

SCRUTINIZER'S REPORT FOR E-VOTING PURSUANT TO SECTION(S) 108 OF THE COMPANIES ACT, 2013 READ WITH RULE 20 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 AND REGULATION 44 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To

The Chairman

AMIC FORGING LIMITED

3A, GRASTIN PLACE,

2ND FLOOR,

KOLKATA-700001

Dear Sir

Sub: Passing of resolution(s) through electronic means conducted for the Equity Shareholders of AMIC FORGING LIMITED held between 02nd day of November, 2025 (09.00A.M.) to 04th day of November, 2025 (05.00 P.M.) and during the Extra-ordinary General Meeting held on 05th day of November, 2025

Ref: Scrip Code : 544037
 Scrip ID : AMIC

I, B. K. Barik, FCS, Practising Company Secretary of **B. K. Barik & Associates, Company Secretaries, Kolkata**, have been appointed as a Scrutinizer by the Board of Directors of **AMIC FORGING LIMITED** (the Company) for the purpose of scrutinizing remote e-voting held between 02nd day of November, 2025 (09.00 a.m.) to 04th day of November, 2025 (05.00 p.m.) and for the e-voting held during the Extra-ordinary General Meeting (EGM) on 05th November, 2025.

Responsibility of the Management

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made there under in relation to exercising of voting rights through electronic means.



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Company Secretaries

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Phone : 2262 1047 / 4063 0577

Mobile : 62906 03690 / 80170 07180

E-mail : satyabrata_mika@yahoo.co.in

Responsibility as a Scrutinizer

My responsibility as a Scrutinizer for the e-voting process is restricted to make a Scrutinizer's Report of the votes cast "in favor" or "against" the Resolution(s) set out in the notice convening the reports generated from the e-voting system provided by Bigshare Services Pvt Ltd, the authorized agency engaged by the Company for providing e-voting facilities. I submit my report as under

The result(s) of E- voting is/are as under:

SPECIAL BUSINESS:

ISSUE OF EQUITY SHARES AND WARRANTS ON A PREFERENTIAL BASIS BY WAY OF PRIVATE PLACEMENT TO THE PROMOTERS AS WELL AS TO THE PERSON WHO ARE SHAREHOLDERS AND NOT THE SHAREHOLDERS OF THE COMPANY:

To consider and, if thought fit, to pass, with or without modification, the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 23, 42, 62 and all other applicable provisions, if any, of the Companies Act, 2013 (the "Act") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the applicable Rules thereunder, and the enabling provisions of the Memorandum of Association and Articles of Association of the Company and, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "SEBI ICDR Regulations"), the Securities Contracts (Regulation) Act, 1956, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provisions of the Foreign Exchange Management Act, 1999, as amended, and rules and regulations framed thereunder as in force and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines thereon issued from time to time by the Government of India, the Securities and Exchange Board of India ("SEBI"), the Reserve Bank of India ("RBI"), the Registrar of Companies (the "ROC") and the BSE Limited, stock exchange where the shares of the Company are listed ("BSE") and subject to requisite approvals, consents, permissions and/or sanctions, from appropriate statutory, regulatory or other authority and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of the above authorities while granting any such approvals, consents, permissions and/or 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 include any committee which the Board may have constituted or may hereinafter constitute to exercise its powers including the powers conferred hereunder), the consent of the Members of the Company be and is hereby accorded to raise, on the terms and conditions determined by the Board, a total amount of Rs.



