



June 04, 2026

The Manager
BSE Limited
Corporate Relationship Department
P. J. Towers, Dalal Street,
Mumbai – 400 001.

The Manager
The National Stock Exchange of India Limited
Exchange Plaza,
Bandra - Kurla Complex, Bandra (E),
Mumbai – 400 051.

BSE Scrip Code No. 524280

NSE Symbol: KOPRAN

Sub: Outcome of the Meeting of the Equity Shareholders, Secured Creditors and Unsecured Creditors of Kopran Limited convened on Wednesday June 03, 2026 pursuant to Order dated April 09, 2026 passed by Hon'ble National Company Law Tribunal (NCLT) Mumbai Bench, Disclosure of Voting Results and Consolidated Scrutinizer's Report.

Dear Sir/Madam,

With reference to the above and our earlier communication on April 30, 2026 of the Notice convening the Meeting of the Equity Shareholders, Secured Creditors and Unsecured Creditors please find herewith:

A. Outcome of Equity Shareholders Meeting:

1. Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, **Summary of Proceedings of the meeting of Equity Shareholders** convened in terms of Order dated April 09, 2026 of the Hon'ble NCLT Mumbai Bench, held on June 03, 2026 ("Meeting") is enclosed herewith as **Annexure- 'A'**.
2. Further, the **Voting results** of the meeting are enclosed herewith as **Annexure- 'B'**.
3. The Consolidated **Scrutinizer's report** pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 are enclosed herewith as **Annexure- 'C'**.

B. Outcome of Secured Creditors Meeting:

1. Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, **Summary of Proceedings of the meeting of Secured Creditors** convened in terms of Order dated April 09, 2026 of the Hon'ble NCLT Mumbai Bench, held on June 03, 2026 ("Meeting") is enclosed herewith as **Annexure- 'D'**.





2. Further, the **Voting results** of the meeting are enclosed herewith as **Annexure- 'E'**.
3. The Consolidated **Scrutinizer's report** pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 are enclosed herewith as **Annexure- 'F'**.

C. Outcome of Unsecured Creditors Meeting:

1. Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, **Summary of Proceedings of the meeting of Unsecured Creditors** convened in terms of Order dated April 09, 2026 of the Hon'ble NCLT Mumbai Bench, held on June 03, 2026 ("Meeting") is enclosed herewith as **Annexure- 'G'**.
2. Further, the **Voting results** of the meeting are enclosed herewith as **Annexure- 'H'**.
3. The Consolidated **Scrutinizer's report** pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 are enclosed herewith as **Annexure- 'I'**.

Furthermore, 1 (one) item/ Resolution as proposed in the Notice convening Meetings has been passed with requisite majority.

The above information is available on the Company's website at: www.kopran.com

Kindly take the information on record.

Regards,
For Kopran Limited

Sunil Sodhani
Company Secretary & Compliance Officer
Membership No. FCS 3897

Encl: As above





Annexure- 'A'

Summary of Proceedings of the meeting of Equity Shareholders

1. Date, time and venue of the Meeting:

Pursuant to the Order dated April 09, 2026 ('Order') passed by the National Law Company Tribunal, Mumbai Bench ('NCLT') in the Company Scheme Application No. CA (CAA)/48(MB)/2026, the Tribunal Convened Meeting of the Equity Shareholders of the Company was held on Wednesday, the 3rd June, 2026 at 10:00 HH:MM, through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM"), following the operating procedures (with requisite modifications as may be required) referred to in General Circular No. 14/2020 dated April 8, 2020 and the latest being 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs ('MCA') (collectively referred to as 'MCA Circulars')

2. Proceedings in Brief:

Ms. Nina Lath Gupta, informed the shareholders that she had been appointed as the Chairperson of the meeting vide Order dated April 09, 2026 passed by the Hon'ble National Company Law Tribunal, Mumbai ["NCLT"] and she occupied the Chair.

The Chairperson welcomed the Shareholders and stated that as directed by the NCLT, the quorum for the meeting is as prescribed in the Order dated April 09, 2026 ('Order'). The requisite quorum being present, the Chairperson declared the meeting is in order. The Chairperson introduce the Directors, Company Secretary and Scrutinizer present at the meeting. The Notice of the NCLT Convened meeting and the Statement under Sections 230 and 102 of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, and other annexures, referred in the Index of the Notice have been sent/despached to the shareholders of the company at their e-mail /registered address.

The Chairperson with the permission of the members present took the Notice dated April 30, 2026 convening the meeting as read.

The Chairperson informed that as required under the Companies Act, 2013, read with Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company had provided the facility of remote e-voting through NSDL so as to enable the equity shareholders, to consider and approve the Scheme by way of the resolution. Accordingly, voting by equity shareholders





of the Applicant Company to the Scheme had been carried out through (i) remote e-voting and (ii) vote through e-voting system during the meeting through VC/OAVM held on June 03, 2026

Chairperson further informed that the e-voting period commenced on Wednesday, the May 27, 2026 at 09:00 HH:MM and ended on Tuesday the June 02, 2026 at 17:00 HH:MM.

The Chairperson then invited the members, who wished to speak or ask questions or queries if any, on the Scheme of Amalgamation. Few shareholders raised certain questions to which Mr. Surendra Somani, the Chairman and Managing Director of the Company addressed all the queries regarding the Scheme.

The Chairperson announced that the Company had arranged for voting through VC/OAVM on the resolution to be passed in the Meeting and those shareholders, who have not exercised their vote through remote e-voting may, if they desire, choose to exercise their vote through VC/OAVM which shall be open for 15 Minutes from the closure of the Meeting.

The Chairperson further announced that pursuant to the NCLT Order, Ms. Smita Vinayak Prabhu (Membership No. FCS 8337 and CP No. 10859) Practicing Company Secretary has been appointed as the scrutinizer to conduct the e-voting process and voting at the venue of the meeting in a fair and transparent manner.

The following item of business, as per the Notice of NCLT Convened Meeting was transacted at the meeting: -

Sr. No.	Resolution in brief
1	Approval of the Scheme of Amalgamation between Kopran Laboratories Limited (KLL) (Transferor Company) and Kopran Limited (KL) (Transferee Company) and its Shareholders pursuant to Sections 230 to 232 read with other relevant provisions if any of the Companies Act, 2013 ("Scheme")

The Chairperson informed that the combined results of votes cast through (i) remote e-voting process and (ii) e-voting during the Meeting will be announced within two working days from conclusion of the Meeting. The results, together with the Scrutinizer's Reports, will be displayed on the website of the Company i.e. www.kopran.com and on the website of NSDL i.e. <https://evoting.nsdl.com/> besides being communicated to BSE Limited and The National Stock Exchange of India Limited(NSE).





The Chairperson then thanked the members and the Directors for attending the meeting and declared the meeting as closed.

The Meeting ended at 10:48 HH:MM.

For Kopran Limited



Sunil Sodhani

Company secretary & Compliance Officer



Annexure- 'B'

Voting Results

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Scheme of Amalgamation between Kopran Laboratories Limited (KLL) (Transferor Company) and Kopran Limited (KL) (Transferee Company) and its Shareholders and Creditors pursuant to Sections 230 to 232 read with other relevant provisions if any of the Companies Act, 2013 ("Scheme").				
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	21449203	21449203	100.0000	21449203	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		21449203	21449203	100.0000	21449203	0	100.0000
Public-Institutions	E-Voting	157600	88914	56.4175	88914	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		157600	88914	56.4175	88914	0	100.0000
Public-Non Institutions	E-Voting	26678802	988527	3.7053	978408	10119	98.9764	1.0236
	Poll							
	Postal Ballot (if applicable)							
	Total		26678802	988527	3.7053	978408	10119	98.9764
Total	Total	48285605	22526644	46.6529	22516525	10119	99.9551	0.0449
Whether resolution is Pass or Not.						Yes <input type="checkbox"/>		
Disclosure of notes on resolution						Add Notes		




Smita Prabhu & Associates,
Company Secretaries,
E/1304, Madhav Shreeji Palacia, Opp. Swastik Regalia,
Near Bhoomi Acres, Waghbil, Off Ghodbunder Road,
Thane West, Pin – 400615.
☎ +91 9920403775 ✉ cs.smitaprabhu@gmail.com

To,

Mrs. Nina Lath Gupta.
The Chairperson appointed by the Hon'ble National Company Law Tribunal,
Mumbai Bench.

In the matter of the Meeting of the Equity Shareholders of KOPRAN LIMITED held on 3rd day of June, 2026 through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM").

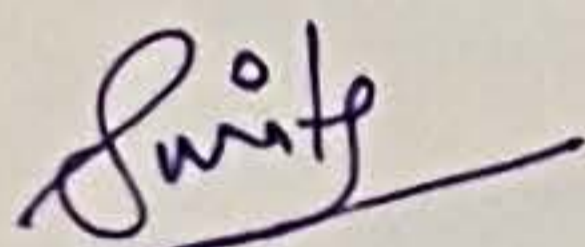
Subject: Combined Scrutinizer's Report and Voting Results of the Meeting of the Equity Shareholders of Koprana Limited ("Company") held on Wednesday, the 3rd day of June, 2026 at 10.00 a.m. (IST) ("Meeting") convened as per the directions of the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT").

Dear Madam,

I am pleased to submit the Combined Scrutinizer's Report and Voting Results for remote e-voting and the e - voting of the Meeting of the Equity Shareholders of Koprana Limited ("Company") held on Wednesday, the 3rd day of June, 2026 at 10.00 a.m. (IST) ("Meeting") through two-way Video Conferencing ('VC') facility / Other Audio Visual Means ('OAVM') at 1076, Dr. E. Moses Road, Worli, Mumbai – 400018.

The copy of which is attached herewith as Form No. MGT 13.

Thanking you
Yours Faithfully
For Smita Prabhu & Associates



Smita Prabhu
Proprietor
FCS: 8337, COP: 10859



Date: 04/06/2026

Place: THANE

Cc – To,
The Company Secretary and Compliance officer,
KOPRAN LIMITED,
Parijat House, 1076, Dr. E. Moses Road, Worli,
Mumbai - 400 018, Maharashtra.

Smita Prabhu & Associates,
Company Secretaries,
E/1304, Madhav Shreeji Palacia, Opp. Swastik Regalia,
Near Bhoomi Acres, Waghbil, Off Ghodbunder Road,
Thane West, Pin – 400615.
☎ +91 9920403775 ✉ cs.smitaprabhu@gmail.com

FORM NO. MGT 13

Combined Scrutinizer's Report for remote E-voting and E-voting of the Meeting of Equity Shareholders of Kopran Limited ("Company").

[Pursuant to the directions of the National Company Law Tribunal, Mumbai bench vide its order dated 9th day of April, 2026]

[Pursuant to section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

[Pursuant to Regulation 44 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")].

To,

Ms. Nina Lath Gupta

The Chairperson appointed by the Hon'ble National Company Law Tribunal,
Mumbai Bench for the meeting of Equity Shareholders of Kopran Limited.

Dear Madam,

Consolidated Scrutinizer's Report on Remote E-voting process and E-voting conducted at the Meeting of Equity Shareholders of Kopran Limited ("the Company") convened by the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT") held on Wednesday the 3rd June, 2026 at 10.00 a.m. conducted through video conferencing or other Audio Visual means (VC/OAVM)(hereinafter referred to as "the Meeting"), vide NCLT's Order dated 9th day of April, 2026.

The Hon'ble National Company Law Tribunal, Mumbai Bench ("Tribunal"), vide order dated 9th day of April, 2026 in Company Scheme Application No. CA(CAA)/48/MB/2026 ("Orders"), has *inter alia* directed Kopran Limited (the "Company") to convene and hold a meeting of the Equity Shareholders of the Company ("Equity Shareholders") for the purpose of considering and approving the Scheme of Amalgamation between Kopran Laboratories Limited (KLL) (Transferor Company) and Kopran Limited (KL) (Transferee company) and their respective shareholders (the "Scheme") under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ("the Act") through Video Conferencing ("VC") and/or any other audio-visual means. ("OAVM").

As per the directions in the said Orders and in terms of the notice of the meeting of Equity Shareholders dated 30th April, 2026 ("Notice"), the meeting of the Equity Shareholders was convened and held on Wednesday, 3rd June, 2026 at 10:00 a.m. IST through VC / OAVM (the "Meeting").



As directed by the Hon'ble Tribunal, the Company had provided the Equity Shareholders, the facility to vote on the resolution using an electronic voting system (i) remotely, before the Meeting, during the period specified in the Notice ("remote e-voting"); and (ii) at the Meeting ("e-voting at the meeting").

