-voting at EOGM	00	00	00	00	00	00	00	00	00
Total	15	90,579	90,579	00	100.00	00	00	00	00

In view of the above results, I hereby report that the Resolution nos. 1 to 5 as set out in the Notice of the AGM have been **passed by the Members with requisite majority.**

Yours faithfully,

Vatsal K. Doshi,
FCS - 12399 CP No. - 22976
Peer Review No. 3191/2023
Practicing Company Secretary
Scrutinizer for remote e-voting/
e-voting process at AGM
UDIN : F012399G001397772
Place : Mumbai
Date : September 30, 2025

We, the undersigned have witnessed that the votes cast through e-voting were unblocked from CDSL e-voting website in our presence on Tuesday, September 30, 2025.



Shri Kumudchandra Doshi



Shri Naitik Doshi

Countersigned

Hetal Shah
Company Secretary
Bombay Potteries and Tiles Limited