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49,98,52,800/- (Rupees Forty Nine Crores Ninety Eight Lakhs Fifty Two Thousand Eight Hundred only), by way of offer, issue and allotment on a preferential basis, by way of private placement to promoters and the persons who are not the Shareholders of the Company ("Proposed Subscriber"), as follows:

- a) 2,60,425 (Two Lakhs Sixty Thousand Four Hundred Twenty Five) Equity shares of the company of the face value of Rs. 10/- (Rupees Ten only) each, each fully paid-up ("Equity Shares") for cash consideration on a preferential basis, at a price of Rs. 1536/- (Rupees Fifteen hundred and Thirty Six only) per Equity Share (including premium of Rs. 1526/- (Rupees Fifteen hundred and Twenty Six only) per Equity Share.
- b) 65,000 warrants ("Warrants") of the Company, whereby each Warrant is convertible in to 1 (one) equity share of face value Rs. 10/- (Rupees Ten only) ("Additional Equity Share") at any time within 18 (eighteen) months from the date of allotment of the Warrants as per the ICDR Regulations, for cash consideration on a preferential basis, at a price of Rs. 1536/- (Rupees Fifteen hundred and Thirty Six only) per Warrant (including premium of Rs. 1526/- (Rupees Fifteen hundred and Twenty Six only).

RESOLVED FURTHER THAT the Board has identified 27 (Twenty Seven) number of proposed allottees for Equity Shares as identified persons which are as follows:



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SL NO	NAME OF IDENTIFIED PERSONS	NUMBER OF EQUITY SHARES PROPOSED TO BE ISSUED
1	MBRD Investment	65000
2	Finwinora Financial Services LLP	30000
3	VT Capital Market Private Limited	27625
4	Pavan Jaikishan Jaju	13000
5	Anamika Fashionwears and Exports Private Limited	13000
6	Nikita Gupta	13000
7	AvoraSMEFund1	9750
8	Oculus Capital Growth Fund	9750
9	Amit Bafna	6500
10	Vedant Bhotika HUF	6500
11	Sarang Choudhary	6500
12	Aditi Gupta	6500
13	Sharad Kumar Agarwala	6500
14	Priya Bhutra	6500 26000
15	Prithish Garg	4875
16	Anshul Rai	4550
17	Alkesh Agarwal	3900
18	Amit Choudhary	3250
19	Shalini Ranjan	3250
20	Jagdish Narendra Bhanushali	3250
21	Shekhar Agarwal	3250
22	Shakuntaladevi Kanodia	3250
23	Pooja Jain	3250
24	Amit Barmecha	1950
25	Rajesh Agarwal	1950
26	Aanchal Lakhota	1950
27	Anant Kumar Rungta	1625

RESOLVED FURTHER THAT the Board has identified 2 (Two) number of proposed all
otees for Warrant as identified persons which are as follows:



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SL NO	NAME OF IDENTIFIED PERSONS	NUMBER OF WARRANTS PROPOSED TO BE ISSUED
1.	Rashmi Chamaria	39,000
2.	Priya Bhutra	26,000

RESOLVED FURTHER THAT the Relevant Date, as per the provisions of Chapter V of the SEBI (ICDR) Regulations, 2018 for the determination of issue price of the equity shares and Warrants is October 06, 2025 i.e., 30 days prior to the date of (EGM). The floor price as determined in terms of Regulation 164(1) of the ICDR Regulations for the issuance of the Equity Shares is Rs. 1536/- (Rupees Fifteen Hundred Thirty Six Only);

RESOLVED FURTHER THAT, without prejudice to the generality of the above resolutions, the Equity Shares shall be subject to the terms and conditions as prescribed under the applicable laws, including but not limited to the following: (a) the Equity Shares to be offered, issued and allotted shall be subject to the provisions of the Act and the ICDR Regulations; (b) 100% of the consideration for the Equity Shares shall be received from the Proposed Subscriber on or before the date of allotment thereof; (c) the consideration for allotment of Equity Shares shall be received from the bank account of the Proposed Subscriber; (d) the Equity Shares shall be subject to the applicable laws as well as the memorandum of association and articles of the association of the Company and shall rank pari passu in all respects with the existing fully paid-up equity shares of face value of Rs.10/- (Rupees Ten only) each of the Company including with respect to entitlement to dividend, voting powers and distribution of assets in the event of voluntary or involuntary liquidation, dissolution or winding up of the Company; (e) the Equity Shares to be allotted to the Proposed Subscribers shall be under lock-in as prescribed under the applicable provisions of the ICDR Regulations; (f) the Equity Shares shall be allotted within a period of 15(fifteen) days from the date of passing of the special resolution. Notwithstanding the foregoing, if the allotment of the Equity Shares is subject to the receipt of any approval from any regulatory/statutory authority for such allotment including the in-principle approval of the Stock Exchanges, the allotment shall be completed within a period of 15 (fifteen) days from the date of receipt of such approval; (g) the Company shall procure the listing and trading approvals for the Equity Shares to be allotted to the Proposed Subscriber from the Stock Exchanges in accordance with the Listing Regulations and all other applicable laws, rules and regulations; and (h) the allotment of Equity Shares shall be made in dematerialized form

