

**June 12, 2026**

**To,**

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001

SCRIP Code: **513532**

Dear Sir/Madam,

**Sub.: Voting Results and Scrutinizer's Report of equity shareholders of Pradeep Metals Limited ("Company") pursuant to the Order of the Hon'ble National Company Law Tribunal ("NCLT"), Mumbai Bench dated April 8<sup>th</sup>, 2026, in the matter of Scheme of Amalgamation of Nami Capitals Private Limited ("NCPL" or "Transferor Company") with Pradeep Metals Limited ("PML" or "Transferee Company") and their respective Shareholders ("Scheme").**

**Ref: Our intimation dated May 8<sup>th</sup>, 2026, regarding Notice of Meeting of Equity Shareholders of the Company convened pursuant to the directions of the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT") vide their Order dated April 8<sup>th</sup>, 2026, in relation to the Scheme.**

With reference to the above, Meeting of Equity Shareholders of the Company was held on June 12<sup>th</sup>, 2026 at 5:00 P.M. (IST) through Video Conferencing / Other Audio Visual Means ("VC / OAVM") to consider and approve the Scheme in compliance with applicable provisions of the Companies Act, 2013 and rules made thereunder read with the SEBI Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated 20<sup>th</sup> June 2023 and other applicable circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India, to transact the business specified in the Notice of the Meeting. We are pleased to inform you that Equity Shareholders at their meeting held on Friday, June 12<sup>th</sup>, 2026 have approved the Scheme of Amalgamation of Nami Capitals Private Limited ("NCPL" or "Transferor Company") with Pradeep Metals Limited ("PML" or "Transferee Company") and their respective shareholders ("Scheme") with requisite majority of votes as prescribed under the provisions of the Companies Act, 2013 and the SEBI Master Circular on Scheme of Arrangement.

In this regard, please find enclosed the following:

- 1) Voting results of the Equity Shareholders in relation to the aforesaid Scheme as required under SEBI Listing Regulations – **Annexure A**; and
- 2) Report issued by CS Shweta Gokarn, Scrutinizer dated June 12<sup>th</sup>, 2026, for Equity Shareholders, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 – **Annexure B**.

This disclosure is being made pursuant to Regulation 44(3) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions of the Companies Act, 2013.

The voting results along with the consolidated Scrutinizer's Report will also be available on the Company's website at <https://www.pradeepmetals.com/>. The Company will now seek final approval from the Hon'ble NCLT, Mumbai Bench.

Kindly take the same on record.  
Thanking you,

**For Pradeep Metals Limited**

**Abhishek Joshi**  
**Company Secretary & Compliance Officer**  
**ACS: 64446**

Voting Results  
Disclosure as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements)  
Regulations, 2015

<b>Company Name</b>	Pradeep Metals Limited
<b>Date of National Company Law Tribunal convened meeting of Equity Shareholders</b>	Friday, June 12 <sup>th</sup> , 2026
<b>Remote E-voting Period</b>	
Start date:	Tuesday, June 9 <sup>th</sup> , 2026
End date:	Thursday, June 11 <sup>th</sup> , 2026
<b>Record date / Cut -Off date</b>	Friday, June 5 <sup>th</sup> , 2026
<b>Total number of shareholders as on record date / Cut-Off date</b>	6,157
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
Promoters and Promoter Group	0
Public	0
<b>No. of shareholders attended the meeting through Video Conferencing:</b>	
Promoters and Promoter Group	3
Public	45

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To consider and approve Scheme of Amalgamation of Nami Capital Private Limited with Pradeep Metals Limited				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	12690783	12468869	98.2514	12468869	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		12690783	12468869	98.2514	12468869	0	100
Public-Institutions	E-Voting	56411	18914	33.5289	18914	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		56411	18914	33.5289	18914	0	100
Public- Non Institutions	E-Voting	4522806	975506	21.5686	975486	20	99.9979	0.0021
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4522806	975506	21.5686	975486	20	99.9979
Total		17270000	13463289	77.9577	13463269	20	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

