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**Scrutinizer's Report**

**To,**

**The Chairman,**

**Kratos Energy & Infrastructure Ltd.**

**317, MAKER CHAMBER V, 221 NARIMAN POINT,**

**MUMBAI, Maharashtra, India - 400021**

**Dear Sir,**

**Sub.: Consolidated Scrutinizer's Report on Remote E-Voting and E-Voting at venue for Extra-Ordinary General Meeting of Equity Shareholders held on Saturday 12<sup>th</sup> April , 2025**

Pursuant to the resolution passed by the Board of directors of (hereinafter referred to as Kratos Energy & Infrastructure Ltd. "company") on 21/03/2025, I had been appointed as the scrutinizer for the remote e-voting process and polling to be carried out at the Extra Ordinary General meeting (hereinafter referred to as "EOGM") in fair and transparent manner and ascertaining the requisite majority in respect of the resolutions contained in the notice to the EOGM of the members of the company.

To enable wider participation of equity shareholders, pursuant to the provisions of section 108 of the Companies Act, 2013 and rules framed thereunder vide The companies (Management and administration) Rules, 2014 including The companies (Management and Administration) Amendment Rules, 2015, dated March 19, 2015 and SEBI's circular no.CIR/CFD/DIL/6/2012, dated July 13, 2012 as amended by its circular CIR/CFD/POLICYCELL/2/2014 dated April 17, 2014, every company having its equity shares listed on recognized stock exchange, is required to provide remote e-voting facility to their shareholders on all shareholders' resolutions to be passed at general meeting or through postal ballot. Since the company falls within the requirements as specified in the Companies Act, 2013 a and the above mentioned circular of SEBI, remote e-voting which has been made applicable, the company provided for the same.

The company accordingly made arrangements with the system provider National Securities Depository Services (India) Limited (herein after referred as "NSDL"), depository for providing a system of recording votes of the shareholders electronically through remote e-voting. The company has also accordingly made arrangements through its Registrar and Transfer Agent, Purvashareregistry. (herein after referred as "RTA") to set up the e-voting facility on the NSDL e-voting Website.

**Further to the above, I submit my report as under:**

## Annexure A

<b>Company's name</b>		<b>Kratos Energy &amp; Infrastructure Ltd</b>
<b>Date of EGM</b>		<b>12<sup>TH</sup> April,2025</b>
<b>Total number of shareholders on record date</b>		<b>92</b>
<b>No. of shareholders present in the meeting either in person or through proxy:</b>		<b>0</b>
	<b>Promoters and Promoter Group:</b>	<b>Not Applicable</b>
	<b>Public:</b>	<b>Not Applicable</b>
<b>No. of shareholders attended the meeting through Video Conference:</b>		<b>8</b>
	<b>Promoters and Promoter Group:</b>	<b>1</b>
	<b>Public:</b>	<b>7</b>

<b>Resolution No.</b>	1									
<b>Resolution required:</b>	<b>SPEICAL- TO CHANGE THE MAIN OBJECT OF THE COMPANY &amp; ALTERATION IN OBJECT CLAUSE III(A)OF MOA;</b>									
<b>Whether promoter / promoter group are interested in the agenda/ resolution?</b>	NO									
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Poled (2)	% of Votes Polled on Outstaning Shares(3)=[(2)/(1)]*100	No. of Votes — In Favour (4)	No. of Votes — Against (5)	% of Votes In Favour on Votes Polled (6)=[(4)/(2)]*100	% of Votes Against on Votes Polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,90,051	4,90,051	100	4,90,051	--	100	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	<b>Total</b>	<b>4,90,051</b>	<b>4,90,051</b>	<b>100</b>	<b>4,90,051</b>	<b>--</b>	<b>100</b>	<b>--</b>	<b>--</b>	<b>--</b>
Public-Institutions	E-Voting		--	--	--	--	--	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	<b>Total</b>		--	--	--	--	--	--	--	--
Public-Non Institutions	E-Voting	5,09,949	2,75,464	54.01	2,75,464	--	100	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	<b>Total</b>	<b>5,09,949</b>	2,75,464	54.01	2,75,464	--	<b>100</b>	--	--	--
<b>Total</b>		<b>10,00,000</b>	<b>7,65,515</b>	<b>76.55</b>	<b>7,65,515</b>	<b>--</b>	<b>100</b>	<b>--</b>	<b>--</b>	<b>--</b>

