



V.B. INDUSTRIES LIMITED

CIN No.: L51909WB1982PLC035222

**P-27, PRINCEP STREET, 3RD FLOOR,
KOLKATA - 700072**

Tele-fax : 033 - 2234 9915, 2234 6937

E-mail : vbindustries1@gmail.com

Website : www.vbindustriesltd.com

September 17, 2025

**The Deputy Manager
Dept. of Corporate Services
BSE Limited**

P. J. Towers, Dalal Street, Fort
Mumbai – 400 001

Ref: Scrip Code – 539123

Sub: Submission of Scrutinizer Report

Respected Sir/Madam,

With reference to the above, we are enclosing along with this letter, Scrutinizer Report for the E-Voting and Ballot; issued & certified by M/s. Sanjay Kumar Vyas, Practicing Company Secretaries, who was appointed as Scrutinizer for both e-voting and voting by Ballot for transacting the businesses at the 38th Annual General Meeting of the Company held on 17th September 2025 at 11.00 AM.

Kindly take the same on your record & oblige.

Thanking You,

Yours Faithfully,
For **V. B. INDUSTRIES LIMITED**

**DHRUVA NARAYAN JHA
DIN: 01286654
MANAGING DIRECTOR**

Enclosed: a/a



Sanjay Kumar Vyas

Company Secretary in Practice

+91 9874730085

sanjayvyas1802@gmail.com

20 Pannalal Basak Lane, Howrah - 711204

Consolidated Report of Scrutinizer on Remote E-voting and E-voting at the 38th Annual General Meeting of the Company

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20(4) (xii) and Rule 20(2) of the Companies (Management & Administration) Rules, 2014 as amended]

To
The Managing Director
V B Industries Limited
P-27 Princep Street, 3rd Floor,
Kolkata, 700072

Dear Sir,

I, Sanjay Kumar Vyas, Practicing Company Secretary, Kolkata, appointed as Scrutinizer for the purpose of scrutinizing the e-voting and e-voting process of **V B Industries Limited** ("the Company") in a fair and transparent manner, for the below mentioned resolution(s) as contained in the AGM Notice of August 22, 2025, results of which have been declared on Wednesday, September 17, 2025.

The management of the Company is responsible to ensure the Compliances with the requirements of Companies Act, 2013 and Rules relating to voting through electronic means and ballot papers on the resolutions contained in the AGM Notice dated August 22, 2025. My responsibility as a Scrutinizer for the voting process is restricted to make a Scrutinizers' Report of the votes cast "FOR" or "AGAINST". The Resolutions are based on the reports generated from the process of remote e-voting and ballot paper.

Further to the above, I submit my Report as under:-

1. The remote e-voting period commenced on Sunday 14th September 2025 at 9.00 A.M. and concluded on Tuesday, 16th September 2025 at 5.00 P.M. The e-voting services were provided by National Securities Depository Ltd. (NSDL)
2. The Shareholders holding shares as on "cut-off date" i.e. 10th September 2025 were entitled to vote on the proposed resolutions stated in the AGM Notice dated August 22, 2025.
3. The Result of remote e-voting/Ballot/Poll along with the list of Shareholders who voted "For" and "Against" the below Resolutions were downloaded from the e-voting website of NSDL i.e. <https://www.evoting.nsdl.com>
4. The facility of voting by electronic means (e-voting) at the Annual General Meeting through VC/OAVM was provided by NSDL pursuant to circular no. 09/2024 dated 19th September 2024 issued by Ministry of Corporate Affairs (MCA).



5. The names of Shareholders who have voted by remote e-voting through the facility provided by NSDL had been blocked and have not been allowed to vote at the Annual General Meeting.
6. Shareholders who were present at the Annual General Meeting through VC/OAVM and had not voted on remote e-voting were allowed to cast their votes through e-voting system of NSDL/PURVA during the Annual General Meeting.
7. The consolidated results of Remote e-voting and e-voting at the Annual General Meeting are as under-

Resolution No. 1 (Ordinary Resolution)

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2025 and the Reports of the Board of Directors and Auditors thereon

