MAKS & CO.
Company Secretaries
FRN: P2018UP067700

O: Unit 7A/7B, 20th Floor, Silver Wing, Wave One, Sector -18, Noida – 201 301
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FORM NO. MGT-13
Report of Scrutinizer(s) on Poll at EGM
[Pursuant to Rule 21 of Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules 2014]

Date: July 09, 2026

To,
The Chairman
1st Extraordinary General Meeting
(DMI/EGM No-01/2026-27)

DMI Finance Private Limited
[CIN: U64990DL2008PTC182749]
Regd. Off: Express Building, 3rd Floor,
9-10, Bahadur Shah Zafar Marg,
New Delhi- 110 002

Subject: **Scrutinizers' Report on the poll conducted at 1st Extraordinary General Meeting (DMI/EGM No-01/2026-27) of the Equity Shareholders of DMI Finance Private Limited held on Monday, July 06, 2026 at 04:00 P.M. (IST) at Express Building, BR-1, 4th Floor, 9-10, Bahadur Shah Zafar Marg, New Delhi-110002 pursuant to the provisions of Section 100 of Companies Act 2013 read with Section 109 of the Companies Act, 2013 and Rule 21 of the Companies (Management and Administration) Rules. 2014, as amended**

Dear Sir,

Pursuant to the resolution passed by the Board of Directors of DMI Finance Private Limited **("the Company")** in its meeting held on Friday, May 15, 2026, I, Ankush Agarwal, Partner, MAKS & CO., Company Secretaries [FRN P2018UP067700], was appointed as Scrutinizer to ensure that the poll taken in the fair and transparent manner under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions at the 1st Extraordinary General Meeting (DMI/EGM No-01/2026-27) **("EGM")** of the equity shareholders of DMI Finance Private Limited **("the Company")** held on Monday, July 06, 2026 at 04:00 P.M. (IST) onwards at Express Building, BR-1, 4th Floor, 9-10, Bahadur Shah Zafar Marg, New Delhi-110002:

The following matters were discussed in the meeting:

Item. No.	Type of Resolution	Particulars
1	**Ordinary Resolution**	To approve the appointment of Ms. Meena Hemchandra as a Non-Executive Director of the Company
2	**Ordinary Resolution**	To approve the payment of remuneration to Ms. Meena Hemchandra, Non-Executive Director of the Company
3	**Special Resolution**	To approve modification in terms of Convertible Share Warrants issued by the Company

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In connection with the above referred matter I submit my report as under:

1. The ballot box used for polling was locked in my presence, duly identified and marked by me in presence of the members and proxies. The key to the ballot box was then handed over to me for safe custody.

2. The locked ballot box was subsequently opened by me in presence of two witnesses, Ms. Nishita Gola and Ms. Aditi Kaushik, who are not the employees of the Company, after the voting process was over. The poll papers were diligently scrutinized and reconciled with the records maintained by the Company /Registrar and Transfer Agents and the authorizations/ proxies lodged with the Company.

3. The total paid-up equity share capital of the Company for determining the voting rights as on Monday, July 06, 2026 was Rs. 742,63,21,690 /- (Rupees Seven Hundred Forty-Two Crore Sixty-Three Lakh Twenty-One Thousand Six Hundred Ninety Only) divided into 74,26,32,169 (Seventy-Four Crore Twenty-Six Lakh Thirty-Two Thousand One Hundred Sixty-Nine) Equity Shares of Rs. 10/- (Rupees Ten only) each.

4. There were 11 polling papers covering 69,82,81,058 equity shares of a face value of Rs. 10/- each (Rupees Ten only) constituting 94.03% of the paid-up equity share capital of the Company. The list of Equity Shareholders who voted **'in favour'** of the resolution(s) is enclosed as **Annexure – A**.

