



Date: 12th September 2025

SARITA PANDEY & ASSOCIATES

Scrutinizer's Report

(Pursuant to section 108 of the Companies Act, 2013 and Rule 20 Companies, (Management and Administration) Rules, 2014 as amended)

To,
The Chairman of 18th AGM of ESL Steel Limited
CIN: U27310JH2006PLC012663
Vill. Siyaljori, Post – Jogidih, O.P. – Bangaria,
PS- Chandankyari, Dist. Bokaro – 828 303,
Jharkhand.

Respected Sir,

1. I, Sarita Pandey, Company Secretary in Practice, has been appointed by the Board of Directors of ESL Steel Limited (Formerly known as Electrosteel Steels Limited) as the scrutinizer for the purpose of Scrutinizing the e-voting process, before and during 18th Annual General Meeting (AGM), and ascertaining the requisite majority on voting carried out as per the provisions of Section 108 of the Companies Act, 2013, read with Rule 20(4)(ix) of the Companies (Management and Administration) Rules, 2014 as amended, on the Resolutions contained in the notice (hereinafter referred to as "the resolutions") of the 18th Annual General Meeting (AGM) of the members of the Company, **held on Friday, 12th September 2025 at 4:00 PM . through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).**
2. The notice dated **13th August 2025**, convening the 18th AGM of the Company along with the explanatory statement stating out all the material facts under section 102 of the Companies Act, 2013 was sent to the members in respect of the resolutions to be passed at the said AGM of the Company.
3. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice to the 18th AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process and e-voting during AGM, is restricted to prepare Scrutinizer's Report of the votes, cast "in favor" or "against" the resolutions and "invalid" votes, based on the reports generated from the e- voting process system provided by Kfin Technologies Limited, the authorized agency engaged by the Company, to provide



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remote e-voting facilities.

4. Further to the above, I submit my report as under: -
- i. The remote e-voting period remained open from **Tuesday, 9th September 2025 (09:00 A.M) to Thursday, 11th September 2025 (05:00 P.M).**
 - ii. The members who were the members of the Company on the "cut-off date i.e., Friday, 05th September 2025, (End of day) were entitled to vote on the resolutions as set out in the notice of the 18th AGM of the Company.
 - iii. The votes cast via remote e-voting were blocked on 11th of September 2025 at 5:45 P.M. immediately after completion of voting hours in the presence of 2 witnesses, Mrs. Tina Roy, and Mrs. Suchitra Chapparia, who are not in the employment of the Company.
 - iv. The e-voting was provided at the 18th AGM on Friday, 12th September 2025 for those members who attended the meeting but not voted through remote e-voting facility.
 - v. Thereafter considering remote e-voting and e-voting during AGM, the combined result of the voting is **annexed**. The details containing, *inter alia*, votes put in "for" or "against", on each of the resolutions that were put to vote, and whose votes became invalid, and number of votes abstained from voting, were generated from the e-voting website of Kfin Technologies Limited and is based on such reports generated.

Thanking You,

Based on foregoing, the Resolutions no.1 to 09 have been passed with requisite majority.

For ESL Steel Limited
Chairman of the AGM



(Mr. Arun Misra)

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(Sarita Pandey)
Practicing Company Secretary
FCS -12880, C.P- 20671
UDIN- F012880G001240018

Annexure

RESOLUTION NO. 1 (ORDINARY RESOLUTION) - To receive, consider and adopt the Audited Financial Statements including Balance Sheet as on 31st March 2025 and Profit & Loss Account for the year ended as on that date, together with the Auditor's Report and Board's Reports thereon.

	In favour of the Resolution		Against the Resolution		Votes Abstained
	No. of votes cast	% of votes cast	No. of votes cast	% of votes cast	No. of shares/ Votes
Remote E-voting	1,765,634,572	99.9988	21,851	0.0012	1,305
E-voting at AGM	27,062		-		-
Combined	1,765,661,634		21,851		1,305

RESOLUTION NO. 2 (ORDINARY RESOLUTION) - To appoint Mrs. Poovannan Sumathi (DIN: 07147100), Non-Executive Woman Director who retires by rotation and being eligible, offers herself for re-appointment as a director.

