

LK & ASSOCIATES

COMPANY SECRETARIES

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
Simpson and Company Limited
861-862 Anna Salai
Chennai 600 002

Sir,

Sub : Consolidated 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 Companies (Management and Administration) Amendment Rules, 2015 for the Hundred and First (101st) Annual General Meeting (AGM) of Simpson and Company Limited held on Monday, September 28, 2026 at 4.00 p.m. through Video Conferencing (VC)/Other Audio Visual Means(OAVM).

I, Ms. Lalitha Kannan (ACS 8304 & CP 1894) of LK & Associates, Practicing Company Secretaries, was appointed as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, to conduct the remote-voting process by the Members at the Hundred and First (101st) Annual General Meeting(AGM)of Simpson &Company Limited (here in after referred to as the Company)held on Monday, September 28, 2026 at 4.00 p.m. (IST) held through VC/Other Audio VisualMeans (OAVM) and the remote e-voting process during the said AGM, on the agenda items contained in the Notice dated September 4, 2026. I hereby submit my Report as under on the result of remote e-voting in respect of the said resolutions:

The Company held the Hundred and first (101st) Annual General Meeting on Monday, September 28, 2026 through VC/OAVM at 4.00 p.m. (IST) in accordance with the provisions of Companies Act, 2013 read with General Circular Nos.14/2020 dated 8th April, 2020, followed by Circular No.17/2020 dated 13th April, 2020, Circular No.20/2020 dated 5th May, 2020,Circular No.02/2021 dated 13th January, 2021,Circular No. 02/2022 dated 5th May, 2022 and Circular No. 10/2022 dated 28th December, 2022, Circular No. 09/2023 dated 25th September, 2023 and Circular No 09/2024 dated 19th September, 2024 Circular No. 03/2025 dated 22nd September, 2025 issued by the Ministry of Corporate Affairs (MCA).



:2:

1. The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting at the AGM by the shareholders on the resolution set out in the Notice of the Hundred and First (101st) Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer was to ensure that the e-voting process is conducted in a fair and transparent manner and issue the Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman, on the resolutions set out in the Notice of the meeting.
2. The Company has informed that as required under Section 101 of the Act, the Notice of the AGM dated September 4, 2026 along with Explanatory Statement under Section 102 of the Act and the Annual Report was sent to the Members by permitted means as per the Circulars issued by MCA and the Notice of AGM and Annual Report were also made available on the Company's website.
3. Voting rights were reckoned as on Friday, September 18, 2026 being the Cut-off date for the purpose of deciding the entitlements of members to cast their vote through remote e-voting.
4. The Company has availed the services of Central Depository Services (India) Limited (CDSL) to provide e-voting facilities to the members of the Company.
5. The remote-voting period commenced at 10.00 a.m. on Friday, September 25, 2026 and ended at 5.00 p.m. on Sunday, September 27, 2026 and the members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary/Special Business, on the e-voting platform provided by CDSL.
6. Voting at the AGM:

Pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again at the AGM, after closure of period of remote e voting I referred the list providing details relating to Members who have cast their votes through remote e-voting, such as their names, folios, number of shares held by them.

On the day of the Hundred and First (101st) AGM, CDSL provided e-voting facility to members attending the AGM and who had not cast their votes through remote e-voting to cast their votes.



:3:

7. Process of scrutiny and counting of votes:

After voting at the AGM concluded, I unblocked the results of the remote e-voting and e-voting by Members at the AGM, on the e-voting platform of CDSL on Monday, September 28, 2026 around 5.10 p.m. in the presence of two witnesses, who are not in the employment of the Company and downloaded the results.

8. Consolidated Voting Results:

Based on the reports generated from the CDSL's e-voting website, the Consolidated Voting Results with respect to each item on the Agenda as set out in the Notice of the Hundred and First (101st) AGM dated September 28, 2026 are enclosed. (Annexure I)

9. It is observed that 9 Members cast their votes through remote e-voting and 1 Member cast his vote through e-voting at the AGM.

