

LK & ASSOCIATES

COMPANY SECRETARIES

SCRUTINIZER'S REPORT

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014)

To,

The Chairman
Simpson and Company Limited
861-862 Anna Salai
Chennai 600 002

Sir,

Sub : Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the Hundredth (100th) Annual General Meeting (AGM) of Simpson and Company Limited held on Friday, September 26, 2025 at 4.00 p.m. through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

I, Ms. Lalitha Kannan (ACS 8304 & CP 1894) of LK & Associates, Practicing Company Secretaries, was appointed as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, to conduct the remote e-voting process by the Members at the Hundredth (100th) Annual General Meeting (AGM) of Simpson & Company Limited (hereinafter referred to as the Company) held on Friday, September 26, 2025 at 4.00 p.m. (IST) held through VC/Other Audio Visual Means (OAVM) and the remote e-voting process during the said AGM, on the agenda items contained in the Notice dated September 3, 2025. I hereby submit my Report as under on the result of remote e-voting in respect of the said resolutions :

The Company held the Hundredth (100th) Annual General Meeting on Friday, September 26, 2025 through VC/OAVM at 4.00 p.m. (IST) in accordance with the provisions of Companies Act, 2013 read with General Circular Nos. 14/2020 dated 8th April, 2020, followed by Circular No.17/2020 dated 13th April, 2020, Circular No.20/2020 dated 5th May, 2020, Circular No.02/2021 dated 13th January, 2021, Circular No. 02/2022 dated 5th May, 2022 and Circular No. 10/2022 dated 28th December, 2022, Circular No. 09/2023 dated 25th September, 2023 and Circular No 09/2024 dated 19th September, 2024 issued by the Ministry of Corporate Affairs (MCA).



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1. The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting at the AGM by the shareholders on the resolution set out in the Notice of the Hundredth (100th) Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer was to ensure that the e-voting process is conducted in a fair and transparent manner and issue the Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman, on the resolutions set out in the Notice of the meeting.
2. The Company has informed that as required under Section 101 of the Act, the Notice of the AGM dated September 3, 2025 alongwith Explanatory Statement under Section 102 of the Act and the Annual Report was sent to the Members, by permitted means as per the Circulars issued by MCA, on September 4, 2025 and the Notice of AGM and Annual Report were also made available on the Company's website.
3. Voting rights were reckoned as on Friday, September 19, 2025 being the Cut-off date for the purpose of deciding the entitlements of members to cast their vote through remote e-voting.
4. The Company has availed the services of Central Depository Services (India) Limited (CDSL) to provide e-voting facilities to the members of the Company.
5. The remote e-voting period commenced at 10.00 a.m. on Tuesday, September 23, 2025 and ended at 5.00 p.m. on Thursday, September 25, 2025 and the members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary/Special Business, on the e-voting platform provided by CDSL.
6. Voting at the AGM:

Pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again at the AGM, after closure of period of remote e-voting, I referred the list providing details relating to Members who have cast their votes through remote e-voting, such as their names, folios, number of shares held by them.

On the day of the Hundredth (100th) AGM, CDSL provided e-voting facility to members attending the AGM and who had not cast their votes through remote e-voting to cast their votes.



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7. Process of scrutiny and counting of votes:

After voting at the AGM concluded, I unblocked the results of the remote e-voting and e-voting by Members at the AGM, on the e-voting platform of CDSL on Friday, September 26, 2025 around 5.30 p.m. in the presence of two witnesses, who are not in the employment of the Company and downloaded the results.

8. Consolidated Voting Results:

Based on the reports generated from the CDSL's e-voting website, the Consolidated Voting Results with respect to each item on the Agenda as set out in the Notice of the Hundredth (100th) AGM dated September 26, 2025 are enclosed. (Annexure I)

9. It is observed that 11 Members cast their votes through remote e-voting and no Member cast their vote through e-voting at the AGM.

Thanking You

Yours faithfully

For LK & ASSOCIATES
Company Secretaries

Lalitha Kannan



LALITHA KANNAN

CP NO 1894 ACS 8304

UDIN : A008304G001361238

PR No: 2906/2023

Date : 26-09-2025

Place : Chennai

**Simpson & Company Limited – Hundredth (100TH) Annual General Meeting held on
September 26, 2025**

Consolidated Voting Results

Item No. 1 : Ordinary Resolution		No. of Members who exercised their votes	Total No. of Valid Votes cast by them (shares)	% of total number of valid votes cast
"RESOLVED THAT the Audited Financial Statements of the Company (including Consolidated Financial Statements) for the year ended 31 st March, 2025 and the Reports of the Directors and the Auditors thereon be and are hereby received and adopted."	Assent / For /Favour	11	29314	100
	Dissent / Against	0	0	0
	Total	11	29314	100

Invalid Votes	0	0
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Item No. 2 : Ordinary Resolution		No. of Members who exercised their votes	Total No. of Valid Votes cast by them (shares)	% of total number of valid votes cast
"RESOLVED THAT the total dividend of Rs. 25,000/-per equity share (1000%) (including interim dividend of Rs. 18,750/- per equity share (750%) already declared and paid) on the paid up Equity Shares be declared for the financial year ended 31 st March, 2025."	Assent / For /Favour	11	29314	100
	Dissent / Against	0	0	0
	Total	11	29314	100

Invalid Votes	0	0
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Item No. 3 : Ordinary Resolution		No. of Members who exercised their votes	Total No. of Valid Votes cast by them (shares)	% of total number of valid votes cast
"RESOLVED THAT Mr. P S Rajamani (DIN:01560303) who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director."	Assent / For /Favour	11	29314	100
	Dissent / Against	0	0	0
	Total	11	29314	100

Invalid Votes	0	0
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SPECIAL BUSINESS		No. of Members who exercised their votes	Total No. of Valid Votes cast by them (shares)	% of total number of valid votes cast
Item No.4 : Ordinary Resolution				
"RESOLVED THAT pursuant to the Provisions of Section 148 of the Companies Act, 2013, the remuneration is fixed at ` 3,00,000/- (Rupees Three lakhs only) to M/s. A.N. Raman & Associates., Cost Accountants (Firm Registration Number 102111) who has been appointed as Cost Auditors by the Board of Directors for the Financial year 2025-26 as recommended by the Audit Committee be and is hereby ratified and the Board be hereby given powers to modify the remuneration if required."	Assent / For /Favour	11	29314	100
	Dissent/ Against	0	0	0
	Total	11	29314	100

Invalid Votes	0	0
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Based on the aforesaid results, Ordinary Resolutions as contained from Item No.1 to Item No. 4 of the Notice dated September 3, 2025 have been passed with requisite majority.

Thanking you

For L K & Associates
Company Secretaries

Lalitha Kannan



LALITHA KANNAN
CP NO 1894 ACS 8304
UDIN : A008304G001361238
PR No: 2906/2023

Date: 26.09.2025

Place: Chennai