	In favour of the Resolution		Against the Resolution		Votes Abstained
	No. of votes cast	% of votes cast	No. of votes cast	% of votes cast	No. of shares/ Votes
Remote E-voting	1,765,619,317	99.9977	41,102	0.0023	10,805
E-voting at AGM	27,062		-		-
Combined	1,765,646,379		41,102		10,805

RESOLUTION NO. 3 (ORDINARY RESOLUTION) - RATIFICATION OF COST AUDITOR'S REMUNERATION:

	In favour of the Resolution		Against the Resolution		Votes Abstained
	No. of votes cast	% of votes cast	No. of votes cast	% of votes cast	No. of shares/ Votes
Remote E-voting	1,765,638,540	99.9988	21,879	0.0012	10,805
E-voting at AGM	27,062		-		-
Combined	1,765,665,602		21,879		10,805

RESOLUTION NO. 4 (ORDINARY RESOLUTION) - APPOINTMENT OF MR. AGNIVESH AGARWAL (DIN: 00038950) AS THE NON-EXECUTIVE DIRECTOR OF THE COMPANY:

	In favour of the Resolution	Against the Resolution	Votes Abstained
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Annexure

	No. of votes cast	% of votes cast	No. of votes cast	% of votes cast	No. of shares/ Votes
Remote E-voting	1,765,619,458	99.9977	40,961	0.0023	10,805
E-voting at AGM	27,062		-		-
Combined	1,765,646,520		40,961		10,805

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Annexure

RESOLUTION NO. 5 (ORDINARY RESOLUTION) - APPOINTMENT OF MR. RAVISH SHARMA (DIN: 10914990) AS WHOLE TIME DIRECTOR OF THE COMPANY:

	In favour of the Resolution		Against the Resolution		Votes Abstained
	No. of votes cast	% of votes cast	No. of votes cast	% of votes cast	No. of shares/ Votes
Remote E-voting	1,765,621,178	99.9978	39,241	0.0022	10,805
E-voting at AGM	27,062		-		-
Combined	1,765,648,240		39,241		10,805

RESOLUTION NO. 6 (ORDINARY RESOLUTION) - REAPPOINTMENT OF MR. ARUN MISRA (DIN: 01835605) AS THE NON-EXECUTIVE DIRECTOR OF THE COMPANY:

	In favour of the Resolution		Against the Resolution		Votes Abstained
	No. of votes cast	% of votes cast	No. of votes cast	% of votes cast	No. of shares/ Votes
Remote E-voting	1,765,605,961	99.9977	40,962	0.0023	10,805
E-voting at AGM	27,062		-		-
Combined	1,765,633,023		40,962		10,805

RESOLUTION NO. 7 (ORDINARY RESOLUTION) - PAYMENT OF COMMISSION TO MR. THOMAS MATHEW T (DIN: 00130282), INDEPENDENT DIRECTOR OF THE COMPANY:

	In favour of the Resolution		Against the Resolution		Votes Abstained
	No. of votes cast	% of votes cast	No. of votes cast	% of votes cast	No. of shares/ Votes
Remote E-voting	1,765,623,005	99.9986	24,423	0.0014	10,300
E-voting at AGM	27,062		-		-
Combined	1,765,650,067		24,423		10,300

RESOLUTION NO. 8 (ORDINARY RESOLUTION) - PAYMENT OF COMMISSION TO MR. SUBODH KUMAR RAI (DIN: 10291122), INDEPENDENT DIRECTOR OF THE COMPANY:

	In favour of the Resolution		Against the Resolution		Votes Abstained
	No. of votes cast	% of votes cast	No. of votes cast	% of votes cast	No. of shares/ Votes
Remote E-voting	1,765,623,007	99.9986	24,420	0.0014	23,797
E-voting at AGM	27,062		-		-

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Annexure

Combined	1,765,650,069		24,420		23,797
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RESOLUTION NO. 9 (ORDINARY RESOLUTION) - PAYMENT OF COMMISSION TO MR. AGNIVESH AGARWAL (DIN: 00038950), NON-EXECUTIVE DIRECTOR OF THE COMPANY:

	In favour of the Resolution		Against the Resolution		Votes Abstained
	No. of votes cast	% of votes cast	No. of votes cast	% of votes cast	No. of shares/ Votes
Remote E-voting	1,765,622,257	99.9986	25,170	0.0014	23,797
E-voting at AGM	27,062		-		
Combined	1,765,649,319		25,170		23,797

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