<b>Resolution No.</b>	2									
<b>Resolution required:</b>	<b>SPEICAL- CHANGE IN THE NAME OF THE COMPANY;</b>									
<b>Whether promoter / promoter group are interested in the agenda/ resolution?</b>	NO									
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Poled (2)	% of Votes Polled on Outstaning Shares(3)=[(2)/(1)]*100	No. of Votes — In Favour (4)	No. of Votes — Against (5)	% of Votes In Favour on Votes Polled (6)=[(4)/(2)]*100	% of Votes Against on Votes Polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,90,051	4,90,051	100	4,90,051	--	100	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	<b>Total</b>	<b>4,90,051</b>	<b>4,90,051</b>	<b>100</b>	<b>4,90,051</b>	<b>--</b>	<b>100</b>	<b>--</b>	<b>--</b>	<b>--</b>
Public-Institutions	E-Voting		--	--	--	--	--	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	<b>Total</b>		--	--	--	--	--	--	--	--
Public-Non Institutions	E-Voting	5,09,949	2,75,464	54.01	2,75,464	--	100	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	<b>Total</b>	<b>5,09,949</b>	2,75,464	54.01	2,75,464	--	<b>100</b>	--	--	--
<b>Total</b>		<b>10,00,000</b>	<b>7,65,515</b>	<b>76.55</b>	<b>7,65,515</b>	<b>--</b>	<b>100</b>	<b>--</b>	<b>--</b>	<b>--</b>

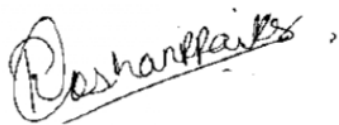
<b>Resolution No.</b>	3									
<b>Resolution required:</b>	<b>SPEICAL- AMENDMENT IN MOA;</b>									
<b>Whether promoter / promoter group are interested in the agenda/ resolution?</b>	NO									
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Poled (2)	% of Votes Polled on Outstaning Shares(3)=[(2)/(1)]*100	No. of Votes — In Favour (4)	No. of Votes — Against (5)	% of Votes In Favour on Votes Polled (6)=[(4)/(2)]*100	% of Votes Against on Votes Polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,90,051	4,90,051	100	4,90,051	--	100	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	<b>Total</b>	<b>4,90,051</b>	<b>4,90,051</b>	<b>100</b>	<b>4,90,051</b>	<b>--</b>	<b>100</b>	<b>--</b>	<b>--</b>	<b>--</b>
Public-Institutions	E-Voting		--	--	--	--	--	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	<b>Total</b>		--	--	--	--	--	--	--	--
Public-Non Institutions	E-Voting	5,09,949	2,75,464	54.01	2,75,464	--	100	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	<b>Total</b>	<b>5,09,949</b>	<b>2,75,464</b>	<b>54.01</b>	<b>2,75,464</b>	<b>--</b>	<b>100</b>	<b>--</b>	<b>--</b>	<b>--</b>
<b>Total</b>		<b>10,00,000</b>	<b>7,65,515</b>	<b>76.55</b>	<b>7,65,515</b>	<b>--</b>	<b>100</b>	<b>--</b>	<b>--</b>	<b>--</b>

<b>Resolution No.</b>	4									
<b>Resolution required:</b>	<b>SPEICAL- AMENDMENT IN AOA;</b>									
<b>Whether promoter / promoter group are interested in the agenda/ resolution?</b>	NO									
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Poled (2)	% of Votes Polled on Outstaning Shares(3)=[(2)/(1)]*100	No. of Votes — In Favour (4)	No. of Votes — Against (5)	% of Votes In Favour on Votes Polled (6)=[(4)/(2)]*100	% of Votes Against on Votes Polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,90,051	4,90,051	100	4,90,051	--	100	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	<b>Total</b>	<b>4,90,051</b>	<b>4,90,051</b>	<b>100</b>	<b>4,90,051</b>	<b>--</b>	<b>100</b>	<b>--</b>	<b>--</b>	<b>--</b>
Public-Institutions	E-Voting		--	--	--	--	--	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	<b>Total</b>		--	--	--	--	--	--	--	--
Public-Non Institutions	E-Voting	5,09,949	2,75,464	54.01	2,75,464	--	100	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	<b>Total</b>	<b>5,09,949</b>	2,75,464	54.01	2,75,464	<b>--</b>	<b>100</b>	<b>--</b>	<b>--</b>	<b>--</b>
<b>Total</b>		<b>10,00,000</b>	<b>7,65,515</b>	<b>76.55</b>	<b>7,65,515</b>	<b>--</b>	<b>100</b>	<b>--</b>	<b>--</b>	<b>--</b>