1. I, Smita Prabhu, proprietor of M/s Smita Prabhu & Associates, Practicing Company Secretary, was appointed by the Hon'ble National Company Law Tribunal, Mumbai Bench, vide its Order dated 9th day of April, 2026 passed in Company Application No. CA (CAA) NO. 48 /MB / 2026 as "the Scrutinizer" for the meeting of the Equity Shareholders held on Wednesday, 3rd June, 2026 at 10.00 a.m. conducted through video conferencing VC / OAVM, pursuant to applicable provisions of the Companies Act, 2013 (the Act) and General Circular No. 14/2020 dated April 8, 2020 and the latest being 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs ('MCA') (collectively referred to as 'MCA Circulars' and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024, issued by the Securities and Exchange Board of India (hereinafter referred to as the 'Circular issued by SEBI') read with NCLT's order dated 9th day of April, 2026, for the purpose of scrutinizing the process of remote e-voting and by e-voting at the Meeting seeking approval of the Equity Shareholders to the proposed Scheme of Amalgamation between Koprani Laboratories Limited (KLL), the Transferor Company and Koprani Limited (KL), the Transferee Company and their respective shareholders under Section 230 to 232 of the Companies Act, 2013, in terms of the Notice dated 30th day of April, 2026.
2. As the Scrutinizer, I have to scrutinize:
 - (i) process of e-voting remotely, before the Meeting using an electronic voting system on the dates referred to in the Notice calling the NCLT convened Meeting of Equity Shareholders (remote e-voting); and
 - (ii) process of e-voting at the Meeting through electronic voting system (e-voting).

Management's Responsibility

3. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and applicable Rules read with MCA Circulars referred above relating to voting through electronic means (i.e. by remote e-voting) and e-voting at the Meeting of the Equity Shareholders conducted through VC/OAVM in respect of the resolution contained in the Notice dated 30th day of April, 2026.



Scrutinizer's Responsibility

4. My responsibility as Scrutinizer for the voting process through electronic means (i.e. by remote e-voting) and e-voting at the meeting of the Equity Shareholders conducted through VC/OAVM is restricted to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolution, based on the report generated from the e-voting system provided by National Securities Depositories Limited (NSDL), the authorized agency engaged by the Company to provide e-voting facility and attendant papers/ documents furnished to me electronically by the Company and/ or NSDL for my verification.

Cut-off date

5. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Friday, 22nd May, 2026 were entitled to vote on the resolution and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

Dispatch Of Notice Convening The Meeting Of The Equity Shareholders

6. The Notice, together with the documents accompanying the same, including the explanatory statement and the Scheme, was sent through email / Speed Post / Courier to the Equity Shareholders whose names were registered with the Company/ depositories.
7. As directed by the said Orders, the Company had published advertisements of the Notice in English newspaper viz. Free Press Journal (Mumbai Edition) and in Marathi newspaper viz. Navshakti (Mumbai Edition) on Saturday, 2nd May, 2026 both having wide circulation in Mumbai.
- 8. Combined e-voting process at the Meeting**
- i. The remote e-voting period remained open from Wednesday, 27th May, 2026 (09:00 a.m.) to Tuesday, 2nd June, 2026 (5:00 p.m.).
- ii. The e-votes cast were unblocked on Wednesday, 03rd June, 2026 after the conclusion of the time fixed for closing of the e-voting by the Chairperson.
- iii. Thereafter the details containing inter alia, list of Equity Shareholders, who have voted "for" or "against" the Resolution that was put to vote, was generated from the e-voting website of NSDL i.e. (www.evoting.nsdl.com)
9. I, submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e- voting at the Meeting of the Equity Shareholders conducted through VC/OAVM based on the reports down loaded from NSDL e-voting Website: (www.evoting.nsdl.com).

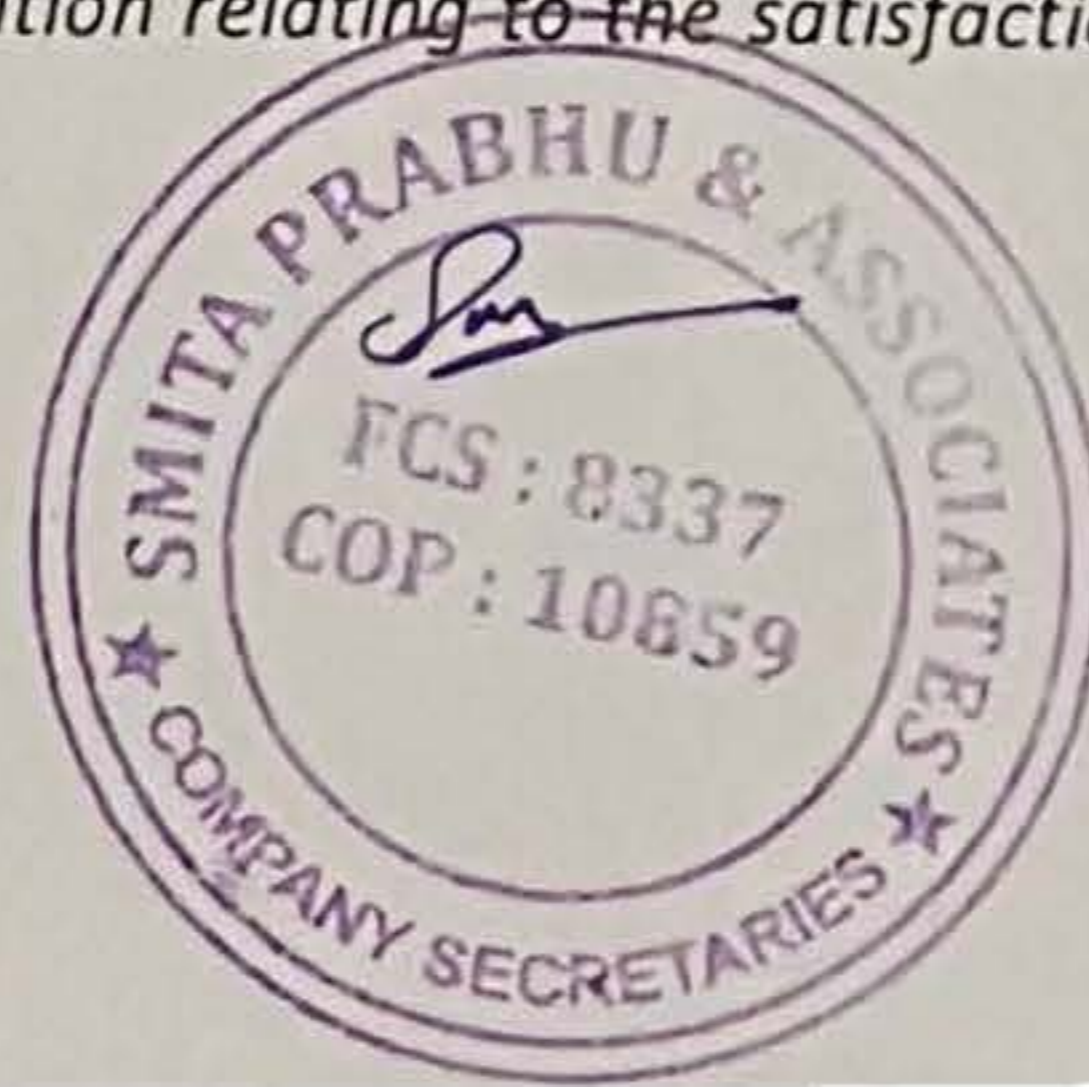


Smita Prabhu & Associates,
Company Secretaries,
E/1304, Madhav Shreeji Palacia, Opp. Swastik Regalia,
Near Bhoomi Acres, Waghbil, Off Ghodbunder Road,
Thane West, Pin – 400615.
☎ +91 9920403775 ✉ cs.smitaprabhu@gmail.com

Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 230 to 232 of the Companies Act, 2013, and any other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and the rules, circulars and notifications made there under as may be applicable, Section 2(1B) and other applicable provisions of the Income-Tax Act, 1961, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time), SEBI Master circular no. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated 20th June, 2023 issued by the Securities and Exchange Board of India (“SEBI”) and as amended from time to time, read with the observation letters dated 26th February, 2026 and 27th February, 2026 respectively issued by BSE Limited and the National Stock Exchange of India Limited and relevant provisions of other applicable laws, the provisions of the Memorandum of Association and Articles of Association of the Company, and subject to the approval of the Hon’ble National Company Law Tribunal, Mumbai Bench (“NCLT”) and /or the National Company Law Appellate Tribunal or such other forum or authority as may be vested with the appellate jurisdiction in relation to approval of the Scheme and 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 deemed appropriate, at any time and for any reason whatsoever, or which may otherwise be considered necessary, desirable or as may be prescribed or imposed by the NCLT or by any regulatory or other authorities, while granting such approvals, permissions and sanctions, 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/ to be 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 proposed Scheme of Amalgamation between Kopran Laboratories Limited (KLL) (Transferor Company) and Kopran Limited (KL) (Transferee Company) and its Shareholders and Creditors (“Scheme”) placed before this meeting and initialed by the Chairperson of the meeting for the purpose of identification (the “Scheme”), as per the draft enclosed to this notice, be and is hereby approved;

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution and for removal of any difficulties or doubts, the Board, be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion, deem desirable, necessary, expedient, usual or proper, and to settle any questions or difficulties or doubts that may arise, including passing of such accounting entries and / or making such adjustments in the books of accounts, transfer /vesting of such assets and liabilities as considered necessary to give effect to the above resolution, settling of any questions or difficulties arising under the Scheme or in regard to and of the meaning or interpretation of the Scheme or implementation thereof or in any matter what so ever connected therewith, or to review the position relating to the satisfaction of various conditions of the Scheme



and if necessary, to waive any of those, and to make modifications, amendments, revisions, edits and all other actions as may be required to finalise the Scheme and do all acts, deeds and things as may be necessary, desirable or expedient for carrying the Scheme into effect or to carry out such modifications/directions as may be required and/or imposed and/or permitted by the NCLT while sanctioning the Scheme, or by any governmental authorities, to do and perform and to authorize the performance of all such acts and deeds which are necessary or advisable for the implementation of the Scheme and upon the sanction of the Scheme by, amongst others, the NCLT and/or SEBI and/or any other regulatory/Government authorities, to implement and to make the Scheme effective, without any further approval of the Board or to approve withdrawal (and where applicable, re-filing) of the Scheme at any stage for any reason including in case any changes and/or modifications are suggested/required to be made in the Scheme or any condition suggested, required or imposed, whether by any shareholder and /or creditor of the Company, the SEBI, the NCLT, and/or any other authority, are in its view not acceptable to the Company, and/or if the Scheme cannot be implemented otherwise, and to do all such acts, deeds and things as it may deem necessary and desirable in connection there with and incidental thereto, to approve and authorize execution of any agreements, deeds, documents, declarations, affidavits, writings, etc. (including any alterations or modifications in the documents executed or to be executed), whether or not under the Common Seal of the Company, as may be required from time to time in connection with the Scheme.”

COMBINED VOTING RESULTS AS PER COMPANIES ACT, 2013.

(i) Voted in favour of the resolution

Number of members voted		Number of votes cast by them	
Remote E-Voting	E-Voting at the meeting	Remote E-Voting	E-Voting at the meeting
129	2	2,25,16,523	2
Total - 131		Total – 2,25,16,525	

(ii) Voted against the resolution

Number of members voted		Number of votes cast by them	
Remote E-Voting	E-Voting at the meeting	Remote E-Voting	E-Voting at the meeting
5	1	10,109	10
Total - 6		Total - 10119	



(iii) Invalid/Abstain votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

SUMMARY OF COMBINED VOTING RESULTS AS PER COMPANIES ACT, 2013.

Voted in favour of the resolution			Voted against the resolution		
Number of members voted	Number of votes cast by them	% of total number of valid vote cast	Number of members voted	Number of votes cast by them	% of total number of valid vote cast
131	2,25,16,525	99.96%	6	10119	0.04%

10. Based on the foregoing, the Resolution as mentioned in serial No. 1 forming part of the Notice dated 30th April, 2026 stands passed with requisite majority under remote e-voting and e- voting at the Meeting.
11. Based on the foregoing, the Resolution as proposed in the Notice dated 30th April, 2026 of the NCLT convened Meeting shall be deemed to have been approved on the date of the NCLT convened meeting of Equity Shareholders of the Company, i.e., on 3rd June, 2026 with a majority of Equity Shareholders representing three-fourths in value of the Equity Shareholders who have voted in favour through remote-e-voting or by way of e- voting at the meeting.