RESOLVED FURTHER THAT the aforesaid issue of Warrants shall be subject to the following terms and conditions:

- The Warrant holders shall, subject to the SEBI (ICDR) Regulations and other applicable rules, regulations, and laws, be entitled to exercise the Warrants in one or more tranches within a period of 18 (Eighteen) months from the date of allotment of the Warrants by issuing a written notice to the Company specifying the number of Warrants proposed to be exercised. The



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- b) Company shall accordingly issue and allot the corresponding number of Equity Shares of face value of Rs.10/- each to the Warrant holders. Each Warrant holder will be entitled to receive one equity share of the Company against one Warrant held by him/her.
- c) An amount equivalent to 25% of the Warrant Issue Price shall be payable at the time of subscription and allotment of each Warrant and the balance 75% shall be payable by the Warrant holder(s) on the exercise of the Warrant(s).
- d) The respective Warrant holder shall make payment of Warrant price from their own bank account into to the designated bank account of the Company.
- e) In the event that, a Warrant holder does not exercise the Warrants within a period of 18 (Eighteen) months from the date of allotment of such Warrants, the unexercised Warrants shall lapse and the amount paid by the Warrant holders on such Warrants shall stand forfeited by Company.
- f) The Warrants shall be exercised in a manner that shall be in compliance with the minimum public shareholding norms prescribed for the Company under the Listing Regulations and the Securities Contract (Regulation) Rules, 1957;
- g) The price determined above and the number of Equity Shares to be allotted on exercise of the Warrants shall be subject to appropriate adjustments as permitted under the rules, regulations and laws, as applicable from time to time.
- h) The Warrants by themselves, until exercise of the conversion option and allotment of Additional Equity Shares, do not give the Proposed Subscribers any rights akin to that of shareholder(s) of the Company including any voting rights;
- i) The Warrants shall be issued and allotted in dematerialised form within a period of 15 (fifteen) days from the date of passing of the Special Resolution by the Members, provided that where the issue and allotment of the said Warrants is pending on account of pendency of any approval for such issue and allotment by any regulatory authority, the issue and allotment shall be completed within a period of 15 (fifteen) days from the date of such approval.
- j) The Company shall procure the listing and trading approvals for the Equity Shares to be issued and allotted to the Warrant holders upon exercise of the Warrants from the BSE in accordance with the Listing Regulations and all other applicable laws, rules and regulations.
- k) The Equity Shares so allotted on exercise of the Warrants shall be in dematerialized form and
- l) shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank pari-passu in all respects including dividend, with the then existing Equity Shares of the Company including entitlement to voting powers and dividend.
- m) The Equity Shares issued pursuant to the exercise of the Warrants shall be locked-in as prescribed under the SEBI (ICDR) Regulations from time to time.

RESOLVED FURTHER THAT pursuant to the provisions of the Act and subject to receipt of such approvals as may be required under applicable law, the consent of the Members of the Company be and is hereby accorded to record the name and address of the proposed allottees and



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issue a private placement offer cum application letter in the Form PAS-4 to the proposed allottees inviting to subscribe to the equity shares and Warrants in accordance with the provisions of the Act.

