Kala Agarwal
B.Com, FCS
Company Secretary & Insolvency Professional (IBBI/IPA-002/IP-N00841/2019-2020/12734)
801, Embassy Centre, Jamnalal Bajaj Road, Nariman Point, Mumbai - 400 021.
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FORM NO. MGT-13

SCRUTINIZER'S REPORT ON REMOTE E-VOTING & E-VOTING AT THE AGM

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

To,
The Chairman
NAYARA ENERGY LIMITED
Khambhalia, Post Box No 24,
District Devbhumi, Dwarka-361305,
Gujarat, India.

Dear 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 from time to time and e-voting conducted during the 36th Annual General Meeting of Nayara Energy Limited ("AGM") held on Monday, September 28, 2026 at 02:30 p.m. (IST) through video conferencing ('VC') / other audio visual means ('OAVM').

I, Kala Agarwal, Practicing Company Secretary, (Membership No. 5976 & Certificate of Practice No. 5356), have been appointed as the Scrutinizer by the Board of Directors of **NAYARA ENERGY LIMITED** ("the Company") 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 from time to time, for the purpose of reviewing and scrutinizing the votes case through remote e-voting and e-voting process on the resolutions proposed at the **AGM of the Members of NAYARA ENERGY LIMITED**, held on **Monday, September 28, 2026 at 02:30 p.m. (IST)** through VC / OAVM, and submit my report as under:

The notice dated August 25, 2026 convening the AGM in respect of the below mentioned resolutions proposed to be passed at the AGM of the Company along with the Annual Report for FY 2025-26, as confirmed by the Company, was sent on September 02, 2026 through electronic mode to those Members whose email addresses were registered with the Company/ Depositories, in compliance with the MCA General Circulars No. 14/2020 dated April 8, 2020, No.17/2020 dated April 13, 2020, No.20/2020 dated May 5, 2020, No. 02/2021 dated January 13, 2021, No. 19/2021 dated December 8, 2021, No. 21/2021 dated December 14, 2021, No. 2/2022 dated May 5, 2022; No. 10/2022 dated December 28, 2022, No. 9/2023 dated September 25, 2023, No. 9/2024 dated September 19, 2024 and General Circular No. 03/2025 dated September 22, 2025 (collectively referred to as "MCA Circulars").

The Company had availed e-voting facility offered by National Securities Depository Limited (‘NSDL’) for conducting remote e-voting and e-voting during the AGM by the shareholders of the Company.

The voting period for remote e-voting commenced on Wednesday, September 23, 2026 (8:00 a.m. IST) and ended on Sunday, September 27, 2026 (5:00 p.m. IST) and the NSDL e-voting platform was disabled thereafter.

The Company had also provided e-voting facility to the shareholders present at the AGM through VC/ OAVM and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the cut-off date of Monday, September 21, 2026 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on votes cast, through e-voting during the AGM and under remote e-voting facility prior to the AGM, were unblocked and downloaded from the e-voting website of NSDL in the presence of two witnesses, who are not in employment of the Company.

I have scrutinized and reviewed the remote e-voting and e-voting done during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the applicable provisions of the Act, Rules and MCA Circulars relating to remote e-voting and e-voting during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and e-voting during the AGM is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I, now submit my consolidated Report as under on the result of remote e-voting and e-voting during the AGM in respect of the said resolutions:

ORDINARY BUSINESS:
Item No. 1- Ordinary Resolution:

To receive, consider and adopt the audited Financial Statements of the Company for the financial year ended March 31, 2026 together with the reports of Board of Directors and Auditors thereon:

(1) Voted in favour of the resolution:

Number of members voted*	Number of valid votes cast by them	% of total number of valid votes cast
158	988935410	99.99%

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	1107	0.01%

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

** Note - For the purpose of calculating 'Number of Members Voted', one or more folios / DP ID - Client ID having same PAN no. have been considered and counted as single member.*

ORDINARY BUSINESS:
Item No. 2- Ordinary Resolution:

To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended March 31, 2026 together with the report of Auditors thereon:

(1) Voted in favour of the resolution:

Number of members voted*	Number of valid votes cast by them	% of total number of valid votes cast
158	988935410	99.99%