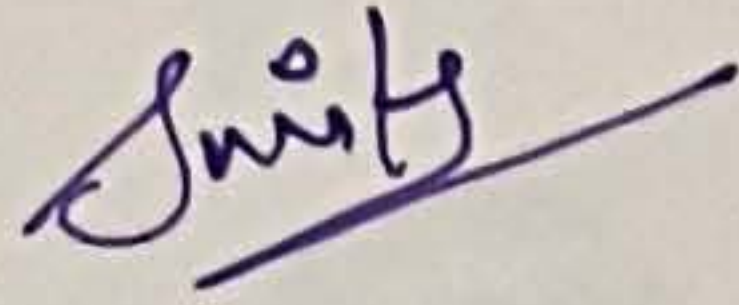
Smita Prabhu & Associates,
Company Secretaries,
E/1304, Madhav Shreeji Palacia, Opp. Swastik Regalia,
Near Bhoomi Acres, Waghbil, Off Ghodbunder Road,
Thane West, Pin – 400615.
☎ +91 9920403775 ✉ cs.smitaprabhu@gmail.com

12. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Mr. Sunil Sodhani Company Secretary of the Company, for preserving safely after the Chairperson considers, approves and signs the minutes of the Meeting.

Thanking you,

Yours faithfully,

For M/s Smita Prabhu & Associates



Smita Prabhu
(Proprietor)
FCS: 8337, COP: 10859

UDIN: F008337H000578225
Peer Review Certificate no. 1536/2021



Smita Prabhu & Associates,
Company Secretaries,
E/1304, Madhav Shreeji Palacia, Opp. Swastik Regalia,
Near Bhoomi Acres, Waghbil, Off Ghodbunder Road,
Thane West, Pin – 400615.
☎ +91 9920403775 ✉ cs.smitaprabhu@gmail.com

To,
Mrs. Nina Lath Gupta.
The Chairperson appointed by the Hon'ble National Company Law Tribunal,
Mumbai Bench.

In the matter of the Meeting of the Equity Shareholders (Public Category) of KOPRAN LIMITED held on 3rd day of June, 2026 through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM").

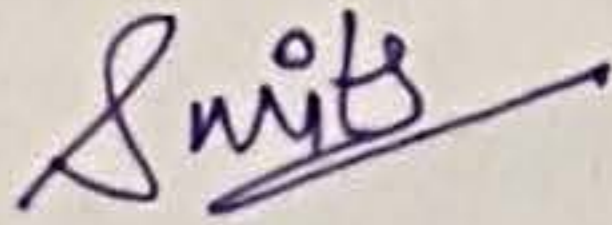
Subject: Combined Scrutinizer's Report and Voting Results of the Meeting of the Equity Shareholders (Public Category) of Kopran Limited ("Company") held on Wednesday, the 3rd day of June, 2026 at 10.00 a.m. (IST) ("Meeting") convened as per the directions of the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT").

Dear Madam,

I am pleased to submit the Combined Scrutinizer's Report and Voting Results for remote e-voting and the e - voting of the Meeting of the Equity Shareholders (Public category) of Kopran Limited ("Company") held on Wednesday, the 3rd day of June, 2026 at 10.00 a.m. (IST) ("Meeting") through two-way Video Conferencing ('VC') facility / Other Audio Visual Means ('OAVM') at 1076, Dr. E. Moses Road, Worli, Mumbai – 400018.

The copy of which is attached herewith as Form No. MGT 13.

Thanking you
Yours Faithfully
For Smita Prabhu & Associates



Smita Prabhu
Proprietor
FCS: 8337, COP: 10859
Date: 04/06/2026
Place: THANE



Cc – To,
The Company Secretary and Compliance officer,
KOPRAN LIMITED,
Parijat House, 1076, Dr. E. Moses Road, Worli,
Mumbai - 400 018, Maharashtra.

Smita Prabhu & Associates,
Company Secretaries,
E/1304, Madhav Shreeji Palacia, Opp. Swastik Regalia,
Near Bhoomi Acres, Waghbil, Off Ghodbunder Road,
Thane West, Pin – 400615.
☎ +91 9920403775 ✉ cs.smitaprabhu@gmail.com

FORM NO. MGT 13

Combined Scrutinizer's Report for remote E-voting and E-voting of the Meeting of Equity Shareholders (Public Category) of Kopran Limited ("Company").

[Pursuant to the directions of the National Company Law Tribunal, Mumbai bench vide its order dated 9th day of April, 2026]

[Pursuant to section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

[Pursuant to Regulation 44 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")].

To,

Ms. Nina Lath Gupta

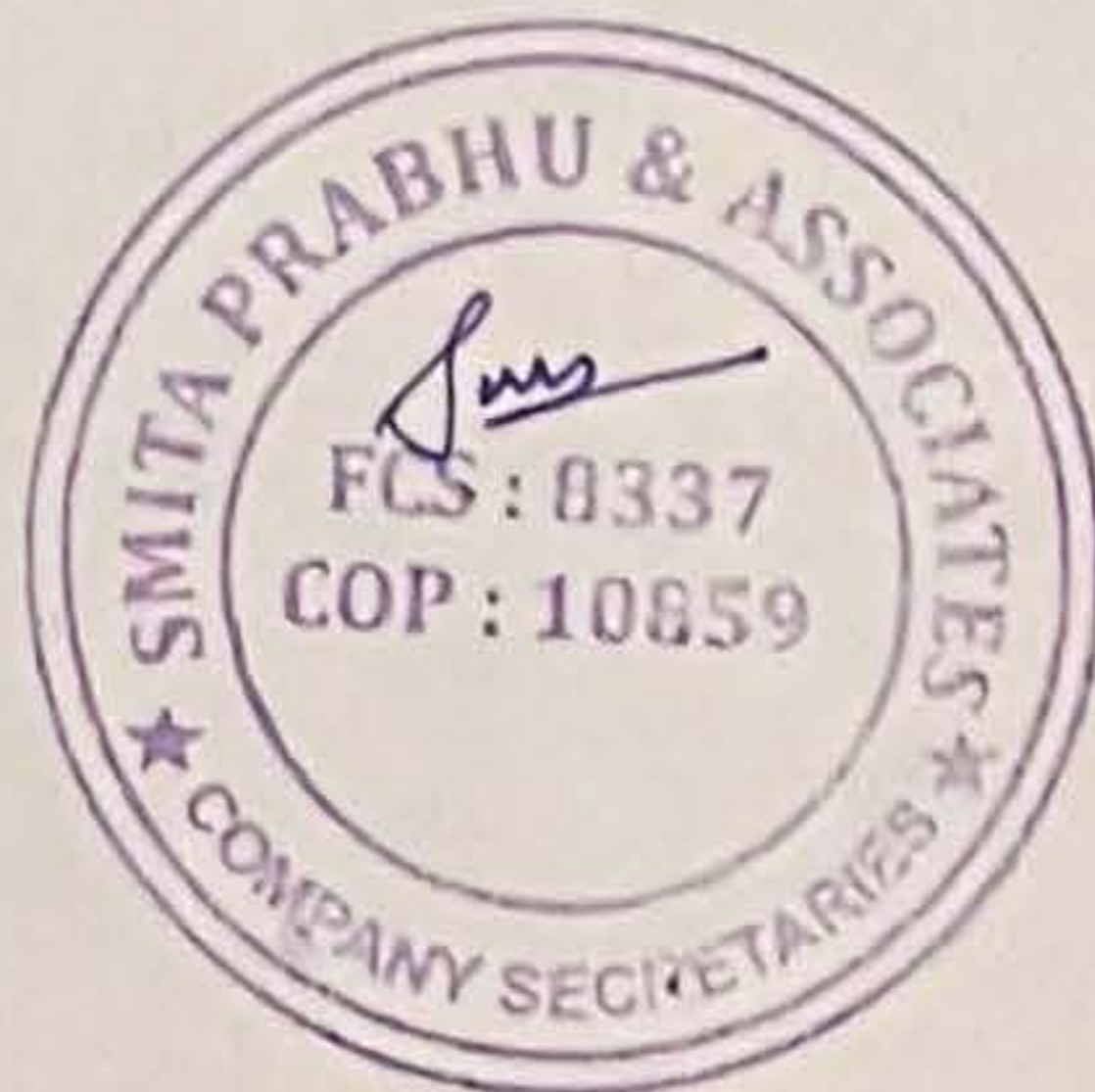
The Chairperson appointed by the Hon'ble National Company Law Tribunal,
Mumbai Bench for the meeting of Equity Shareholders of Kopran Limited.

Dear Madam,

Consolidated Scrutinizer's Report on Remote E-voting process and E-voting conducted at the Meeting of Equity Shareholders (Public category) of Kopran Limited ("the Company") convened by the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT") held on Wednesday the 3rd June, 2026 at 10.00 a.m. conducted through video conferencing or other Audio Visual means (VC/OAVM) (hereinafter referred to as "the Meeting"), vide NCLT's Order dated 9th day of April, 2026.

The Hon'ble National Company Law Tribunal, Mumbai Bench ("Tribunal"), vide order dated 9th day of April, 2026 in Company Scheme Application No. CA(CAA)/48/MB/2026 ("Orders"), has *inter alia* directed Kopran Limited (the "Company") to convene and hold a meeting of the Equity Shareholders (Public Category) of the Company ("Equity Shareholders – Public Category") for the purpose of considering and approving the Scheme of Amalgamation between Kopran Laboratories Limited (KLL) (Transferor Company) and Kopran Limited (KL) (Transferee company) and their respective shareholders (the "Scheme") under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ("the Act") through Video Conferencing ("VC") and/or any other audio-visual means. ("OAVM").

As per the directions in the said Orders and in terms of the notice of the meeting of Equity Shareholders dated 30th April, 2026 ("Notice"), the meeting of the Equity Shareholders was convened and held on Wednesday, 3rd June, 2026 at 10:00 a.m. IST through VC / OAVM (the "Meeting").



As directed by the Hon'ble Tribunal, the Company had provided the Equity Shareholders (Public Category), the facility to vote on the resolution using an electronic voting system (i) remotely, before the Meeting, during the period specified in the Notice ("remote e-voting"); and (ii) at the Meeting ("e-voting at the meeting").

1. I, Smita Prabhu, proprietor of M/s Smita Prabhu & Associates, Practicing Company Secretary, was appointed by the Hon'ble National Company Law Tribunal, Mumbai Bench, vide its Order dated 9th day of April, 2026 passed in Company Application No. CA (CAA) NO. 48 /MB / 2026 as "the Scrutinizer" for the meeting of the Equity Shareholders held on Wednesday, 3rd June, 2026 at 10.00 a.m. conducted through video conferencing VC / OAVM, pursuant to applicable provisions of the Companies Act, 2013 (the Act) and General Circular No. 14/2020 dated April 8, 2020 and the latest being 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs ('MCA') (collectively referred to as 'MCA Circulars') and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024, issued by the Securities and Exchange Board of India (hereinafter referred to as the 'Circular issued by SEBI') and SEBI Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated 20th June, 2023 read with NCLT's order dated 9th day of April, 2026, for the purpose of scrutinizing the process of remote e-voting and by e-voting at the Meeting seeking approval of the Equity Shareholders (Public Category) to the proposed Scheme of Amalgamation between Kopran Laboratories Limited (KLL), the Transferor Company and Kopran Limited (KL), the Transferee Company and their respective shareholders under Section 230 to 232 of the Companies Act, 2013, in terms of the Notice dated 30th day of April, 2026.
2. As the Scrutinizer, I have to scrutinize:
 - (i) process of e-voting remotely, before the Meeting using an electronic voting system on the dates referred to in the Notice calling the NCLT convened Meeting of Equity Shareholders (Public Category) (remote e-voting); and
 - (ii) process of e-voting at the Meeting through electronic voting system (e-voting).

Management's Responsibility

3. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and applicable Rules read with MCA Circulars referred above relating to voting through electronic means (i.e. by remote e-voting) and e-voting at the Meeting of the Equity Shareholders (Public Category) conducted through VC/OAVM in respect of the resolution contained in the Notice dated 30th day of April, 2026.



Scrutinizer's Responsibility

4. My responsibility as Scrutinizer for the voting process through electronic means (i.e. by remote e-voting) and e-voting at the meeting of the Equity Shareholders (Public Category) conducted through VC/OAVM is restricted to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolution, based on the report generated from the e-voting system provided by National Securities Depositories Limited (NSDL), the authorized agency engaged by the Company to provide e-voting facility and attendant papers/ documents furnished to me electronically by the Company and/ or NSDL for my verification.