Voted For Resolution

| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted in favour of Resolution | % of total number of valid votes cast |
|-----------------|--|---|---------------------------------------|
| Remote E-voting | 40 | 1818303 | 100.00% |
| E-voting at AGM | - | - | - |
| Total | 40 | 1818303 | 100.00% |

Voted against of Resolution

| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted against Resolution | % of total number of valid votes cast |
|-----------------|--|--|---------------------------------------|
| Remote E-voting | 17 | 43 | 00.00% |
| E-voting at AGM | - | - | - |
| Total | 17 | 43 | 00.00% |

Invalid votes

| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted by them |
|-----------------|--|-----------------------------|
| Remote E-voting | Nil | Nil |
| E-voting at AGM | - | - |
| Total | Nil | Nil |



Resolution No. 2 (Ordinary Resolution)

Re-appointment of Mr. Dhruva Narayan Jha (DIN: 01286654) who retired by rotation and was eligible for re-appointment.

Voted For Resolution

| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted in favour of Resolution | % of total number of valid votes cast |
|-----------------|--|---|---------------------------------------|
| Remote E-voting | 40 | 1818303 | 100.00% |
| E-voting at AGM | - | - | - |
| Total | 40 | 1818303 | 100.00% |

Voted against of Resolution

| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted against Resolution | % of total number of valid votes cast |
|-----------------|--|--|---------------------------------------|
| Remote E-voting | 17 | 43 | 00.00% |
| E-voting at AGM | - | - | - |
| Total | 17 | 43 | 00.00% |

Invalid votes

| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted by them |
|-----------------|--|-----------------------------|
| Remote E-voting | Nil | Nil |
| E-voting at AGM | - | - |
| Total | Nil | Nil |

Resolution No. 3 (Special Resolution)

Re-appointment of Ms. Sunita Rani Parida (DIN: 08957699), as an Independent Director of the Company for the 2nd term of 5 years

Voted For Resolution

| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted in favour of Resolution | % of total number of valid votes cast |
|-----------------|--|---|---------------------------------------|
| Remote E-voting | 40 | 1818303 | 100.00% |
| E-voting at AGM | - | - | - |
| Total | 40 | 1818303 | 100.00% |



Voted against of Resolution

| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted against Resolution | % of total number of valid votes cast |
|-----------------|--|--|---------------------------------------|
| Remote E-voting | 17 | 43 | 00.00% |
| E-voting at AGM | - | - | - |
| Total | 17 | 43 | 00.00% |

Invalid votes

| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted by them |
|-----------------|--|-----------------------------|
| Remote E-voting | Nil | Nil |
| E-voting at AGM | - | - |
| Total | Nil | Nil |

Resolution No. 4 (Ordinary Resolution)

Appointment of M/s Sanjay Kumar Vyas as Secretarial Auditors and to fix their remuneration.

Voted For Resolution

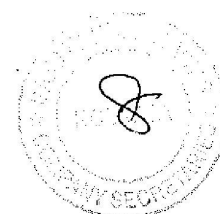
| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted in favour of Resolution | % of total number of valid votes cast |
|-----------------|--|---|---------------------------------------|
| Remote E-voting | 40 | 1818303 | 100.00% |
| E-voting at AGM | - | - | - |
| Total | 40 | 1818303 | 100.00% |

Voted against of Resolution

| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted against Resolution | % of total number of valid votes cast |
|-----------------|--|--|---------------------------------------|
| Remote E-voting | 17 | 43 | 00.00% |
| E-voting at AGM | - | - | - |
| Total | 17 | 43 | 00.00% |

Invalid votes

| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted by them |
|-----------------|--|-----------------------------|
| Remote E-voting | Nil | Nil |
| E-voting at AGM | - | - |
| Total | Nil | Nil |



The relevant records relating to electronic voting shall remain in our safe custody until the Chairman & Managing Director considers, approves and signs the minutes of 37th AGM Notice dated August 22, 2025. Thereafter, the same shall be handed over to the Company Secretary or Managing Director for safe keeping.



SANJAY KUMAR VYAS

Practicing Company Secretary

ACS No. 55689, C.P. No. 21598

Place: Kolkata

Date: September 17, 2025

UDIN: A055689G001264358