



T. Sathya Prasad Yadav

B. Com, LLB, LLM, ACS

ADVOCATE - A.P/2495/2004

INSOLVENCY PROFESSIONAL

IBBI/IPA-002/IP-N00727/2018-019/12329

COMPANY SECRETARY - A18755

Office: No.3A, A.A Residency,
10th Cross,
Vasanth Nagar, Bangalore,
Karnataka - 560001
Email: sathya_acs@yahoo.co.in
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SCRUTINIZER'S REPORT

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

To,
The Chairman,
The Sandur Manganese and Iron Ores Limited,
Regd. Office: Satyalaya,
Door No.266 (Old No.80),
Ward No.1, Behind Taluk Office,
Sandur, Ballari District, Karnataka - 583119.

Dear Sir,

I, T. Sathya Prasad Yadav, Advocate (A.P/2495/2004), having office at No.3A, A.A Residency, 10th Cross, Vasanth Nagar, Bangalore, Karnataka - 560001, duly appointed as Scrutinizer by the Board of Directors of **The Sandur Manganese and Iron Ores Limited** ('the Company') for the purpose of scrutinizing the e-voting prior to the 72nd Annual General Meeting ('remote e-voting') and electronic voting ('e-voting') at the 72nd Annual General Meeting ('AGM') held on Wednesday, August 19, 2026 at 11:00 A.M., through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'), pursuant to Section 108 of the Companies Act, 2013 (the 'Act'), read with Rule 20 of the Companies (Management & Administration) Rules, 2014 (the 'Rules') as amended from time to time and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations'), hereby furnish my Report to you.

1. The notice dated July 9, 2026, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Registrar to an Issue and Share Transfer Agent ('RTA')/ Depositories on 27 July 2026 in compliance with the Ministry of Corporate Affairs ('MCA') General Circular No. 14/2020 dated April 8, 2020, General Circular No.17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020 read with other relevant circulars including General Circular No.03/2025 dated September 22, 2025 (collectively referred to as 'MCA Circulars') and SEBI vide its Circular No. SEBI/HO/CFD/CMD1/



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CIR/P/2020/79 dated May 12, 2020 read with other relevant circulars (collectively referred to as 'SEBI Circulars').

2. The Management of the Company is responsible to ensure compliance of the requirements of the Act and Rules made there under relating to voting through remote e-voting and e-voting at the AGM for the resolutions proposed in the Notice of 72nd AGM. My responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and e-voting at the AGM are conducted in a fair and transparent manner and is restricted to make a Scrutinizer's Report for votes cast in "favour" or "against" the resolutions proposed in the Notice convening the 72nd AGM of the Company.
3. The e-voting facility, both for remote e-voting and e-voting at the AGM were provided by National Securities Depository Limited (NSDL).
4. In terms of the aforesaid Notice and as per the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the remote e-voting was kept open for three days from 9.00 A.M. (IST) on Sunday, August 16, 2026 and ended at 5.00 P.M. (IST) on Tuesday, August 18, 2026. Members were requested to cast their votes electronically, conveying their assent or dissent in respect of the resolutions on the e-voting platform.
5. The Shareholders present at the AGM through VC/OAVM voted through e-voting facility at the AGM provided by NSDL at the AGM.
6. The Members holding Equity Shares as on the 'cut-off date' i.e., the Wednesday, August 12, 2026 were entitled to vote on the Resolutions proposed in the Notice calling the 72nd AGM.
7. After the conclusion of e-voting at the AGM, the votes cast under remote e-voting and votes cast through e-voting at the AGM were unblocked on Wednesday, August 19, 2026 at 6:50 P.M., in presence of two witnesses as prescribed under sub-rule 3(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and thereafter the votes cast there under were counted.



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8. Thereafter, the details containing *inter alia*, the list of the members, who voted “for” or “against” each of the resolution that were put to vote, were derived from the report generated from the e-voting portal of NSDL i.e., www.evoting.nsdl.com and based on such reports.
9. The brief analysis of the results of the remote e-voting and e-voting at the 72nd AGM are as under:

ORDINARY BUSINESSES

Item No.1: To receive, consider and adopt audited standalone financial statement of the Company for the financial year ended 31 March 2026, together with the Reports of the Board of Directors and the Auditors thereon:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes (%)
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	269	371267135	18	373633	287	371640768	99.9998
Dissent	8	776	0	0	8	776	0.0002
Total	277	371267911	18	373633	295	371641544	100



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Item No.2: To receive, consider and adopt audited consolidated financial statement of the Company for the financial year ended 31 March 2026, together with the Report of the Auditors thereon:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes (%)
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	270	371267201	18	373633	288	371640834	99.9998
Dissent	7	710	0	0	7	710	0.0002
Total	277	371267911	18	373633	295	371641544	100

Item No. 3: To declare final dividend of Rs.0.50 per Equity Share of face value of Rs.10 each for the financial year ended 31 March 2026:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes (%)
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	271	371426022	18	373633	289	371799655	99.9998
Dissent	7	596	0	0	7	596	0.0002
Total	278	371426618	18	373633	296	371800251	100



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Item No. 4: To re-appoint a director in place of Mohammed Abdul Saleem (DIN: 00061497) who retires by rotation and being eligible, offers himself for re-appointment:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes (%)
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	261	371156974	18	373633	279	371530607	99.9279
Dissent	21	268024	0	0	21	268024	0.0721
Total	282	371424998	18	373633	300	371798631	100

SPECIAL BUSINESSES

Item No. 5: Appointment of T. R. Raghunandan (DIN: 03637265) as an Independent Director:

Special Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes (%)
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	223	367804329	18	373623	241	368177952	99.0262
Dissent	58	3620644	0	0	58	3620644	0.9738
Total	281	371424973	18	373623	299	371798596	100



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Item No. 6: Appointment of Pankajam Sridevi (DIN: 06783360) as a Director:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes (%)
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	256	371085200	17	373603	273	371458803	99.9086
Dissent	19	339741	1	30	20	339771	0.0914
Total	275	371424941	18	373633	293	371798574	100

Item No. 7: Appointment of Pankajam Sridevi (DIN: 06783360) as an Independent Director:

Special Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes (%)
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	255	371084507	18	373633	273	371458140	99.9086
Dissent	20	339966	0	0	20	339966	0.0914
Total	275	371424473	18	373633	293	371798106	100



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Item No. 8: Ratification of remuneration payable to M/s. Kamalakara & Co., Cost Auditor of the Company for the financial year 2026-27:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes (%)
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	263	371418393	17	373603	280	371791996	99.9984
Dissent	13	6105	0	0	13	6105	0.0016
Total	276	371424498	17	373603	293	371798101	100

10. Based on the foregoing, the Resolution Nos. 1, 2, 3, 4, 5, 6, 7 & 8 in respect of 72nd AGM may be deemed to have been **passed by the requisite majority**.

11. All the relevant records relating to remote e-voting and related documents are under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely.

Thanking you,

T. Sathya Prasad Yadav

Advocate

Reg. No.: AP/2495/2004

Place: Bangalore

Date: 21 August 2026