Cut-off date

5. The Equity Shareholders (**Public Category**) of the Company as on the "cut-off" date, as set out in the Notice, i.e., Friday, 22nd May, 2026 were entitled to vote on the resolution and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

Dispatch Of Notice Convening the Meeting of The Equity Shareholders

6. The Notice, together with the documents accompanying the same, including the explanatory statement and the Scheme, was sent through email / Speed Post / Courier to the Equity Shareholders whose names were registered with the Company/ depositories.
7. As directed by the said Orders, the Company had published advertisements of the Notice in English newspaper viz. Free Press Journal (Mumbai Edition) and in Marathi newspaper viz. Navshakti (Mumbai Edition) on Saturday, 2nd May, 2026 both having wide circulation in Mumbai.
8. **Combined e-voting process at the Meeting**
- i. The remote e-voting period remained open from Wednesday, 27th May, 2026 (09:00 a.m.) to Tuesday, 2nd June, 2026 (5:00 p.m.).
- ii. The e-votes cast were unblocked on Wednesday, 03rd June, 2026 after the conclusion of the time fixed for closing of the e-voting by the Chairperson.
- iii. Thereafter the details containing inter alia, list of Equity Shareholders (Public Category), who have voted "for" or "against" the Resolution that was put to vote, was generated from the e-voting website of NSDL i.e. (www.evoting.nsdl.com)

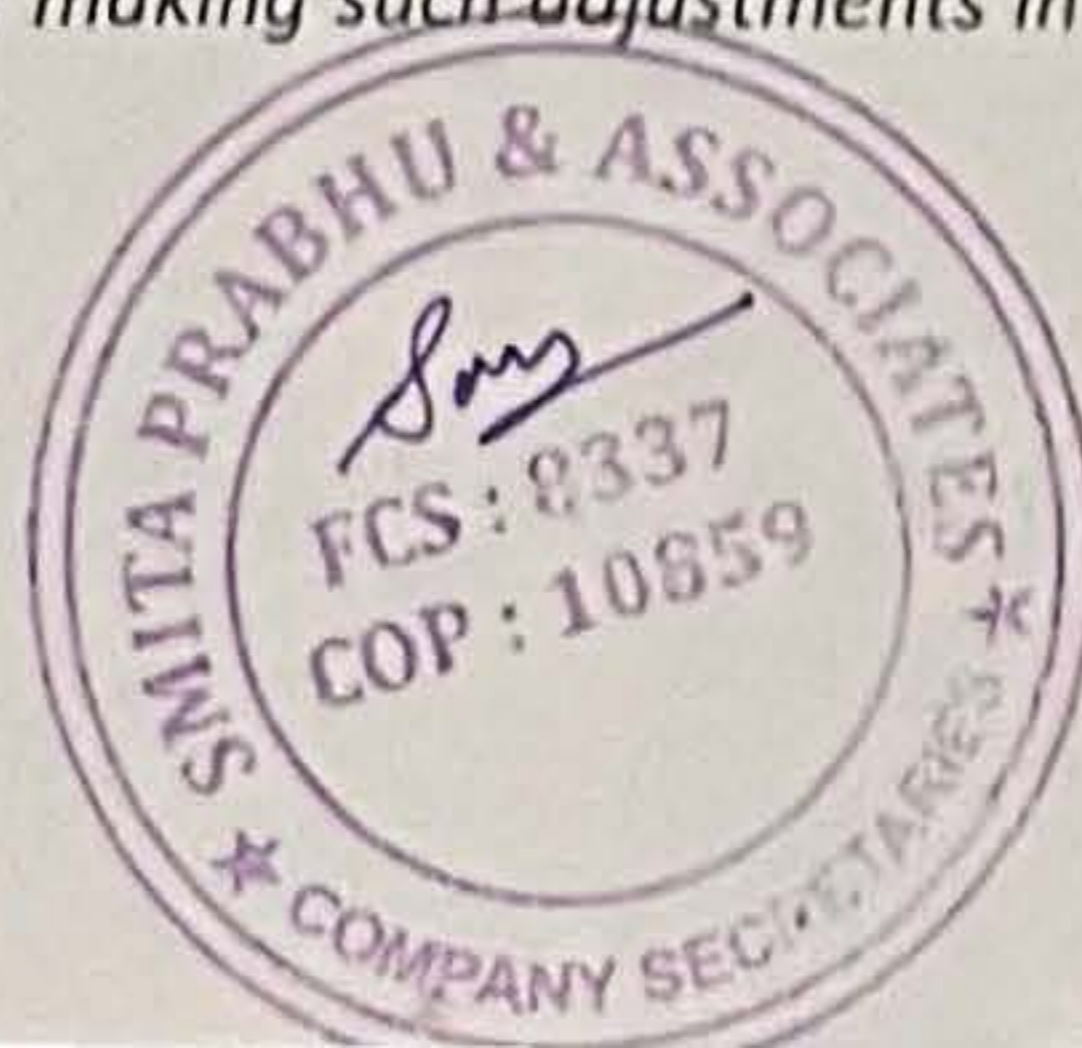


9. I, submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting at the Meeting of the Equity Shareholders (Public Category) conducted through VC/OAVM based on the reports down loaded from NSDL e-voting Website: (www.evoting.nsdl.com).

Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 230 to 232 of the Companies Act, 2013, and any other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and the rules, circulars and notifications made there under as may be applicable, Section 2(1B) and other applicable provisions of the Income-Tax Act, 1961, the Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time), SEBI Master circular no. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated 20th June, 2023 issued by the Securities and Exchange Board of India("SEBI") and as amended from time to time, read with the observation letters dated 26th February, 2026 and 27th February, 2026 respectively issued by BSE Limited and the National Stock Exchange of India Limited and relevant provisions of other applicable laws, the provisions of the Memorandum of Association and Articles of Association of the Company, and subject to the approval of the Hon'ble National Company Law Tribunal, Mumbai Bench("NCLT")and /or the National Company Law Appellate Tribunal or such other forum or authority as may be vested with the appellate jurisdiction in relation to approval of the Scheme and 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 deemed appropriate, at any time and for any reason whatsoever, or which may otherwise be considered necessary, desirable or as may be prescribed or imposed by the NCLT or by any regulatory or other authorities, while granting such approvals, permissions and sanctions, 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/ to be 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 proposed Scheme of Amalgamation between Kopran Laboratories Limited (KLL) (Transferor Company) and Kopran Limited (KL) (Transferee Company) and its Shareholders and Creditors ("Scheme") placed before this meeting and initialed by the Chairperson of the meeting for the purpose of identification (the "Scheme"), as per the draft enclosed to this notice, be and is hereby approved;

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution and for removal of any difficulties or doubts, the Board, be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion, deem desirable, necessary, expedient, usual or proper, and to settle any questions or difficulties or doubts that may arise, including passing of such accounting entries and / or making such adjustments in the books of accounts, transfer /vesting of



Smita Prabhu & Associates,
Company Secretaries,
E/1304, Madhav Shreeji Palacia, Opp. Swastik Regalia,
Near Bhoomi Acres, Waghbil, Off Ghodbunder Road,
Thane West, Pin – 400615.
☎ +91 9920403775 ✉ cs.smitaprabhu@gmail.com

such assets and liabilities as considered necessary to give effect to the above resolution, settling of any questions or difficulties arising under the Scheme or in regard to and of the meaning or interpretation of the Scheme or implementation thereof or in any matter what so ever connected therewith, or to review the position relating to the satisfaction of various conditions of the Scheme and if necessary, to waive any of those, and to make modifications, amendments, revisions, edits and all other actions as may be required to finalise the Scheme and do all acts, deeds and things as may be necessary, desirable or expedient for carrying the Scheme into effect or to carry out such modifications/directions as may be required and/or imposed and/or permitted by the NCLT while sanctioning the Scheme, or by any governmental authorities, to do and perform and to authorize the performance of all such acts and deeds which are necessary or advisable for the implementation of the Scheme and upon the sanction of the Scheme by, amongst others, the NCLT and/or SEBI and/or any other regulatory/Government authorities, to implement and to make the Scheme effective, without any further approval of the Board or to approve withdrawal (and where applicable, re-filing) of the Scheme at any stage for any reason including in case any changes and/or modifications are suggested/required to be made in the Scheme or any condition suggested, required or imposed, whether by any shareholder and /or creditor of the Company, the SEBI, the NCLT, and/or any other authority, are in its view not acceptable to the Company, and/or if the Scheme cannot be implemented otherwise, and to do all such acts, deeds and things as it may deem necessary and desirable in connection there with and incidental thereto, to approve and authorize execution of any agreements, deeds, documents, declarations, affidavits, writings, etc. (including any alterations or modifications in the documents executed or to be executed), whether or not under the Common Seal of the Company, as may be required from time to time in connection with the Scheme.”

COMBINED VOTING RESULTS OF PUBLIC SHAREHOLDERS & NON-PROMOTER- NON-PUBLIC SHAREHOLDER (In terms of Part - 1(A)(10)(a) of SEBI Master circular No SEBI/HO/CFD/POD/P/CIR/2023/93 dated June 20, 2023).

(i) Voted in favour of the resolution – Equity Shareholders (Public Category)

Number of members voted		Number of votes cast by them	
Remote E-Voting	E-Voting at the meeting	Remote E-Voting	E-Voting at the meeting
117	2	10,67,320	2
Total - 119		Total – 10,67,322	



(ii) Voted against the resolution – Equity Shareholders (Public Category)

Number of members voted		Number of votes cast by them	
Remote E-Voting	E-Voting at the meeting	Remote E-Voting	E-Voting at the meeting
5	1	10,109	10
Total - 6		Total - 10119	

(iii) Invalid/Abstain votes – Equity Shareholders (Public Category)

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

**SUMMARY OF COMBINED VOTING RESULTS OF PUBLIC SHAREHOLDERS & NON-PROMOTER-
 NON-PUBLIC SHAREHOLDER.**

Voted in favour of the resolution			Voted against the resolution		
Number of members voted	Number of votes cast by them	% of total number of valid vote cast	Number of members voted	Number of votes cast by them	% of total number of valid vote cast
119	10,67,322	99.06%	6	10119	0.94%

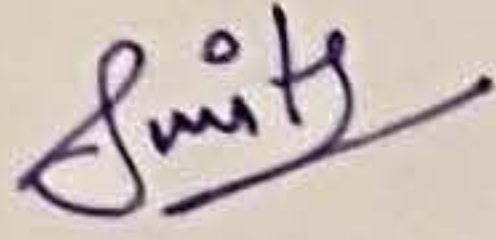
10. Based on the foregoing, the Resolution as mentioned in serial No. 1 forming part of the Notice dated 30th April, 2026 stands passed with requisite majority under remote e-voting and e- voting at the Meeting.
11. Based on the foregoing, the Resolution as proposed in the Notice dated 30th April, 2026 of the NCLT convened Meeting shall be deemed to have been approved on the date of the NCLT convened meeting of Equity Shareholders (Public Category) of the Company, i.e., on 3rd June, 2026 with the votes cast by the Public Shareholders (through remote e-voting or e-voting during the meeting) in favour of the aforesaid resolution for approval of Scheme are more than the number of votes cast by the Public Shareholders against it.



Smita Prabhu & Associates,
Company Secretaries,
E/1304, Madhav Shreeji Palacia, Opp. Swastik Regalia,
Near Bhoomi Acres, Waghbil, Off Ghodbunder Road,
Thane West, Pin – 400615.
☎ +91 9920403775 ✉ cs.smitaprabhu@gmail.com

12. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Mr. Sunil Sodhani Company Secretary of the Company, for preserving safely after the Chairperson considers, approves and signs the minutes of the Meeting.

Thanking you,
Yours faithfully,
For M/s Smita Prabhu & Associates



Smita Prabhu
(Proprietor)
FCS: 8337, COP: 10859

UDIN: F008337H000578335
Peer Review Certificate no. 1536/2021





Annexure- 'D'

Summary of Proceedings of the meeting of Secured Creditors

1. Date, time and venue of the Meeting:

Pursuant to the Order dated April 09, 2026 ('Order') passed by the National Law Company Tribunal, Mumbai Bench ('NCLT') in the Company Scheme Application No. CA (CAA)/48(MB)/2026, the Tribunal Convened Meeting of the Secured Creditors of the Company was held on Wednesday, the 3rd June, 2026 at 11:30 HH:MM through Video Conferencing("VC")/Other Audio Visual Means ("OAVM"), following the operating procedures (with requisite modifications as may be required) referred to in General Circular No. 14/2020 dated April 8, 2020 and the latest being 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs ('MCA') (collectively referred to as 'MCA Circulars')

2. Proceedings in Brief:

Ms. Nina Lath Gupta, informed the Secured Creditors that she had been appointed as the Chairperson of the meeting vide Order dated April 09, 2026 passed by the Hon'ble National Company Law Tribunal, Mumbai ["NCLT"] and she occupied the Chair.