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	1107	0.01%

(3) Invalid Votes:

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

** Note - For the purpose of calculating 'Number of Members Voted', one or more folios / DP ID - Client ID having same PAN no. have been considered and counted as single member.*

ORDINARY BUSINESS:
Item No. 3- Ordinary Resolution:

To re-appoint Mr. Prasad K. Panicker as Director liable to retire by rotation:

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
156	988935060	99.99%

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
13	1457	0.01%

(3) Invalid Votes:

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

** Note - For the purpose of calculating 'Number of Members Voted', one or more folios / DP ID - Client ID having same PAN no. have been considered and counted as single member.*

ORDINARY BUSINESS:
Item No. 4 - Ordinary Resolution:

To re-appoint Mr. Vladislav Bromberg as Director liable to retire by rotation:

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
156	988935010	99.99%

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
13	1507	0.01%

(3) Invalid Votes:

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

** Note - For the purpose of calculating 'Number of Members Voted', one or more folios / DP ID - Client ID having same PAN no. have been considered and counted as single member.*

ORDINARY BUSINESS:
Item No. 5 - Ordinary Resolution:

To re-appoint Mr. Alexander Zubchenko as Director liable to retire by rotation.

(1) Voted in favour of the resolution:

Number of members voted*	Number of valid votes cast by them	% of total number of valid votes cast
156	988935010	99.99%

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
13	1507	0.01%

(3) Invalid Votes:

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

** Note - For the purpose of calculating 'Number of Members Voted', one or more folios / DP ID - Client ID having same PAN no. have been considered and counted as single member.*

SPECIAL BUSINESS:
Item No. 6- Ordinary Resolution:

To appoint Mr. Sergei Stepanenko as Director of the Company:

(1) Voted in favour of the resolution:

Number of members voted*	Number of valid votes cast by them	% of total number of valid votes cast
155	988934960	99.99%

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
14	1557	0.01%

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

** Note - For the purpose of calculating 'Number of Members Voted', one or more folios / DP ID - Client ID having same PAN no. have been considered and counted as single member.*

SPECIAL BUSINESS:
Item No. 7- Ordinary Resolution:

To ratify the remuneration payable to the Cost Auditors.:

(1) Voted in favour of the resolution:

Number of members voted*	Number of valid votes cast by them	% of total number of valid votes cast
157	988935110	99.99%

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
12	1407	0.01%

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

** Note - For the purpose of calculating 'Number of Members Voted', one or more folios / DP ID - Client ID having same PAN no. have been considered and counted as single member.*

All of the above Seven (7) Resolutions mentioned in the Notice of the AGM dated August 25, 2026 as per the details mentioned above stand "PASSED WITH REQUISITE MAJORITY" under remote e-voting and e-voting conducted during the AGM and hence deemed to be passed as on the date of AGM i.e. on September 28, 2026.

I hereby confirm that I am maintaining the Register received from NSDL electronically in respect of remote e-voting conducted before the AGM and e-voting conducted during the AGM. I shall arrange to hand over these records to the Company Secretary of the Company for safe keeping, after the Chairman signs the Minutes.

Thanking You.
Yours Faithfully,

KALA AGARWAL
Digitally signed by KALA AGARWAL
DN: c=IN, o=Personal, 2.5.4.20=E8E289EF545C4702F86040335BD60D7CC71FCC07FBCD215FCE3F3E2C64A97373, postalCode=400057, st=Maharashtra, serialNumber=A8374722C96B78EFEBA89848092ECC4AADB1AB91131F9559E2306418033478CF, cn=KALA AGARWAL
Date: 2026.09.29 18:41:45 +05'30'

KALA AGARWAL
Practicing Company Secretary
COP: 5356
FCS: 5976

UDIN: F005976H001660695

Place: Mumbai
Date: September 29, 2026

Counter-Signed by
Nayara Energy Limited

MAYANK BHARGAVA
Digitally signed by MAYANK BHARGAVA
Date: 2026.09.29 18:46:11 +05'30'

MAYANK BHARGAVA
Company Secretary
ACS No.: 13927

Place: Mumbai
Date: September 29, 2026