<b>Resolution No.</b>	5									
<b>Resolution required:</b>	<b>SPEICAL- CHANGES IN OTHER DOCUMENTS;</b>									
<b>Whether promoter / promoter group are interested in the agenda/ resolution?</b>	NO									
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Poled (2)	% of Votes Polled on Outstaning Shares(3)=[(2)/(1)]*100	No. of Votes — In Favour (4)	No. of Votes — Against (5)	% of Votes In Favour on Votes Polled (6)=[(4)/(2)]*100	% of Votes Against on Votes Polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,90,051	4,90,051	100	4,90,051	--	100	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	<b>Total</b>	<b>4,90,051</b>	<b>4,90,051</b>	<b>100</b>	<b>4,90,051</b>	<b>--</b>	<b>100</b>	<b>--</b>	<b>--</b>	<b>--</b>
Public-Institutions	E-Voting		--	--	--	--	--	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	<b>Total</b>		--	--	--	--	--	--	--	--
Public-Non Institutions	E-Voting	5,09,949	2,75,464	54.01	2,75,464	--	100	--	--	--
	Poll		--	--	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--	--	--
	<b>Total</b>	<b>5,09,949</b>	<b>2,75,464</b>	<b>54.01</b>	<b>2,75,464</b>	<b>--</b>	<b>100</b>	<b>--</b>	<b>--</b>	<b>--</b>
<b>Total</b>		<b>10,00,000</b>	<b>7,65,515</b>	<b>76.55</b>	<b>7,65,515</b>	<b>--</b>	<b>100</b>	<b>--</b>	<b>--</b>	<b>--</b>

Thanking you.

Yours faithfully,



Roshan Raikar  
Company Secretary in Practice  
Mem No. F10814  
UDIN- F010814G000096141  
PR No. : 3275/2023  
Place: Belgaum  
Date: 13-04-2025

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**Annexure B**  
**Scrutinizer's Report**

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

To,  
**The Chairman,**  
**Kratos Energy & Infrastructure Ltd,**  
317, MAKER CHAMBER V, 221, NARIMAN POINT, MUMBAI,  
MAHARASHTRA, 400021 INDIA

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on voting through electronic means (Remote E-voting) and voting through the facility of ballot provided at the Extra Ordinary General Meeting of Kratos Energy & Infrastructure Ltd through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM').**

I, Roshan Raikar ,Company Secretary, Belgaum, was appointed as Scrutinizer by the Board of Directors of Kratos Energy & Infrastructure Ltd ("the Company") in its meeting held on 21st March, 2025 for the purpose of Scrutinizing the remote e-voting and voting through Ballot Paper conducted during the Extra Ordinary General Meeting through Video Conferencing ('VC') /Other Audio Visual Means ('OAVM'), in a fair and transparent manner, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and read with General Circular No. 14/2020 dated 08.04.2020, General Circular No. 17/2020 dated 13.04.2020, General Circular No. 20/2020 dated 05.05.2020 and General Circular No. 02/2021 dated 13.01.2021, General Circular No. 19/2021 dated 08.12.2021 , General Circular No. 21/2021 dated 14.12.2021 and General Circular No. 02/2022 dated 05.05.2022, General Circular No. 09/2023 dated 25.09.2023 issued by Ministry of Corporate Affairs and the Circular No. SEBI/HO/CFD/CMDI /CIR/P/2020/79 dated 12.05.2020, Circular No. SEBI/HO/CFD/ CMD2/CIR/P/2021/11 dated 15.01.2021, General Circular No. 3/2022 dated 05.05.2022 and Circular No. SEBI/HO/CFD/CMD2/ CIR/ P/2022/ 62 dated 13.05.2022, SEBI Circular No. SEBI/HO/DDHS/P/CIR/2023/0164 dated 06.10.2023 and SEBI/HO/CFD/ CFD-PoD-2/P/CIR/2023/167 dated 07.10.2023 issued by the Securities and Exchange Board of India (SEBI) (hereinafter referred to as the "Circulars") that provide relaxation for the manner in which the Extra Ordinary General Meeting shall be held and conducted.