The Chairperson welcomed the Secured Creditors and stated that as directed by the NCLT, the quorum for the meeting is as prescribed in the Order dated April 09, 2026 ('Order'). The requisite quorum being present, the Chairperson declared the meeting is in order. The Chairperson introduce the Directors, Company Secretary and Scrutinizer present at the meeting. The Notice of the NCLT Convened meeting and the Statement under Sections 230 and 102 of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, and other annexures, referred in the Index of the Notice have been sent/dispatched to the Secured Creditors of the Company at their e-mail/registered address. The Chairperson with the permission of the Secured Creditors present took the Notice dated April 30, 2026 convening the meeting as read.

The Chairperson informed that as required under the Companies Act, 2013, read with Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company had provided the facility of remote e-voting through NSDL so as to enable the Secured Creditors, to consider and approve the Scheme by way of the resolution. Accordingly, voting by Secured Creditors





of the Applicant Company to the Scheme had been carried out through (i) remote e-voting and (ii) vote through e-voting system during the meeting through VC/OAVM held on June 03, 2026

Chairperson further informed that the e-voting period commenced on Wednesday, the May 27, 2026 at 09:00 HH:MM and ended on Tuesday the June 02, 2026 at 17:00 HH:MM.

The Chairperson then invited the Secured Creditors, who wished to speak or ask questions or queries if any, on the Scheme of Amalgamation. No question were raised by the Creditors.

The Chairperson announced that the Company had arranged for voting through VC/OAVM on the resolution to be passed in the Meeting and those Secured Creditors, who have not exercised their vote through remote e-voting may, if they desire, choose to exercise their vote through VC/OAVM which shall be open for 15 Minutes from the closure of the Meeting.

The Chairperson further announced that pursuant to the NCLT Order, Ms. Smita Vinayak Prabhu (Membership No. FCS 8337 and CP No. 10859) Practicing Company Secretary has been appointed as the scrutinizer to conduct the e-voting process and voting at the venue of the meeting in a fair and transparent manner.

The following item of business, as per the Notice of NCLT Convened Meeting was transacted at the meeting: -

Sr. No.	Resolution in brief
1	Approval of the Scheme of Amalgamation between Kopran Laboratories Limited (KLL) (Transferor Company) and Kopran Limited (KL) (Transferee Company) and its Shareholders pursuant to Sections 230 to 232 read with other relevant provisions if any of the Companies Act, 2013 ("Scheme")

The Chairperson informed that the combined results of votes cast through (i) remote e-voting process and (ii) e-voting during the Meeting will be announced within two working days from conclusion of the Meeting. The results, together with the Scrutinizer's Reports, will be displayed on the website of the Company i.e. www.kopran.com and on the website of NSDL i.e. <https://evoting.nsdl.com/> besides being communicated to BSE Limited and The National Stock Exchange of India Limited(NSE).





The Chairperson then thanked the Secured Creditors and the Directors for attending the meeting and declared the meeting as closed

The meeting ended at 11:54 HH:MM.

For Kopran Limited



Sunil Sodhani

Company secretary & Compliance Officer





Annexure- 'E'

Voting Result

Date of the Meeting of Secured Creditors Meeting	June 03, 2026
Total Number of Secured Creditors as on record date (May 22, 2026)	10
No. if Secured creditors attended the Meeting through Video Conferencing	7

Agenda-Wise Disclosure

Resolution 1: To consider and if thought fit, to approve with or without modification(s) the Scheme of Amalgamation between Kopran Laboratories Limited (KLL) (Transferor Company) and Kopran Limited (Transferee Company) and its Shareholders and Creditors pursuant to Section 230 to 232 read with other relevant provisions									
Particulars	No. of Votes held	No. of Votes polled	% of voted polled on outstanding	No. of votes-in favour	No. of votes-in against	% of votes in favour on votes polled	% of votes in against on votes polled	Votes Invalid	Votes Abstained
	(1)	(2)	(3)= [(2)/(1)] *100	(4)	(5)	(6)= [(4)/(2)] *100	(7) =[(5)/(2)] * 100		
E-voting	567821122	332053263	58.48	332053263	0	100	0	0	0

Sodhe



Smita Prabhu & Associates,
Company Secretaries,
E/1304, Madhav Shreeji Palacia, Opp. Swastik Regalia,
Near Bhoomi Acres, Waghbil, Off Ghodbunder Road,
Thane West, Pin – 400615.
☎ +91 9920403775 ✉ cs.smitaprabhu@gmail.com

To,
Mrs. Nina Lath Gupta.
The Chairperson appointed by the Hon'ble National Company Law Tribunal,
Mumbai Bench.

In the matter of the Meeting of the Secured Creditors of KOPRAN LIMITED held on 3rd day of June, 2026 through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM").

Subject: Combined Scrutinizer's Report and Voting Results of the Meeting of the Secured Creditors of Kopran Limited ("Company") held on Wednesday, the 3rd day of June, 2026 at 11.30 a.m. (IST) ("Meeting") convened as per the directions of the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT").

Dear Madam,

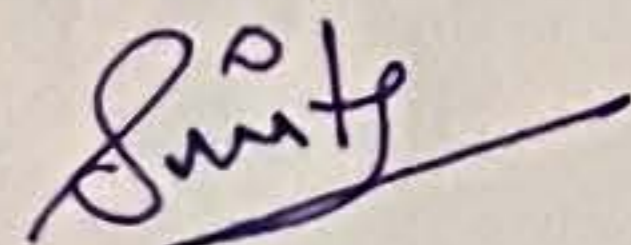
I am pleased to submit the Combined Scrutinizer's Report and Voting Results for remote e-voting and the e - voting of the Meeting of the Secured Creditors of Kopran Limited ("Company") held on Wednesday, the 3rd day of June, 2026 at 11.30 a.m. (IST) ("Meeting") through two-way Video Conferencing ('VC') facility / Other Audio-Visual Means ('OAVM') at 1076, Dr. E. Moses Road, Worli, Mumbai – 400018.

The copy of which is attached herewith as Form No. MGT 13.

Thanking you

Yours Faithfully

For Smita Prabhu & Associates



Smita Prabhu
Proprietor
FCS: 8337, COP: 10859



Date: 04/06/2026

Place: THANE

Cc – To,
The Company Secretary and Compliance officer,
KOPRAN LIMITED,
Parijat House, 1076, Dr. E. Moses Road, Worli,
Mumbai - 400 018, Maharashtra.

Smita Prabhu & Associates,
Company Secretaries,
E/1304, Madhav Shreeji Palacia, Opp. Swastik Regalia,
Near Bhoomi Acres, Waghbil, Off Ghodbunder Road,
Thane West, Pin – 400615.
☎ +91 9920403775 ✉ cs.smitaprabhu@gmail.com

FORM NO. MGT 13

Combined Scrutinizer's Report for remote E-voting and E-voting of the Meeting of the Secured Creditors of Kopran Limited ("Company").

[Pursuant to the directions of the National Company Law Tribunal, Mumbai bench vide its order dated 9th day of April, 2026]

[Pursuant to section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

To,
Mrs. Nina Lath Gupta.
The Chairperson appointed by the Hon'ble National Company Law Tribunal,
Mumbai Bench.

Dear Madam,

Consolidated Scrutinizer's Report on Remote E-voting process and E-voting conducted at the Meeting of Secured Creditors of Kopran Limited ("the Company") convened by the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT") held on Wednesday the 3rd June, 2026 at 11.30 a.m. conducted through video conferencing or other Audio-Visual means (VC/OAVM) (hereinafter referred to as "the Meeting"), vide NCLT's Order dated 9th day of April, 2026.

The Hon'ble National Company Law Tribunal, Mumbai Bench ("Tribunal"), vide order dated 9th day of April, 2026 in Company Scheme Application No. CA(CAA)/48/MB/2026 ("Orders"), has *inter alia* directed Kopran Limited (the "Company") to convene and hold a meeting of the Secured Creditors of the Company ("Secured Creditors") for the purpose of considering and approving the Scheme of Amalgamation between Kopran Laboratories Limited (KLL) (Transferor Company) and Kopran Limited (KL) (Transferee company) and their respective shareholders (the "Scheme") under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ("the Act") through Video Conferencing ("VC") and/or any other audio-visual means. ("OAVM").

As per the directions in the said Orders and in terms of the notice of the meeting of Secured Creditors dated 30th April, 2026 ("Notice"), the meeting of the Secured Creditors was convened and held on Wednesday, 3rd June, 2026 at 11:30 a.m. IST through VC / OAVM (the "Meeting").

As directed by the Hon'ble Tribunal, the Company had provided the Secured Creditors, the facility to vote on the resolution using an electronic voting system (i) remotely, before the Meeting, during the period specified in the Notice ("remote e-voting"); and (ii) at the Meeting ("e-voting at the meeting").



1. I, Smita Prabhu, proprietor of M/s Smita Prabhu & Associates, Practicing Company Secretary, was appointed by the Hon'ble National Company Law Tribunal, Mumbai Bench, vide its Order dated 9th day of April, 2026 passed in Company Application No. CA (CAA) NO. 48 /MB / 2026 as "the Scrutinizer" for the meeting of the Secured Creditors held on Wednesday, 3rd June, 2026 at 11.30 a.m. conducted through video conferencing VC / OAVM, pursuant to applicable provisions of the Companies Act, 2013 (the Act) and General Circular No. 14/2020 dated April 8, 2020 and the latest being 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs ('MCA') (collectively referred to as 'MCA Circulars' and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024, issued by the Securities and Exchange Board of India (hereinafter referred to as the 'Circular issued by SEBI') read with NCLT's order dated 9th day of April, 2026, for the purpose of scrutinizing the process of remote e-voting and by e-voting at the Meeting seeking approval of the Secured Creditors to the proposed Scheme of Amalgamation between Kopran Laboratories Limited (KLL), the Transferor Company and Kopran Limited (KL), the Transferee Company and their respective shareholders under Section 230 to 232 of the Companies Act, 2013, in terms of the Notice dated 30th day of April, 2026.

2. As the Scrutinizer, I have to scrutinize:

- (i) process of e-voting remotely, before the Meeting using an electronic voting system on the dates referred to in the Notice calling the NCLT convened Meeting of Secured Creditors (remote e-voting); and
- (ii) process of e-voting at the Meeting through electronic voting system (e-voting).

Management's Responsibility

3. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and applicable Rules read with MCA Circulars referred above relating to voting through electronic means (i.e. by remote e-voting) and e-voting at the Meeting of the Secured Creditors conducted through VC/OAVM in respect of the resolution contained in the Notice dated 30th day of April, 2026.

Scrutinizer's Responsibility

4. My responsibility as Scrutinizer for the voting process through electronic means (i.e. by remote e-voting) and e-voting at the meeting of the Secured Creditors conducted through VC/OAVM is restricted to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolution, based on the report generated from the e-voting system provided by National Securities Depositories Limited (NSDL), the authorized agency