SHWETA GOKARN & CO.  
COMPANY SECRETARIES

1405, 14<sup>th</sup> Floor, Haware Infotech Park, Opp. Inorbit Mall, Sector 30A, Vashi, Navi Mumbai 400 705  
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**SCRUTINIZER'S REPORT**

**THE MEETING OF THE EQUITY SHAREHOLDERS OF PRADEEP METALS LIMITED**

**[Pursuant to directions of National Company Law Tribunal (NCLT) Mumbai Bench in the Company  
Scheme Application C.A (CAA)/ 213/MB/2025]**

To,

**The Chairperson,**

**Hon'ble Nina Lath Gupta**

The Hon'ble Chairperson appointed by the Hon'ble National Company Law Tribunal, Mumbai Bench (NCLT/Tribunal) for convening Meeting of Equity Shareholders of Pradeep Metals Limited (hereinafter referred to as **"Company"** or **"Transferee Company"**)

**Sub: Report of the Scrutinizer on the results of remote e-voting and e-voting conducted during the Meeting of the Equity Shareholders of Pradeep Metals Limited convened, as per the Hon'ble National Company Law Tribunal, Mumbai Bench order dated April 08, 2026, on Friday, June 12, 2026 at 05:00 P.M IST through Video Conferencing ("VC") / Other Audio-Visual Means ("VC"/ "OAVM" ) for the purpose of approving the arrangement embodied in the Scheme of Amalgamation amongst Nami Capital Private Limited ("NCPL" or "Transferor Company") and Pradeep Metals Limited ("Company" or "Transferee Company, pursuant to provisions of Sections 230 - 232 of the Companies Act, 2013 (hereinafter referred to as the "Companies Act") and other applicable provisions thereof and applicable rules thereunder.**

Dear Madam,

I, Shweta Gokarn, Proprietor of Shweta Gokarn & Co., Company Secretaries, have been appointed as the Scrutinizer by the Hon'ble National Company Law Tribunal, Mumbai Bench vide its order dated **April 08, 2026** passed in C.A. (CAA) 213/MB/2025 for the purpose of scrutinizing the remote electronic voting including electronic voting during the Meeting for the resolution contained in the notice dated May 08, 2026 of the NCLT Convened Meeting ("Meeting") of the Equity Shareholders of Pradeep Metals Limited held on **Friday, June 12, 2026 at 05:00 P.M. IST through Video Conferencing ("VC") / Other Audio-Visual Means ("VC"/ "OAVM" )** pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

My responsibility as a Scrutinizer was restricted to ensure that the voting process is conducted in a fair and a transparent manner and submit my Report on the voting on the resolutions based on the reports generated on the electronic voting system.

I hereby submit my Report as under:



**Issuance of Notice to the Members:**

1. National Company Law Tribunal ("NCLT") vide its Order dated April 08, 2026 ("NCLT Order") has inter-alia directed a Meeting of the Equity Shareholders of the Transferee Company to be held for the purpose of considering, and if thought fit, approving with or without modification(s), the proposed Scheme of Amalgamation amongst Nami Capital Private Limited ("NCPL" or "Transferor Company") and Pradeep Metals Limited ("PML" or "Transferee Company") and their respective Shareholders ('Scheme') under Sections 230 to 232 read with Section 66 and other applicable provisions of the Companies Act, 2013 ('Act').
2. As per the directions of the NCLT vide its order dated April 08, 2026:
  - a. The Meeting of the Equity Shareholders of the Transferee Company was convened and held on Friday, June 12, 2026 at 5:00 P.M. (IST) through Video- Conference ('VC')/ Other Audio-Visual Means ("OVAM").
  - b. Notice of the Meeting dated May 08, 2026 ("Notice") along with the accompanying documents was sent through electronic mode to 4,968 Equity Shareholders by way of email communication on May 08, 2026 (to those Equity Shareholders whose email addresses are duly registered on May 01, 2026 with the Transferee Company and/or Registrar and Transfer Agent ('RTA') or Depositories for the purpose of receiving such notices by email) and by way of Speed Post to the Equity Shareholders whose email addresses are not registered with the Transferee Company and/or Registrar and Transfer Agent ('RTA') or Depositories.
  - c. The said Notice was also placed on the website of the Transferee Company at [www.pradeepmetals.com/scheme-of-amalgamations](http://www.pradeepmetals.com/scheme-of-amalgamations) and on the website of National Securities Depository Limited ("NSDL") at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) being the agency appointed by the Company to provide the e-voting and other facilities for convening the Meeting.
  - d. Notice of the Meeting of the Equity Shareholders of the Transferee Company was published on May 09, 2026 in "Financial Express", Maharashtra Edition in English and in "Navshakti" in Marathi language having circulation in Maharashtra, respectively.