Thanking You

Yours faithfully

For LK & ASSOCIATES
Company Secretaries



LALITHA KANNAN
CP NO 1894 ACS 8304
UDIN : **A008304H001644642**
P R No: 2906/2023

Date : 29/09/2026
Place : Chennai

**Simpson & Company Limited–Hundred and First (101st) Annual General Meeting held on
September 28, 2026**

Consolidated Voting Results

Item No. 1: Ordinary Resolution		No. of Members who exercised their votes	Total No. of Valid Votes cast by them (shares)	% of total number of valid votes cast
“ RESOLVED THAT the Audited Financial Statements of the Company (including Consolidated Financial Statements) for the year ended 31 st March, 2026 and the Reports of the Directors and the Auditors thereon be and are hereby received and adopted.”	Assent/ For /Favour	10	29311	100
	Dissent/ Against	0	0	0
	Total	10	29311	100

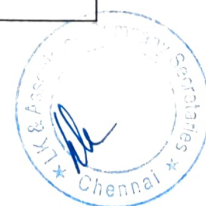
Invalid Votes	0	0
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Item No. 2: Ordinary Resolution		No. of Members who exercised their votes	Total No. of Valid Votes cast by them (shares)	% of total number of valid votes cast
“ RESOLVED THAT the total dividend of Rs. 25,000/-per equity share (1000%) (including interim dividend of Rs. 18,750/- per equity share (750%) already declared and paid) on the paid-up Equity Shares be declared for the financial year ended 31st March, 2026.”	Assent/ For /Favour	10	29311	100
	Dissent/ Against	0	0	0
	Total	10	29311	100

Invalid Votes	0	0
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Item No.3: Ordinary Resolution		No. of Members who exercised their votes	Total No. of Valid Votes cast by them (shares)	% of total number of valid votes cast
“ RESOLVED THAT Dr. R Mahadevan (DIN:00001690) who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director.”	Assent/ For /Favour	10	29311	100
	Dissent/ Against	0	0	0
	Total	10	29311	100

Invalid Votes	0	0
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<u>SPECIAL BUSINESS</u>		No. of Members who exercised their votes	Total No. of Valid Votes cast by them (shares)	% of total number of valid votes cast
ItemNo.4: Ordinary Resolution				
“ RESOLVED THAT pursuant to the Provisions of Section 148 of the Companies Act, 2013, the remuneration is fixed at Rs 3,00,000/- (Rupees Three lakhs only) to M/s. A.N. Raman & Associates., Cost Accountants (Firm Registration Number 102111) who has been appointed as Cost Auditors by the Board of Directors for the Financial year 2026-27 as recommended by the Audit Committee be and is hereby ratified and the Board be hereby given powers to modify the remuneration if required.”	Assent/ For /Favour	10	29311	100
	Dissent/ Against	0	0	0
	Total	10	29311	100

Invalid Votes	0	0
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<u>SPECIAL BUSINESS</u>		No. of Members who exercised their votes	Total No. of Valid Votes cast by them (shares)	% of total number of valid votes cast
ItemNo.5: Special Resolution				
“ RESOLVED THAT pursuant to the Provisions of Section 149 (4), 150, 152 read with schedule IV and all other applicable provisions of the Companies Act 2013 and the Companies (Appointment and Qualification of Directors) Rules 2014 (including any statutory modifications or re-enactments thereof for the time being in force, Mrs Rashmi Urdhwareshe (DIN:08668140) who was re-appointed by the Board on June 29,2026 for second term of 3 years as an Independent Directors subject to the approval of Shareholders at the General Meeting be and is hereby appointed for a second term as an Independent Director of the Company, not liable to retire by rotation to hold office for a period of 3 years from September 4, 2026 to September 3, 2029.”	Assent/ For /Favour	10	29311	100



"RESOLVED FURTHER THAT The Board of directors of the company be and is here by authorized to do all such acts and take all such steps as may necessary, proper or expedient to give effect to this resolution." "RESOLVED FURTHER THAT requisite e forms/be filed with the Registrar of Companies"				
	Dissent /Against	0	0	0
	Total	10	29311	100

Invalid Votes	0	0
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Based on the aforesaid results, Ordinary Resolutions as contained from Item No.1 to Item No.4 and Special resolution as contained Item No 5 of the Notice dated September 4, 2026 have been passed with requisite majority.

Thanking you

For L K & Associates
Company Secretaries

Lalitha Kannan

LALITHA KANNAN
M 8304 CP 1894
UDIN : A008304H001644642
PR No: 2906/2023



Date: 29/09/2026
Place: Chennai