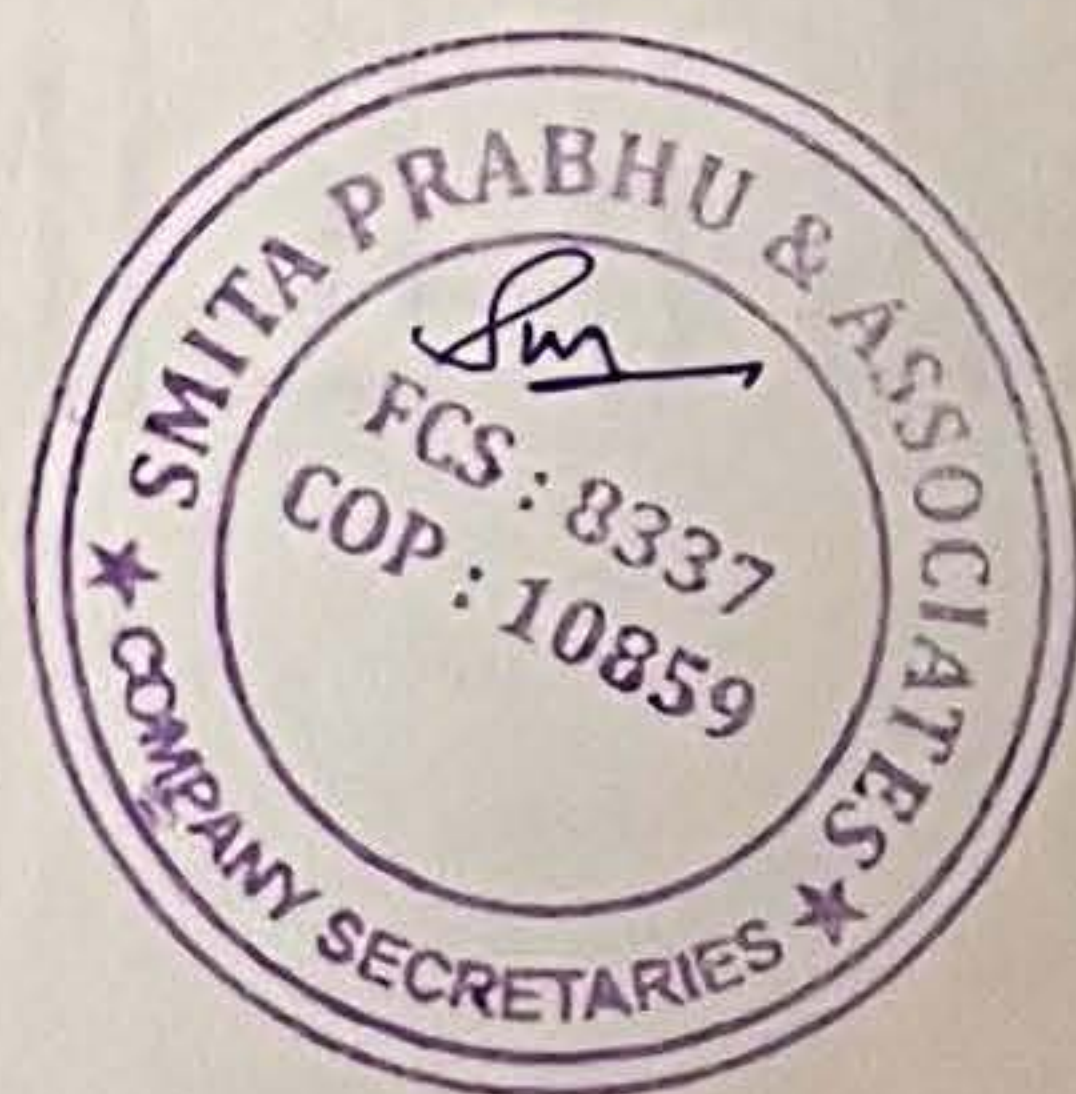
engaged by the Company to provide e-voting facility and attendant papers/ documents furnished to me electronically by the Company and/ or NSDL for my verification.

Cut-off date

5. The Secured Creditors of the Company as on the "cut-off" date, as set out in the Notice, i.e., Friday, 22nd May, 2026 were entitled to vote on the resolution and their voting rights were in proportion to their outstanding amount in the books of the Company as on the Cut-off Date.

Dispatch Of Notice Convening the Meeting Of The Secured Creditors

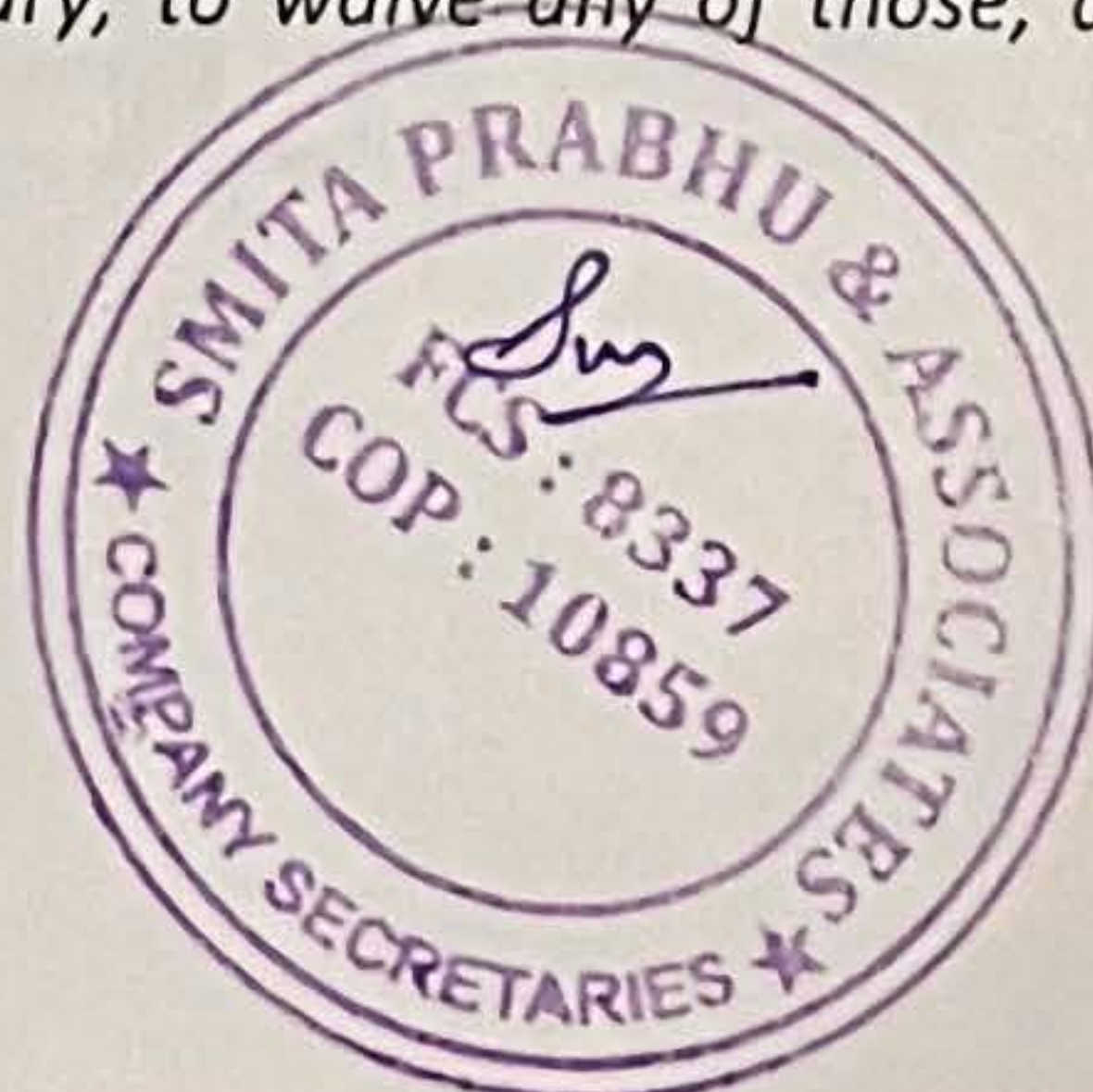
6. The Notice, together with the documents accompanying the same, including the explanatory statement and the Scheme, was sent through email / Hand Delivery to the Secured Creditors whose names were registered with the Company.
7. As directed by the said Orders, the Company had published advertisements of the Notice in English newspaper viz. Free Press Journal (Mumbai Edition) and in Marathi newspaper viz. Navshakti (Mumbai Edition) on Saturday, 2nd May, 2026 both having wide circulation in Mumbai.
8. **Combined e-voting process at the Meeting**
- i. The remote e-voting period remained open from Wednesday, 27th May, 2026 (09:00 a.m.) to Tuesday, 2nd June, 2026 (5:00 p.m.).
- ii. The e-votes cast were unblocked on Wednesday, 03rd June, 2026 after the conclusion of the time fixed for closing of the e-voting by the Chairperson.
- iii. Thereafter the details containing inter alia, list of secured Creditors, who have voted "for" or "against" the Resolution that was put to vote, was generated from the e-voting website of NSDL i.e. (www.evoting.nSDL.com)
9. I, submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e- voting at the Meeting of the Secured Creditors conducted through VC/OAVM based on the reports down loaded from NSDL e-voting Website: (www.evoting.nSDL.com).



Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 230 to 232 of the Companies Act, 2013, and any other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof , for the time being in force),the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and the rules, circulars and notifications made there under as may be applicable, Section 2(1B) and other applicable provisions of the Income-Tax Act, 1961, the Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time), SEBI Master circular no. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated 20th June, 2023 issued by the Securities and Exchange Board of India(“SEBI”) and as amended from time to time, read with the observation letters dated 26th February, 2026 and 27th February, 2026 respectively issued by BSE Limited and the National Stock Exchange of India Limited and relevant provisions of other applicable laws, the provisions of the Memorandum of Association and Articles of Association of the Company, and subject to the approval of the Hon’ble National Company Law Tribunal, Mumbai Bench(“NCLT”)and /or the National Company Law Appellate Tribunal or such other forum or authority as may be vested with the appellate jurisdiction in relation to approval of the Scheme and 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 deemed appropriate, at any time and for any reason whatsoever, or which may otherwise be considered necessary, desirable or as may be prescribed or imposed by the NCLT or by any regulatory or other authorities, while granting such approvals, permissions and sanctions, 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/ to be 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 proposed Scheme of Amalgamation between Kopran Laboratories Limited (KLL) (Transferor Company) and Kopran Limited (KL) (Transferee Company) and its Shareholders and Creditors (“Scheme”) placed before this meeting and initialed by the Chairperson of the meeting for the purpose of identification (the “Scheme”), as per the draft enclosed to this notice, be and is hereby approved;

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution and for removal of any difficulties or doubts, the Board, be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion, deem desirable, necessary, expedient, usual or proper, and to settle any questions or difficulties or doubts that may arise, including passing of such accounting entries and / or making such adjustments in the books of accounts, transfer /vesting of such assets and liabilities as considered necessary to give effect to the above resolution, settling of any questions or difficulties arising under the Scheme or in regard to and of the meaning or interpretation of the Scheme or implementation thereof or in any matter what so ever connected therewith, or to review the position relating to the satisfaction of various conditions of the Scheme and if necessary, to waive any of those, and to make modifications, amendments,



revisions, edits and all other actions as may be required to finalise the Scheme and do all acts, deeds and things as may be necessary, desirable or expedient for carrying the Scheme into effect or to carry out such modifications/directions as may be required and/or imposed and/or permitted by the NCLT while sanctioning the Scheme, or by any governmental authorities, to do and perform and to authorize the performance of all such acts and deeds which are necessary or advisable for the implementation of the Scheme and upon the sanction of the Scheme by, amongst others, the NCLT and/or SEBI and/or any other regulatory/Government authorities, to implement and to make the Scheme effective, without any further approval of the Board or to approve withdrawal (and where applicable, re-filing) of the Scheme at any stage for any reason including in case any changes and/or modifications are suggested/required to be made in the Scheme or any condition suggested, required or imposed, whether by any shareholder and /or creditor of the Company, the SEBI, the NCLT, and/or any other authority, are in its view not acceptable to the Company, and/or if the Scheme cannot be implemented otherwise, and to do all such acts, deeds and things as it may deem necessary and desirable in connection there with and incidental thereto, to approve and authorize execution of any agreements, deeds, documents, declarations, affidavits, writings, etc. (including any alterations or modifications in the documents executed or to be executed), whether or not under the Common Seal of the Company, as may be required from time to time in connection with the Scheme.”

(i) Voted in favour of the resolution

Number of Secured Creditors voted		Value of Secured Debts (Rs)	
Remote E-Voting	E-Voting at the meeting	Remote E-Voting	E-Voting at the meeting
3	2	9,14,23,877	24,06,29,386
Total - 5		Total – 33,20,53,263	

(ii) Voted against the resolution

Number of Secured Creditors voted		Value of Secured Debts (Rs)	
Remote E-Voting	E-Voting at the meeting	Remote E-Voting	E-Voting at the meeting
0	0	0	0
Total - 0		Total - 0	



Smita Prabhu & Associates,
Company Secretaries,
E/1304, Madhav Shreeji Palacia, Opp. Swastik Regalia,
Near Bhoomi Acres, Waghbil, Off Ghodbunder Road,
Thane West, Pin – 400615.
☎ +91 9920403775 ✉ cs.smitaprabhu@gmail.com

(iii) Invalid/Abstain votes

Total number of Secured Creditors whose votes were declared invalid	Value of Secured Debts (Rs.)
0	0

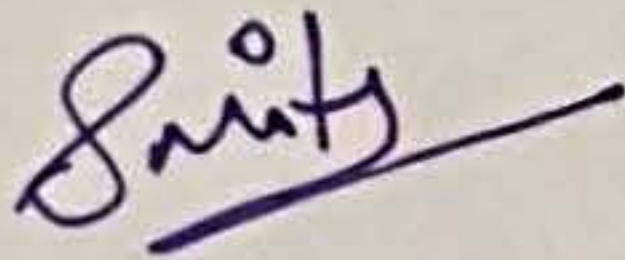
SUMMARY OF COMBINED VOTING RESULTS OF SECURED CREDITORS.