**Voting process**

- a. The Meeting of Equity Shareholders through Video Conferencing (VC)/Other Audio-Visual Means (OVAM) was held in compliance with the MCA Circulars and SEBI Circulars without the physical presence of the Equity Shareholders at a common venue.
- b. The Members of the Company holding shares as on the 'cut-off' date i.e. June 05, 2026, were entitled to vote on the proposed resolution in the Notice dated May 08, 2026 of the Meeting of the Equity Shareholders of the Company.
- c. The Company had appointed National Securities Depository Limited ('NSDL') as the Agency for providing platform for remote e-voting as well as voting at the Meeting of the Equity Shareholders of the Company.



- d. The e-voting during the Meeting was conducted online on the website of NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- e. The remote e-voting period commenced from Tuesday, June 09, 2026 at 9:00 a.m. (09.00 hours) (IST) and ends on Thursday, June 11, 2026 at 5:00 p.m. (17.00 hours) (IST) and the Members had to cast their votes electronically on the platform during the period as mentioned above.
- f. For the purpose of ensuring that the Members who had cast their votes through remote e-voting do not cast the vote at the Meeting, NSDL provided me with the names / folio no. / DP Id's & Client Id's of the Members who had cast their vote through remote e-voting.

#### Counting process and results

On the closure of the e-voting after 15 minutes of conclusion of Meeting, the votes cast through e-voting during the Meeting and through remote e-voting prior to the date of the Meeting were unblocked from the website of NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) on Friday, June 12, 2026 in the presence of two witnesses who are not in the employment of the Company. Consolidated combined results of remote e-voting and voting at the Meeting are enclosed herewith.

#### Notes:

1. Percentages of votes cast in favour of or against the resolution are calculated based on the Valid Votes cast through e-voting process.
2. Votes cast in favour or against have been considered on the basis of number of Shares held as on the date reckoned for the purpose of voting.
3. There is no case where Members have voted both in remote e-voting as well as in e-voting during the Meeting.

Place: Navi Mumbai

Date: June 12, 2026

For Shweta Gokarn & Co.,

Company Secretaries

Peer Review Registration: 1693/2022



Ms. Shweta Gokarn

(Scrutiniser appointed by NCLT)

UDIN: A030393H000621390

ACS No.: 30393

C.P. No.: 11001

**RESOLUTION/AGENDA WISE DETAILS OF VOTING**

The combined result (Remote e-voting + voting at Meeting of Equity Shareholders) is as under:

**TO CONSIDER AND APPROVE SCHEME OF AMALGAMATION OF NAMI CAPITAL PRIVATE LIMITED WITH PRADEEP METALS LIMITED**

The Resolution as set out in the notice calling the Meeting of Equity Shareholders (Resolution) is reproduced below:

***“RESOLVED THAT*** pursuant to the provisions of Sections 230-232 and other applicable provisions of the Companies Act, 2013, the rules, circulars and notifications made thereunder (including any statutory modification or re-enactment thereof) as may be applicable, and subject to the provisions of the Memorandum and Articles of Association of the Company and subject to the approval of Hon’ble National Company Law Tribunal, Mumbai Bench (“NCLT”) and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by NCLT or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to mean and include one or more Committee(s) constituted by the Board or any person(s) which the Board may nominate to exercise its powers including the powers conferred by this resolution), the arrangement embodied in the Scheme of Amalgamation amongst Nami Capital Private Limited (“NCPL” or “Transferor Company”) and Pradeep Metals Limited (“PML” or “Transferee Company”) and their respective Shareholders (“Scheme”) placed before this Meeting and initiated by the Chairperson of the Meeting for the purpose of identification, be and is hereby approved.

***RESOLVED FURTHER THAT*** the Board be and is hereby authorized (directly or through any committee or any authorized person) to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the arrangement embodied in the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the NCLT while sanctioning the arrangement embodied in the Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise including passing of such accounting entries and/or making such adjustments in the books of accounts as considered necessary in giving effect to the Scheme, as the Board may deem fit and proper.

***RESOLVED FURTHER THAT*** the Board may delegate all or any of its powers herein conferred to any Director(s) and/or officer(s) of the Company to give effect to these Resolutions, if required, as it may in its absolute discretion deem fit, necessary or desirable, without any further approval from the shareholders of the Company.”



A. Votes cast by the public shareholders (i.e. excluding Promoter & Members of Promoter Group) as per clause 10(b)(i) of Part I (A) of SEBI Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023:

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Abstained Votes	
	Number of Members	Number of votes cast	% of total valid votes	Number of Members	Number of votes cast	% of total valid votes	Number of Members	Total number of votes
Remote E-Voting	30	9,94,400	99.9980%	1	20	0.0020%	0	0
E-Voting during Meeting	0	0	0	0	0	0	0	0
<b>Total</b>	<b>30</b>	<b>9,94,400</b>	<b>99.9980%</b>	<b>1</b>	<b>20</b>	<b>0.0020%</b>	<b>0</b>	<b>0</b>

B. Votes cast by the all the Equity Shareholders as per the provision of Section 230(6) of the Companies Act, 2013:

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Abstained Votes	
	Number of Members	Number of votes cast	% of total valid votes	Number of Members	Number of votes cast	% of total valid votes	Number of Members	Total number of votes
Remote E-Voting	30	9,94,400	7.3860%	1	20	0.0001%	0	0
E-Voting during Meeting	3	1,24,68,869	92.6139%	-	-	-	0	0
<b>Total</b>	<b>33</b>	<b>1,34,63,269</b>	<b>99.9999%</b>	<b>1</b>	<b>20</b>	<b>0.0001%</b>	<b>0</b>	<b>0</b>

1. Based on the aforesaid results, I report that, the Resolution approving the scheme has been approved by requisite majority of the Equity Shareholders of the Company as required under the Companies Act, 2013 and SEBI Circulars.
2. You may accordingly declare the result considering the combined report of the Remote e-Voting and e-voting during the Meeting of Equity Shareholders.
3. All the relevant records of Remote e-voting and e-voting during the Meeting of Equity Shareholders will be e-mailed to the Chairperson.



*Shweta*

4. All electronic data and other relevant records were handed over to the Company Secretary, authorized by the Board, for safekeeping.

Thanking you,

Yours sincerely,

Place: Navi Mumbai

Date: June 12, 2026

For Shweta Gokarn & Co.,

Company Secretaries

Peer Review Registration: 1693/2022



Ms. Shweta Gokarn

(Scrutiniser appointed by NCLT)

UDIN: A030393H000621390

ACS No.: 30393

C.P. No.: 11001

Witness

Ms. Sonali Jadhav

Ms. Yamini Kanodia

Abhishek Joshi

Company Secretary & Compliance Officer