Pursuant to these Circulars, physical attendance of members had been dispensed with and accordingly the facility for appointment of proxies by the members was also dispensed with. Members who attended the meeting through VC were counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

I have conducted the scrutiny in a fair and transparent manner in respect of the below mentioned resolutions, proposed at the **Extra Ordinary General Meeting** of the Equity shareholders of the Company and I submit my report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the rules made thereunder read along with the Circulars as mentioned above and SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting and e-voting during the meeting by the shareholders on the resolutions proposed in the Notice of the **Extra Ordinary General Meeting** of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the process of remote e-voting and thee-voting conducted at the meeting held through VC through electronic voting system is conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman, on the resolutions, based on the reports generated from the electronic voting system provided by the National Securities Depository Limited ("NSDL")

2. In accordance with the notice of the **Extra Ordinary General Meeting** sent to the shareholders by way of email on Friday, 21<sup>st</sup> March, 2025 and the 'Advertisement' published on Saturday, 22<sup>nd</sup> March, 2025 pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) and the Circulars mentioned above, the remote e-voting period remained open from 09th day, April, 2025 (9:30 am IST) and ends on 11th day, April, 2025 (5:00 pm IST) (both days inclusive)

3. The shareholders holding shares as on the "cut off" date i.e. Saturday, 05-04-2025 were entitled to vote on the proposed resolutions (item nos. 1 to 5) as set out in the Notice of the **Extra Ordinary General Meeting** of the Company.

4. After declaration of commencement of e- voting during the conduct of the **Extra Ordinary General Meeting**, the shareholders who had not voted through the remote e-voting process were instructed to cast their vote on the e-voting system provided by NSDL. Thereafter, the remote e-voting system was blocked forthwith at the end of the remote e-voting period. The votes cast through remote e-voting system were unblocked on Saturday, 12<sup>th</sup> April, 2025 after conclusion of the **Extra Ordinary General Meeting** in the presence of two (2) witnesses who are not in employment of the Company. The details containing, inter-alia, list of Equity shareholders, who voted "for" and "against", were downloaded from the e-voting system provided by NSDL and the same will be handed over to the authorized representative of the Chairman. The votes cast through remote e-voting and e-voting conducted during the meeting were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations lodged with the Company.

**5. The total votes cast in favour or against all the resolutions proposed in the Notice of the Extra Ordinary General Meeting are as under:**

**(a) SPEICAL BUSINESS No. 1**

TO CHANGE THE MAIN OBJECT OF THE COMPANY & ALTERATION IN OBJECT CLAUSE III(A) OF MOA;

Mode of voting	Total No. of Shares of the Company	No. of Votes Polled	Votes in Favour of Resolution		Votes in against the Resolution		Invalid Votes
			No. of Votes	% of No. of Total Votes No. of Valid Votes Cast	No. of Votes	% of No. of Total Votes No. of Valid Votes Cast	
Remotee-voting	10,00,000	7,65,515	7,65,515	100.00	--	--	--
e-voting at EGM held through vc		--	--	--	--	--	--
<b>TOTAL</b>	<b>10,00,000</b>	<b>7,65,515</b>	<b>7,65,515</b>	<b>100.00</b>	<b>--</b>	<b>--</b>	<b>--</b>

\* 8 members were present at the general meeting out of which all 8 members had voted through evoting facility provided by the company, thus no voting was considered during Extra Ordinary General Meeting.