Voted in favour of the resolution			Voted against the resolution		
Number of members voted	Number of votes cast by them	% of total number of valid vote cast	Number of members voted	Number of votes cast by them	% of total number of valid vote cast
5	33,20,53,263	100%	0	0	0

10. Based on the foregoing, the Resolution as mentioned in serial No. 1 forming part of the Notice dated 30th April, 2026 stands passed with requisite majority under remote e-voting and e- voting at the Meeting.
11. Based on the foregoing, the Resolution as proposed in the Notice dated 30th April, 2026 of the NCLT convened Meeting shall be deemed to have been approved on the date of the NCLT convened meeting of Secured Creditors of the Company, i.e., on 3rd June, 2026 with a majority of Secured Creditors representing three-fourths in value of the Secured Creditors who have voted in favour through remote-e-voting or by way of e- voting at the meeting.
12. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Mr. Sunil Sodhani Company Secretary of the Company, for preserving safely after the Chairperson considers, approves and signs the minutes of the Meeting.

Thanking you,

Yours faithfully,
For M/s Smita Prabhu & Associates



Smita Prabhu
(Proprietor)
FCS: 8337, COP: 10859

UDIN: F008337H000578379
Peer Review Certificate no. 1536/2021





Annexure- 'G'

Summary of Proceedings of the meeting of Unsecured Creditors

1. Date, time and venue of the Meeting:

Pursuant to the Order dated April 09, 2026 ('Order') passed by the National Law Company Tribunal, Mumbai Bench ('NCLT') in the Company Scheme Application No. CA (CAA)/48(MB)/2026, the Tribunal Convened Meeting of the Unsecured Creditors of the Company was held on Wednesday, the 3rd June, 2026 at 13:00 HH:MM, through Video Conferencing("VC")/Other Audio Visual Means ("OAVM"), following the operating procedures (with requisite modifications as may be required) referred to in General Circular No. 14/2020 dated April 8, 2020 and the latest being 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs ('MCA') (collectively referred to as 'MCA Circulars')

2. Proceedings in Brief:

Ms. Nina Lath Gupta, informed the Unsecured Creditors that she had been appointed as the Chairperson of the meeting vide Order dated April 09, 2026 passed by the Hon'ble National Company Law Tribunal, Mumbai ["NCLT"]. Therefore, pursuant to the aforesaid Order, Ms. Nina Lath Gupta occupied the Chair.

Ms. Nina Lath Gupta, informed the Unsecured Creditors that she had been appointed as the Chairperson of the meeting vide Order dated April 09, 2026 passed by the Hon'ble National Company Law Tribunal, Mumbai ["NCLT"] and she occupied the Chair.

The Chairperson welcomed the Unsecured Creditors and stated that as directed by the NCLT, the quorum for the meeting is as prescribed in the Order dated April 09, 2026 ('Order'). The requisite quorum being present, the Chairperson declared the meeting is in order. The Chairperson introduce the Directors, Company Secretary and Scrutinizer present at the meeting. The Notice of the NCLT Convened meeting and the Statement under Sections 230 and 102 of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, and other annexures, referred in the Index of the Notice have been sent/dispatched to the Unsecured Creditors of the Company at their e-mail /registered address. The Chairperson with the permission of the Unsecured Creditors present took the Notice dated April 30, 2026 convening the meeting as read.





The Chairperson welcomed the Unsecured Creditors and declared that as directed by the NCLT, the quorum for the meeting is as prescribed in the Order dated April 09, 2026 ('Order') and the requisite quorum being present, the Chairperson declared the meeting in order and began the meeting proceedings with an introduction of the Board of Directors present at the meeting.

The Notice of the NCLT Convened meeting and the Statement under Sections 230 and 102 of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, and other annexures, referred in the Index of the Notice have been sent/despached to the Unsecured Creditors of the company at their e-mail /registered address.

The Chairperson with the permission of the Unsecured Creditors present took the Notice dated April 30, 2026 convening the meeting as read.

The Chairperson informed that as required under the Companies Act, 2013, read with Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company had provided the facility of remote e-voting through NSDL so as to enable the Unsecured Creditors, to consider and approve the Scheme by way of the resolution. Accordingly, voting by Unsecured Creditors of the Applicant Company to the Scheme had been carried out through (i) remote e-voting and (ii) vote through e-voting system during the meeting through VC/OAVM held on June 03, 2026

Chairperson further informed that the e-voting period commenced on Wednesday, the May 27, 2026 at 09:00 HH:MM and ended on Tuesday the June 02, 2026 at 17:00 HH:MM.

The Chairperson then invited the Unsecured Creditors, who wished to speak or ask questions or queries if any, on the Scheme of Amalgamation. No question were raised by the Creditors.

The Chairperson announced that the Company had arranged for voting through VC/OAVM on the resolution to be passed in the Meeting and those Unsecured Creditors, who have not exercised their vote through remote e-voting may, if they desire, choose to exercise their vote through VC/OAVM . which shall be open for 15 Minutes from the closure of the Meeting.

The Chairperson further announced that pursuant to the NCLT Order, Ms. Smita Vinayak Prabhu (Membership No. FCS 8337 and CP No. 10859) Practicing Company Secretary has been appointed as the scrutinizer to conduct the e-voting process and voting at the venue of the meeting in a fair and transparent manner.





The following item of business, as per the Notice of NCLT Convened Meeting was transacted at the meeting: -

Sr. No.	Resolution in brief
1	Approval of the Scheme of Amalgamation between Kopran Laboratories Limited (KLL) (Transferor Company) and Kopran Limited (KL) (Transferee Company) and its Shareholders pursuant to Sections 230 to 232 read with other relevant provisions if any of the Companies Act, 2013 ("Scheme")

The Chairperson informed that the combined results of votes cast through (i) remote e-voting process and (ii) e-voting during the Meeting will be announced within two working days from conclusion of the Meeting. The results, together with the Scrutinizer's Reports, will be displayed on the website of the Company i.e. www.kopran.com and on the website of NSDL i.e. <https://evoting.nsdl.com/> besides being communicated to BSE Limited and The National Stock Exchange of India Limited(NSE).

The Chairperson then thanked the Unsecured Creditors and the Directors for attending the meeting and declared the meeting as closed.

The Meeting ended at 13:24 HH:MM.

For Kopran Limited




Sunil Sodhani

Company secretary & Compliance Officer





Annexure- 'H'

Voting Result

Date of the Meeting of Unsecured Creditors Meeting	June 03, 2026
Total Number of Unsecured Creditors as on record date (May 22, 2026)	295
No. if Unsecured creditors attended the Meeting through Video Conferencing	14

AGENDA-WISE DISCLOSURE

Resolution 1: To consider and if thought fit, to approve with or without modification(s) the Scheme of Amalgamation between Kopran Laboratories Limited (KLL) (Transferor Company) and Kopran Limited (Transferee Company) and its Shareholders and Creditors pursuant to Section 230 to 232 read with other relevant provisions									
Particulars	No. of Votes held	No. of Votes polled	% of voted polled on outstanding	No. of votes-in favour	No. of votes-in against	% of votes in favour on votes polled	% of votes in against on votes polled	Votes Invalid	Votes Abstained
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= =[(5)/(2)]*100		
E-voting	669463138	287231071	42.90	287231071	0	100	0	0	0

Sodhe



Annexure- 'I'.

Smita Prabhu & Associates,
Company Secretaries,
E/1304, Madhav Shreeji Palacia, Opp. Swastik Regalia,
Near Bhoomi Acres, Waghbil, Off Ghodbunder Road,
Thane West, Pin – 400615.
☎ +91 9920403775 ✉ cs.smitaprabhu@gmail.com

To,
Mrs. Nina Lath Gupta.
The Chairperson appointed by the Hon'ble National Company Law Tribunal,
Mumbai Bench.

In the matter of the Meeting of the Unsecured Creditors of KOPRAN LIMITED held on 3rd day of June, 2026 through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM").

Subject: Combined Scrutinizer's Report and Voting Results of the Meeting of the Unsecured Creditors of Koprana Limited ("Company") held on Wednesday, the 3rd day of June, 2026 at 1.00 p.m. (IST) ("Meeting") convened as per the directions of the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT").

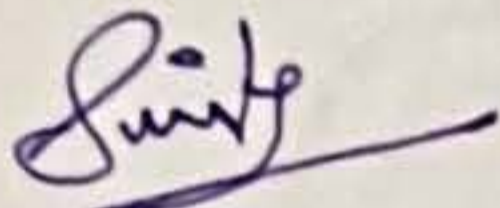
Dear Madam,

I am pleased to submit the Combined Scrutinizer's Report and Voting Results for remote e-voting and the e - voting of the Meeting of the Unsecured Creditors of Koprana Limited ("Company") held on Wednesday, the 3rd day of June, 2026 at 1.00 p.m. (IST) ("Meeting") through two-way Video Conferencing ('VC') facility / Other Audio-Visual Means ('OAVM') at 1076, Dr. E. Moses Road, Worli, Mumbai – 400018.

The copy of which is attached herewith as Form No. MGT 13.

Thanking you
Yours Faithfully

For Smita Prabhu & Associates



Smita Prabhu
Proprietor
FCS: 8337, COP: 10859



Date: 04/06/2026

Place: THANE

Cc – To,
The Company Secretary and Compliance officer,
KOPRAN LIMITED,
Parijat House, 1076, Dr. E. Moses Road, Worli,
Mumbai - 400 018, Maharashtra.

Smita Prabhu & Associates,
Company Secretaries,
E/1304, Madhav Shreeji Palacia, Opp. Swastik Regalia,
Near Bhoomi Acres, Waghbil, Off Ghodbunder Road,
Thane West, Pin – 400615.
☎ +91 9920403775 ✉ cs.smitaprabhu@gmail.com

FORM NO. MGT 13

Combined Scrutinizer's Report for remote E-voting and E-voting of the Meeting of the Unsecured Creditors of Kopran Limited ("Company").

[Pursuant to the directions of the National Company Law Tribunal, Mumbai bench vide its order dated 9th day of April, 2026]

[Pursuant to section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

To,

Mrs. Nina Lath Gupta.

The Chairperson appointed by the Hon'ble National Company Law Tribunal,
Mumbai Bench.

Dear Madam,

Consolidated Scrutinizer's Report on Remote E-voting process and E-voting conducted at the Meeting of Unsecured Creditors of Kopran Limited ("the Company") convened by the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT") held on Wednesday the 3rd June, 2026 at 1.00 p.m. conducted through video conferencing or other Audio-Visual means (VC/OAVM) (hereinafter referred to as "the Meeting"), vide NCLT's Order dated 9th day of April, 2026.

The Hon'ble National Company Law Tribunal, Mumbai Bench ("Tribunal"), vide order dated 9th day of April, 2026 in Company Scheme Application No. CA(CAA)/48/MB/2026 ("Orders"), has *inter alia* directed Kopran Limited (the "Company") to convene and hold a meeting of the Unsecured Creditors of the Company ("Unsecured Creditors") for the purpose of considering and approving the Scheme of Amalgamation between Kopran Laboratories Limited (KLL) (Transferor Company) and Kopran Limited (KL) (Transferee company) and their respective shareholders (the "Scheme") under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ("the Act") through Video Conferencing ("VC") and/or any other audio-visual means. ("OAVM").

As per the directions in the said Orders and in terms of the notice of the meeting of Unsecured Creditors dated 30th April, 2026 ("Notice"), the meeting of the Unsecured Creditors was convened and held on Wednesday, 3rd June, 2026 at 1:00 p.m. IST through VC / OAVM (the "Meeting").

As directed by the Hon'ble Tribunal, the Company had provided the Unsecured Creditors, the facility to vote on the resolution using an electronic voting system (i) remotely, before the Meeting, during the period specified in the Notice ("remote e-voting"); and (ii) at the Meeting ("e-voting at the meeting").



Smita Prabhu & Associates,
Company Secretaries,
E/1304, Madhav Shreeji Palacia, Opp. Swastik Regalia,
Near Bhoomi Acres, Waghbil, Off Ghodbunder Road,
Thane West, Pin – 400615.
☎ +91 9920403775 ✉ cs.smitaprabhu@gmail.com

1. I, Smita Prabhu, proprietor of M/s Smita Prabhu & Associates, Practicing Company Secretary, was appointed by the Hon'ble National Company Law Tribunal, Mumbai Bench, vide its Order dated 9th day of April, 2026 passed in Company Application No. CA (CAA) NO. 48 /MB / 2026 as "the Scrutinizer" for the meeting of the Unsecured Creditors held on Wednesday, 3rd June, 2026 at 1.00 p.m. conducted through video conferencing VC / OAVM, pursuant to applicable provisions of the Companies Act, 2013 (the Act) and General Circular No. 14/2020 dated April 8, 2020 and the latest being 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs ('MCA') (collectively referred to as 'MCA Circulars' and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024, issued by the Securities and Exchange Board of India (hereinafter referred to as the 'Circular issued by SEBI') read with NCLT's order dated 9th day of April, 2026, for the purpose of scrutinizing the process of remote e-voting and by e-voting at the Meeting seeking approval of the Unsecured Creditors to the proposed Scheme of Amalgamation between Kopran Laboratories Limited (KLL), the Transferor Company and Kopran Limited (KL), the Transferee Company and their respective shareholders under Section 230 to 232 of the Companies Act, 2013, in terms of the Notice dated 30th day of April, 2026.
2. As the Scrutinizer, I have to scrutinize:
 - (i) process of e-voting remotely, before the Meeting using an electronic voting system on the dates referred to in the Notice calling the NCLT convened Meeting of Unsecured Creditors (remote e-voting); and
 - (ii) process of e-voting at the Meeting through electronic voting system (e-voting).