RESOLVED FURTHER THAT subject to the provisions of the ICDR Regulations and other applicable laws, the Board be and is hereby authorised to decide and approve the terms and conditions of the issuance of the Equity Shares, the Warrants and the Additional Equity Shares and to vary, modify or alter any of the terms and conditions, including size of the issue, as it may, in its sole and absolute discretion, deem fit and expedient.

RESOLVED FURTHER THAT, for the purpose of giving effect to this resolution and for the purpose of the issuance and allotment of the Equity Shares, Warrants and Additional Equity Shares and the listing of the Equity Shares and the Additional Equity Shares on Stock Exchange(s), the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may in its sole discretion consider necessary, desirable or expedient including making application to the Stock Exchanges for obtaining in-principle approval, listing and trading approvals, filing of requisite documents/making declarations with the MCA, SEBI or any other statutory authority or Stock Exchanges and any other deed, document, declaration as may be required under the applicable laws, and to resolve and settle any questions and difficulties that may arise in the proposed issuance, offer and allotment of the Equity Shares, Warrants and Additional Equity Shares, the utilization of proceeds and signing of all deeds and documents, as maybe required, without being required to seek any further consent or approval of the members.

RESOLVED FURTHER THAT, any one of the Directors of the Company and the Company Secretary be and are hereby severally authorized to send the necessary intimations to the Stock Exchanges in relation to this resolution, as may be required under the Listing Regulations, to make necessary filings with the Registrar of Companies, the Stock Exchanges and regulatory authorities, to execute any deeds and documents for an on behalf of the Company and represent the Company before any governmental authorities and to appoint other professional advisors, consultants and legal advisors to give effect to this resolution, and to do all such acts, deeds and things incidental for signing and filing of forms, payment of fees etc. and to do all such other acts, things and deeds, as maybe required for the aforesaid purpose or other services as that may be necessary to give effect to the above resolutions;

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any committee of the Board or any Director(s) or Officer(s) of the Company and to generally do all such acts, deeds, matters and things as may be required in connection with the aforesaid resolutions, including making necessary filings with the Stock Exchanges and regulatory authorities and execution of any deeds and documents for and on behalf of the Company and to represent the Company before any governmental authorities or



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Stock Exchanges and to appoint any merchant bankers or other professional advisors, consultants and legal advisors, to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT a copy of the aforesaid resolution certified to be true by anyone of the Directors of the Company or the Company Secretary of the Company be furnished to the appropriate authorities with a request to act thereon."

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of voting	Numbers of members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
Remote e-voting	4	700400	100%
Venue Voting	6	4685050	100%
Total	10	5385450	100%

VOTES CAST AGAINST THE RESOLUTION

Mode of voting	Numbers of members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
Remote e-voting	NIL	NIL	NIL
Venue Voting	NIL	NIL	NIL
Total	NIL	NIL	NIL

INVALID VOTES

Mode of voting	Numbers of members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
Remote e-voting	NIL	NIL	NIL
Venue Voting	NIL	NIL	NIL
Total	NIL	NIL	NIL



For B.K.BARIK & ASSOCIATES
Company Secretaries

BIRA
KISHORE
BARIK

Digitally signed by
BIRAJ KISHORE BARIK
Date: 2025.01.17
15:40:32 +05'30'

B.K.Bari
Practising Company Secretary
FCS: 5696, C.P.No. 3897
UDIN: F005696G001779446

Place: Kolkata

Dated: 07/11/2025

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Resolution(1)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			Issue of Equity shares and Warrants on a preferential basis by way of private placement to the promoters as well as to the person who are shareholders and not shareholder of the Company					
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	6079010	4684950	77.0676	4684950	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6079010	4684950	77.0676	4684950	0	100	0
Public-Institutions	E-Voting	68700	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	68700	0	0	0	0	0	0
Public- Non Institutions	E-Voting	4340700	700500	16.138	700500	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4340700	700500	16.138	700500	0	100	0
Total			10488410	5385450	51.3467	5385450	0	100
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	