Gagan Mallesh
Practicing Company Secretary

GAGAN & ASSOCIATES

ACS No: 70736, COP No: 27428
Ph No: 91-8660497105 email: csgaganandassociates@gmail.com
No.399, 10th Cross, 4th Main, 3rd Block D Group Layout,
Lingadheeranahalli, Bengaluru - 560091

Form No.: MGT-13

SCRUTINIZER'S REPORT

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

To
The Chairman
KANARA CONSUMER PRODUCTS LIMITED
CIN: **U68100KA1962PLC001443**
N-301, 3rd Floor, North Block, Front Wing, Manipal Centre,
47, Dickenson Road, Bangalore, Karnataka, India, 560042

Sub.: Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies [Management and Administration] Rules, 2015 at the 64th Annual General Meeting of Kanara Consumer Products Limited held on Tuesday, 22nd September 2026, at 11.30 A.M (IST) through video conferencing ('VC') / other audio-visual means ('OVAM')

Dear Sir,

I, CS GAGAN MALLESH (Membership No. ACS: 70736/CP: 27428) of GAGAN & ASSOCIATES, COMPANY SECRETARIES, Bengaluru appointed as the Scrutinizer for the purpose of e-voting process if any, being carried out as per Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies [Management and Administration] Rules, 2015 for the purpose of scrutinizing, in a fair and transparent manner the remote e-voting process received from the members, in respect of the resolutions passed at the 64th ANNUAL GENERAL MEETING of the Members of the Company held on 22nd day of September, 2026 at 11:30 AM (IST).

1. The Management of the Company is responsible to ensure compliance with Section 108 of the Companies Act, 2013 read with rule 20 of the Companies [Management and Administration] Rules, 2014 as amended by the Companies [Management and Administration] Rules, 2015 and as amended from time-to-time and in accordance with the terms of circulars issued by Ministry of Corporate Affairs i.e. General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 20/2021 dated December 9, 2021, 21/2021 dated

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December 14, 2021, 03/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022, and September 2023 (collectively referred to as "MCA Circulars") Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India and any other applicable law, rules, regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force in respect of e-voting conducted through electronic means on the resolutions contained in the Notice to the ANNUAL GENERAL MEETING (AGM) of the members of the company.

2. The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the rules relating to the voting through electronic means on the resolutions contained in the Notice to the ANNUAL GENERAL MEETING (AGM) of the members of the company. My responsibility as a scrutinizer for the e-voting process is restricted to make a scrutinizer's report of the votes cast "IN FAVOUR" and "AGAINST" the resolutions as per Annexure, based on the reports generated from the e-voting system provided by M/s Purva Sharegistry (India) Private Limited ("PURVA") the authorized agency to provide e-voting facilities, engaged by the Company.

3. The Notice dated **31st July 2026** as per section 101 of the Companies Act, 2013 along with the statement setting out material facts under section 102 of the Act was sent to the Members on **29th August 2026** via Email in respect of the resolutions passed at the AGM of the Company. The Notice was also published in **"Financial Express"** English all edition and **"Vishwa Vani"** (Full Karnataka) on **31st August 2026**

4. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies [Management and Administration] Rules, 2014 the Company provided remote e-voting facility to cast vote through electronic mode which commenced from **Saturday, September 19, 2026 at 9:00 A.M. (IST) and ended on Monday, September 21, 2026 at 5:00 P.M (IST).**

   Further, the Company provided the facility of e-voting after the conclusion of Annual General Meeting and kept the e-voting facility open for 30 minutes after the conclusion of the Meeting for those members who had not exercised their votes through remote e-voting.

5. The Company had availed the e-voting facility offered by Purva Sharegistry (India) Private Limited (Purva)., (i.e., https:// evoting.purvashare.com/) for conducting remote e-voting by the members of the company.

6. The votes cast through e-voting process were confirmed by me on 23rd September, 2026 after the completion of ANNUAL GENERAL MEETING.

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7. The final report generated was tabulated by me and the data regarding the final e-votes was diligently scrutinized. The whole data regarding the members who had voted electronically was reconciled as per the data available on the website of Purva Sharegistry (India) Private Limited (Purva)., (i.e., https:// evoting.purvashare.com/).

8. At the ANNUAL GENERAL MEETING (AGM) held on 22nd September, 2026 the chairman of the Meeting had requested the members to cast their votes by e-voting facility in respect of Resolutions (Items No. 1 to 8 as set out in the Notice of the ANNUAL GENERAL MEETING of the Company), to cast their vote at the said AGM.

9. My consolidated report of the votes casted by members through remote e-voting at the AGM with their pattern of voting is, as per the Annexure annexed to this report.

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COP: 27428
COMPANY SECRETARY

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ANNEXURE:

The consolidated result of e-voting is as under:

1. RESOLUTION NO.1 [(RESOLUTION – ORDINARY, BUSINESS – ORDINARY)] : -

ADOPTION OF FINANCIAL STATEMENTS

(i) Voted in **FAVOUR** of the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
16	1,43,19,871	99.91%

(ii) Voted **AGAINST** the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
03	13,188	0.09%

(iii) **INVALID** Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**
00	00

(iv) **ABSTAIN** Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**
00	0

NOTE: Based on the aforesaid results we report that the ordinary resolution as contained in Item-1 in the notice to AGM dated 31st day of July 2026 has been passed with requisite majority.