Management's Responsibility

3. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and applicable Rules read with MCA Circulars referred above relating to voting through electronic means (i.e. by remote e-voting) and e-voting at the Meeting of the Unsecured Creditors conducted through VC/OAVM in respect of the resolution contained in the Notice dated 30th day of April, 2026.

Scrutinizer's Responsibility

4. My responsibility as Scrutinizer for the voting process through electronic means (i.e. by remote e-voting) and e-voting at the meeting of the Unsecured Creditors conducted through VC/OAVM is restricted to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolution, based on the report generated from the e-voting system provided by National Securities Depositories Limited (NSDL), the authorized agency engaged by the Company to provide e-voting facility and attendant papers/ documents furnished to me electronically by the Company and/ or NSDL for my verification.



Cut-off date

5. The Unsecured Creditors of the Company as on the "cut-off" date, as set out in the Notice, i.e., Friday, 22nd May, 2026 were entitled to vote on the resolution and their voting rights were in proportion to their outstanding amount in the books of the Company as on the Cut-off Date.

Dispatch Of Notice Convening the Meeting of The Unsecured Creditors

6. The Notice, together with the documents accompanying the same, including the explanatory statement and the Scheme, was sent through email / Speed Post / Courier to the Unsecured Creditors whose names were registered with the Company.
7. As directed by the said Orders, the Company had published advertisements of the Notice in English newspaper viz. Free Press Journal (Mumbai Edition) and in Marathi newspaper viz. Navshakti (Mumbai Edition) on Saturday, 2nd May, 2026 both having wide circulation in Mumbai.

8. Combined e-voting process at the Meeting

- i. The remote e-voting period remained open from Wednesday, 27th May, 2026 (09:00 a.m.) to Tuesday, 2nd June, 2026 (5:00 p.m.).
- ii. The e-votes cast were unblocked on Wednesday, 03rd June, 2026 after the conclusion of the time fixed for closing of the e-voting by the Chairperson.
- iii. Thereafter the details containing inter alia, list of Unsecured Creditors, who have voted "for" or "against" the Resolution that was put to vote, was generated from the e-voting website of NSDL i.e. (www.evoting.nsdl.com)
9. I, submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting at the Meeting of the Unsecured Creditors conducted through VC/OAVM based on the reports down loaded from NSDL e-voting Website: (www.evoting.nsdl.com)

Resolution:

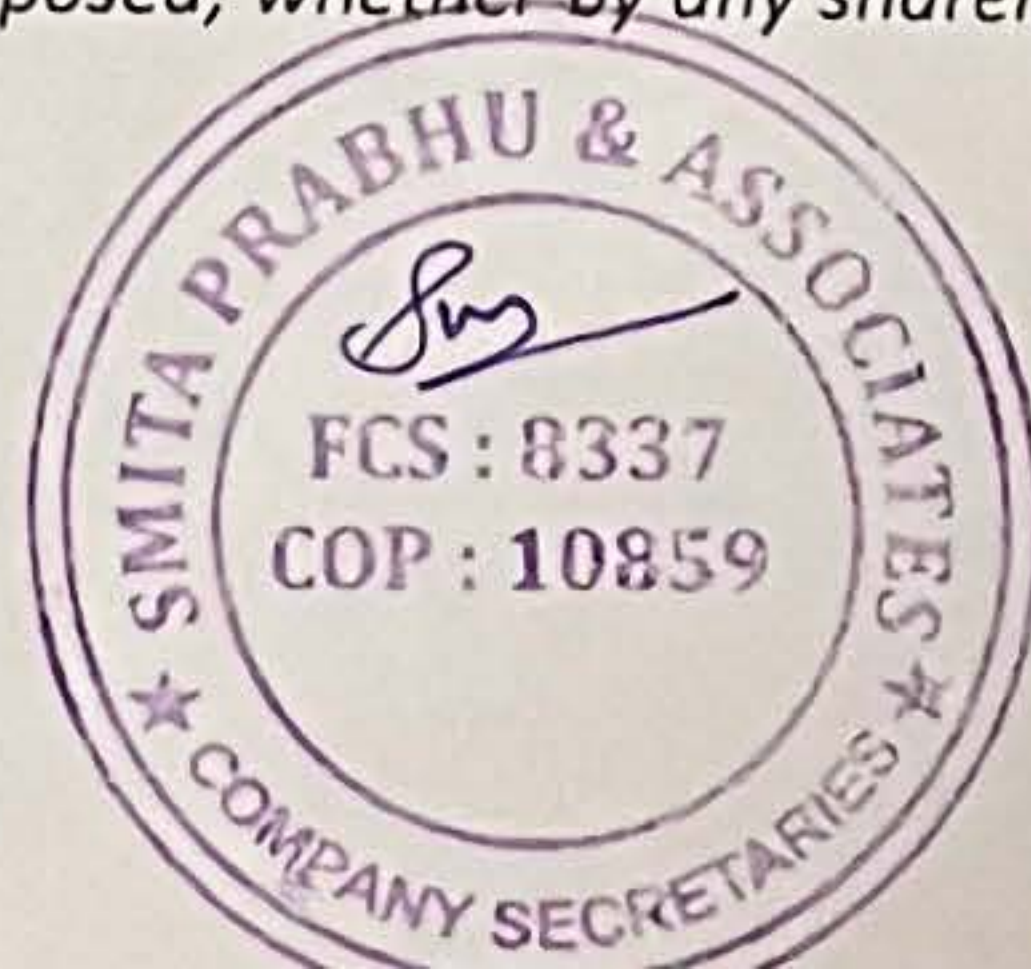
"RESOLVED THAT pursuant to the provisions of Sections 230 to 232 of the Companies Act, 2013, and any other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and the rules, circulars and notifications made there under as may be applicable, Section 2(1B) and other applicable provisions of the Income-Tax Act, 1961, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time), SEBI



Smita Prabhu & Associates,
Company Secretaries,
E/1304, Madhav Shreeji Palacia, Opp. Swastik Regalia,
Near Bhoomi Acres, Waghbil, Off Ghodbunder Road,
Thane West, Pin – 400615.
☎ +91 9920403775 ✉ cs.smitaprabhu@gmail.com

Master circular no. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated 20th June, 2023 issued by the Securities and Exchange Board of India ("SEBI") and as amended from time to time, read with the observation letters dated 26th February, 2026 and 27th February, 2026 respectively issued by BSE Limited and the National Stock Exchange of India Limited and relevant provisions of other applicable laws, the provisions of the Memorandum of Association and Articles of Association of the Company, and subject to the approval of the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT") and /or the National Company Law Appellate Tribunal or such other forum or authority as may be vested with the appellate jurisdiction in relation to approval of the Scheme and 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 deemed appropriate, at any time and for any reason whatsoever, or which may otherwise be considered necessary, desirable or as may be prescribed or imposed by the NCLT or by any regulatory or other authorities, while granting such approvals, permissions and sanctions, 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/ to be 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 proposed Scheme of Amalgamation between Kopran Laboratories Limited (KLL) (Transferor Company) and Kopran Limited (KL) (Transferee Company) and its Shareholders and Creditors ("Scheme") placed before this meeting and initialed by the Chairperson of the meeting for the purpose of identification (the "Scheme"), as per the draft enclosed to this notice, be and is hereby approved;

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution and for removal of any difficulties or doubts, the Board, be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion, deem desirable, necessary, expedient, usual or proper, and to settle any questions or difficulties or doubts that may arise, including passing of such accounting entries and / or making such adjustments in the books of accounts, transfer /vesting of such assets and liabilities as considered necessary to give effect to the above resolution, settling of any questions or difficulties arising under the Scheme or in regard to and of the meaning or interpretation of the Scheme or implementation thereof or in any matter what so ever connected therewith, or to review the position relating to the satisfaction of various conditions of the Scheme and if necessary, to waive any of those, and to make modifications, amendments, revisions, edits and all other actions as may be required to finalise the Scheme and do all acts, deeds and things as may be necessary, desirable or expedient for carrying the Scheme into effect or to carry out such modifications/directions as may be required and/or imposed and/or permitted by the NCLT while sanctioning the Scheme, or by any governmental authorities, to do and perform and to authorize the performance of all such acts and deeds which are necessary or advisable for the implementation of the Scheme and upon the sanction of the Scheme by, amongst others, the NCLT and/or SEBI and/or any other regulatory/Government authorities, to implement and to make the Scheme effective, without any further approval of the Board or to approve withdrawal (and where applicable, re-filing) of the Scheme at any stage for any reason including in case any changes and/or modifications are suggested/required to be made in the Scheme or any condition suggested, required or imposed, whether by any shareholder and /or creditor of the Company, the



SEBI, the NCLT, and/or any other authority, are in its view not acceptable to the Company, and/or if the Scheme cannot be implemented otherwise, and to do all such acts, deeds and things as it may deem necessary and desirable in connection there with and incidental thereto, to approve and authorize execution of any agreements, deeds, documents, declarations, affidavits, writings, etc. (including any alterations or modifications in the documents executed or to be executed), whether or not under the Common Seal of the Company, as may be required from time to time in connection with the Scheme.”

(i) Voted in favour of the resolution

Number of Unsecured Creditors voted		Value of Unsecured Debts (Rs)	
Remote E-Voting	E-Voting at the meeting	Remote E-Voting	E-Voting at the meeting
46	0	28,72,31,071	0
Total - 46		Total – 28,72,31,071	

(ii) Voted against the resolution

Number of Unsecured Creditors voted		Value of Unsecured Debts (Rs)	
Remote E-Voting	E-Voting at the meeting	Remote E-Voting	E-Voting at the meeting
0	0	0	0
Total - 0		Total	

(iii) Invalid/Abstain votes

Total number of Unsecured Creditors whose votes were declared invalid	Value of Unsecured Debts (Rs.)
0	0



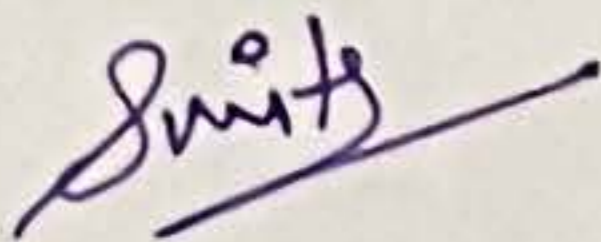
Smita Prabhu & Associates,
Company Secretaries,
E/1304, Madhav Shreeji Palacia, Opp. Swastik Regalia,
Near Bhoomi Acres, Waghbil, Off Ghodbunder Road,
Thane West, Pin – 400615.
☎ +91 9920403775 ✉ cs.smitaprabhu@gmail.com

SUMMARY OF COMBINED VOTING RESULTS OF UNSECURED CREDITORS.

Voted in favour of the resolution			Voted against the resolution		
Number of members voted	Number of votes cast by them	% of total number of valid vote cast	Number of members voted	Number of votes cast by them	% of total number of valid vote cast
46	28,72,31,071	100%	0	0	0

10. Based on the foregoing, the Resolution as mentioned in serial No. 1 forming part of the Notice dated 30th April, 2026 stands passed with requisite majority under remote e-voting and e- voting at the Meeting.
11. Based on the foregoing, the Resolution as proposed in the Notice dated 30th April, 2026 of the NCLT convened Meeting shall be deemed to have been approved on the date of the NCLT convened meeting of Unsecured Creditors of the Company, i.e., on 3rd June, 2026 with a majority of Unsecured Creditors representing three-fourths in value of the Unsecured Creditors who have voted in favour through remote-e-voting or by way of e- voting at the meeting.
12. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Mr. Sunil Sodhani Company Secretary of the Company, for preserving safely after the Chairperson considers, approves and signs the minutes of the Meeting.

Thanking you,
Yours faithfully,
For M/s Smita Prabhu & Associates



Smita Prabhu
(Proprietor)
FCS: 8337, COP: 10859

UDIN: F008337H000578381
Peer Review Certificate no. 1536/2021