**(b) SPEICAL BUSINESS No. 2**

CHANGE IN THE NAME OF THE COMPANY;

Mode of voting	Total No. of Shares of the Company	No. of Votes Polled	Votes in Favour of Resolution		Votes in against the Resolution		Invalid Votes
			No. of Votes	% of No. of Total Votes No. of Valid Votes Cast	No. of Votes	% of No. of Total Votes No. of Valid Votes Cast	
Remotee-voting	10,00,000	7,65,515	7,65,515	100.00	--	--	--
e-voting at EGM held through vc		--	--	--	--	--	--
<b>TOTAL</b>	<b>10,00,000</b>	<b>7,65,515</b>	<b>7,65,515</b>	<b>100.00</b>	<b>--</b>	<b>--</b>	<b>--</b>

\* 8 members were present at the general meeting out of which all 8 members had voted through evoting facility provided by the company, thus no voting was considered during Extra Ordinary General Meeting.

**(c) SPEICAL BUSINESS No. 3**  
**AMENDMENT IN MOA;**

Mode of voting	Total No. of Shares of the Company	No. of Votes Polled	Votes in Favour of Resolution		Votes in against the Resolution		Invalid Votes
			No. of Votes	% of No. of Total VotesNo. of Valid VotesCast	No. of Votes	% of No. of Total VotesNo. of Valid VotesCast	
Remotee-voting	10,00,000	7,65,515	7,65,515	100.00	--	--	--
e-voting at EGMheldthroughvc		--	--	--	--	--	--
<b>TOTAL</b>	<b>10,00,000</b>	<b>7,65,515</b>	<b>7,65,515</b>	<b>100.00</b>	<b>--</b>	<b>--</b>	<b>--</b>

\* 8 members were present at the general meeting out of which all 8 members had voted through evoting facility provided by the company, thus no voting was considered during Extra Ordinary General Meeting.

**(d) SPEICAL BUSINESS No. 4**  
**AMENDMENT IN AOA;**

Mode of voting	Total No. of Shares of the Company	No. of Votes Polled	Votes in Favour of Resolution		Votes in against the Resolution		Invalid Votes
			No. of Votes	% of No. of Total VotesNo. of Valid VotesCast	No. of Votes	% of No. of Total VotesNo. of Valid VotesCast	
Remotee-voting	10,00,000	7,65,515	7,65,515	100.00	--	--	--
e-voting at EGMheldthroughvc		--	--	--	--	--	--
<b>TOTAL</b>	<b>10,00,000</b>	<b>7,65,515</b>	<b>7,65,515</b>	<b>100.00</b>	<b>--</b>	<b>--</b>	<b>--</b>

\* 8 members were present at the general meeting out of which all 8 members had voted through evoting facility provided by the company, thus no voting was considered during Extra Ordinary General Meeting.

**(e) SPEICAL BUSINESS No. 5**  
**CHANGES IN OTHER DOCUMENTS;**

Mode of voting	Total No. of Shares		Votes in Favour of Resolution	Votes in against the Resolution	Invalid Votes
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	of the Company	No. of Votes Polled	No. of Votes	% of No. of Total VotesNo. ofValidVotesCast	No. of Votes	% of No. of Total VotesNo. ofValidVotesCast	
Remotee-voting	10,00,000	7,65,515	7,65,515	100.00	--	--	--
e-voting at EGMheldthroughvc		--	--	--	--	--	--
<b>TOTAL</b>	<b>10,00,000</b>	<b>7,65,515</b>	<b>7,65,515</b>	<b>100.00</b>	<b>--</b>	<b>--</b>	<b>--</b>

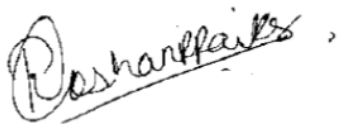
\* 8 members were present at the general meeting out of which all 8 members had voted through evoting facility provided by the company, thus no voting was considered during Extra Ordinary General Meeting.

6. The total number of votes polled includes number of votes Abstain.

7. Accordingly, Resolution Nos. 1 to5 have been passed with requisite majority as per the aforesaid Notice of the Extra Ordinary General Meeting of the Company.

8. All electronic data and relevant records relating to voting shall remain in my safe custody until the Chairman considers, approves, signs the minutes of the aforesaid Extra Ordinary General Meeting and the same will be handed over to the authorized representative of the Chairman for safe keeping thereafter.

Thanking you.  
Yours faithfully,



Roshan Raikar  
Company Secretary in Practice  
Mem No. F10814  
UDIN- F010814G000096141  
PR No. : 3275/2023  
Place: Belgaum  
Date: 13-04-2025