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2. RESOLUTION NO.2 [(RESOLUTION – ORDINARY, BUSINESS – ORDINARY)] :

TO DECLARE A DIVIDEND ON EQUITY SHARES FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026

(i) Voted in **FAVOUR** of the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
16	1,43,19,871	99.91%

(ii) Voted **AGAINST** the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
03	13,188	0.09%

(iii) **INVALID** Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**
00	00

(iv) **ABSTAIN** Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**
00	0

NOTE: Based on the aforesaid results we report that the ordinary resolution as contained in Item-2 in the notice to AGM dated 31st day of July 2026 has been passed with requisite majority.

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3. RESOLUTION NO.3 [(RESOLUTION – ORDINARY, BUSINESS – ORDINARY)] : -

APPOINTMENT OF MRS. DEEPA PAI (DIN 02825199) AS A DIRECTOR, LIABLE TO RETIRE BY ROTATION

(i) Voted in **FAVOUR** of the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
16	1,43,19,871	99.91%

(ii) Voted **AGAINST** the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
03	13,188	0.09%

(iii) **INVALID** Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**
00	00

(iv) **ABSTAIN** Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**
00	0

NOTE: Based on the aforesaid results we report that the ordinary resolution as contained in Item-3 in the notice to AGM dated 31st day of July 2026 has been passed with requisite majority.

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4. RESOLUTION NO.4 [(RESOLUTION – ORDINARY, BUSINESS – SPECIAL)]: -

REGULARIZATION OF ADDITIONAL DIRECTOR, MR. GANESH B SHENOY (DIN: 03489136) AS NON – EXECUTIVE AND NON – INDEPENDENT DIRECTOR OF THE COMPANY

(i) Voted in **FAVOUR** of the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
16	1,43,19,871	99.91%

(ii) Voted **AGAINST** the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
03	13,188	0.09%

(iii) **INVALID** Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**
00	00

(iv) (**ABSTAIN** Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**
00	0

NOTE: Based on the aforesaid results we report that the ordinary resolution as contained in Item-4 in the notice to AGM dated 31st day of July 2026 has been passed with requisite majority.

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5. RESOLUTION NO.5 [(RESOLUTION – ORDINARY, BUSINESS – SPECIAL)] : -

REGULARIZATION OF ADDITIONAL DIRECTOR, MR. TONSE SUDHAKAR PAI (DIN: 00043298)

(i) Voted in **FAVOUR** of the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
16	1,43,19,871	99.91%

(ii) Voted **AGAINST** the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
03	13,188	0.09%

(iii) **INVALID** Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**
00	00

(iv) (**ABSTAIN** Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**
00	0

NOTE: Based on the aforesaid results we report that the ordinary resolution as contained in Item-5 in the notice to AGM dated 31st day of July 2026 has been passed with requisite majority.

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6. RESOLUTION NO.6 [(RESOLUTION – SPECIAL, BUSINESS – SPECIAL)] : -

APPOINT AND FIX REMUNERATION OF MR. TONSE SUDHAKAR PAI (DIN: 00043298) AS AMANAGING DIRECTOR OF THE COMPANY

(i) Voted in **FAVOUR** of the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
16	1,43,19,871	99.91%

(ii) Voted **AGAINST** the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
03	13,188	0.09%

(iii) **INVALID** Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**
00	00

(iv) (**ABSTAIN** Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**
00	0

NOTE: Based on the aforesaid results we report that the special resolution as contained in Item-6 in the notice to AGM dated 31st day of July 2026 has been passed with requisite majority.

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7. RESOLUTION NO.7 [(RESOLUTION – SPECIAL, BUSINESS – SPECIAL)] : -

APPOINT MR. K VENUGOPAL SHETTY (DIN: 00632775) AS AN INDEPENDENT DIRECTOR (NON-EXECUTIVE) OF THE COMPANY TO HOLD OFFICE FOR A SECOND CONSECUTIVE TERM OF FIVE YEARS

(v) Voted in **FAVOUR** of the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
16	1,43,19,871	99.91%

(vi) Voted **AGAINST** the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
03	13,188	0.09%

(vii) **INVALID** Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**
00	00

(viii) (**ABSTAIN** Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**
00	0

NOTE: Based on the aforesaid results we report that the special resolution as contained in Item-7 in the notice to AGM dated 31st day of July 2026 has been passed with requisite majority.

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8. RESOLUTION NO.8 [(RESOLUTION – SPECIAL, BUSINESS – SPECIAL)] : -

APPROVE THE APPOINTMENT OF MR. SANTHOSH KAMATH (DIN: 03268717) AS AN INDEPENDENT DIRECTOR (NON-EXECUTIVE) OF THE COMPANY TO HOLD OFFICE FOR A SECOND CONSECUTIVE TERM OF FIVE YEARS

(ix) Voted in **FAVOUR** of the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
16	1,43,19,871	99.91%

(x) Voted **AGAINST** the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
03	13,188	0.09%

(xi) **INVALID** Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**
00	00

(xii)(**ABSTAIN** Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**
00	0

NOTE: Based on the aforesaid results we report that the special resolution as contained in Item-8 in the notice to AGM dated 31st day of July 2026 has been passed with requisite majority.

GAGAN & ASSOCIATES ★ M No: 70736 COP: 27428 ★ COMPANY SECRETARY

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Based on the above information, you may kindly announce the results.

Thanking you,

Place : **Bengaluru**
Date : **23rd September, 2026**
UDIN: A070736H001571290

Yours Faithfully,

GAGAN & ASSOCIATES ★ M No: 70736 Cop: 27428 ★ COMPANY SECRETARY

23/09/2026

(CS GAGAN MALLESH)
Authorized Signatory
Gagan & Associates,
Company Secretaries
Scrutinizer

Witness 1:
Mr. Jayaram Hegde

Witness 2:
Mrs. Savithri Prasad

Countersigned by:
For Kanara Consumer Products Limited

Tonse Sudhakar Pai
DIN: 00043298
Chairperson