5. No invalid poll papers were received in respect of the resolutions set out herein below.

6. The total number of Members present in the EGM were **11 (Eleven)**.

7. **The result of poll is as under:**

ITEM NO. 1: ORDINARY RESOLUTION

TO APPROVE THE APPOINTMENT OF MS. MEENA HEMCHANDRA AS A NON-EXECUTIVE DIRECTOR OF THE COMPANY

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
11	69,82,81,058	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Total number of members whose votes (in person or by proxy) were declared invalid	Total number of votes cast by them
0	0

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ITEM NO. 2: ORDINARY RESOLUTION

TO APPROVE THE PAYMENT OF REMUNERATION TO MS. MEENA HEMCHANDRA, NON-EXECUTIVE DIRECTOR OF THE COMPANY

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
11	69,82,81,058	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Total number of members whose votes (in person or by proxy) were declared invalid	Total number of votes cast by them
0	0

ITEM NO. 3: SPECIAL RESOLUTION

TO APPROVE MODIFICATION IN TERMS OF CONVERTIBLE SHARE WARRANTS ISSUED BY THE COMPANY

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
11	69,82,81,058	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Total number of members whose votes (in person or by proxy) were declared invalid	Total number of votes cast by them
0	0

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8. **Having regards to the aforesaid scrutiny, I hereby report that above Ordinary Resolutions (Resolution No. 1 and 2) and Special Resolution (Resolution No. 3), as proposed by the Company, have been passed by the Shareholders of the Company with requisite majority.**

   The Chairman may accordingly declare the results of the poll in accordance with applicable provisions of the Companies Act, 2013 read with related Rules.

9. All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the EGM and the same shall be handed over thereafter to the Chairman / Company Secretary for safe keeping.

Thanking you,

Your's Sincerely,

For MAKS & Co.,
Company Secretaries
[FRN P2018UP067700]
Peer Review Certificate No.: 2064/2022

Ankush Agarwal
Partner
Membership No: F9719
Certificate of Practice No:14486
UDIN: F009719H000789795

Date: 09 / 07 / 2026
Place: Noida (U.P.)

MAKS & CO. FRN: P2018UP067700 NOIDA Company Secretaries

Countersigned by

DMI Finance Private Limited NEW DELHI

Gurcharan Das
Chairman of 1st Extraordinary General Meeting
(DMI/EGM No-01/2026-27)
[DIN: 00100011]

Date: 09 / 07 /2026
Place: Delhi

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Annexure - A

LIST OF EQUITY SHAREHOLDERS WHO VOTED 'IN FAVOUR' OF THE RESOLUTION(S)*

S. No.	Name of Shareholder(s)	No. of Equity Shares held and entitled to Vote at the EGM	No. of Shares Voted on Poll at EGM	% of 'Shares voted on Poll at EGM' to 'Total Paid-up Capital' (Approx.)
1	DMI Limited	49,75,43,442	4,97,54,34,420	67.00%
2	NIS Ganesha S.A.	6,47,35,441	64,73,54,410	8.72%
3	Shivashish Chatterjee & Yuvraja Chanakya Singh (K2VZ Partnership Firm)	16,22,138	1,62,21,380	0.22%
4	DMI Income Fund Pte. Ltd	3,69,85,984	36,98,59,840	4.98%
5	Ganesha Direct Limited	1,04,91,852	10,49,18,520	1.41%
6	Yuvraja Chanakya Singh	13,11,221	1,31,12,210	0.18%
7	King Tide Limited	12,16,569	1,21,65,690	0.16%
8	Shivashish Chatterjee	10,53,340	1,05,33,400	0.14%
9	Sumitomo Mitsui Trust Bank Limited	94,82,251	9,48,22,510	1.28%
10	Shivi Mohan Rastogi (On behalf of Amicus Corp)	8,377	83,770	0.00%
11	MUFG Bank Limited	7,38,30,443	73,83,04,430	9.94%
	Total	**69,82,81,058**	**6,98,28,10,580**	**94.03%**

* *Voting pattern of the aforesaid Equity Shareholders was same w.r.t. Ordinary Resolutions (Resolution No. 1 and 2) and Special Resolution (Resolution No. 3)*

MAKS & CO. ★ Company Secretaries ★ FRN: P2018UP067700 NOIDA