

### **Consolidated Report of Scrutinizer**

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

To,  
The Chairperson,  
Syschem (India) Limited  
Village Bargodam, Tehsil Kalka,  
District Panchkula,  
Haryana, India.

**32<sup>nd</sup> Annual General Meeting of the Equity Shareholders of Syschem (India) Limited held on Thursday, the 4<sup>th</sup> September, 2025 at 03.30 P.M conducted through Video Conferencing / Other Audio Visual Means.**

Dear Sir,

1. I, Kanwaljit Singh Thanewal, Practicing Company Secretary, at S.C.O. 64-65, 1<sup>st</sup> Floor, Sector 17-A, Madhya Marg, Chandigarh was appointed as Scrutinizer by the Board of Directors of **Syschem (India) Limited** (the Company) for the purpose of scrutinizing the e-voting process (remote e-voting) and e-voting during AGM pursuant to section 108 of the Companies Act, 2013 read with rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, as amended, in respect of the below mentioned resolutions proposed at the 32<sup>nd</sup> Annual General Meeting (AGM) of the Equity Shareholders of Syschem (India) Limited held on 4<sup>th</sup> September, 2025 at 03.30 P.M. conducted through Video Conferencing / Other Audio Visual Means ("VC").
2. The notice dated 4<sup>th</sup> August, 2025, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed at the 32<sup>nd</sup> AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliance with the MCA Circular dated 5<sup>th</sup> May, 2020

read with circulars dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020, 28<sup>th</sup> December, 2022, 25<sup>th</sup> September, 2023 and 19<sup>th</sup> September, 2024 (collectively referred to as "MCA Circulars") and SEBI Circular dated 12<sup>th</sup> May, 2020, 15<sup>th</sup> January, 2021, 13<sup>th</sup> May, 2022, 5<sup>th</sup> January, 2023, 7<sup>th</sup> October, 2023, and 3<sup>rd</sup> October, 2024.

3. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and e-voting during the Annual General Meeting on the resolutions proposed in the Notice of the 32<sup>nd</sup> Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and e-voting during the meeting are conducted in a fair and transparent manner and render a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Central Depository Services (India) Limited (CDSL).
4. The Company had arranged the services of CDSL from 1<sup>st</sup> September, 2025 (from 9.00 A.M.) to 3<sup>rd</sup> September, 2025 (upto 5.00 P.M.) for e-voting. The voting rights were reckoned as on 28<sup>th</sup> August, 2025 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting.
5. During the 32<sup>nd</sup> AGM of the Company held on 4<sup>th</sup> September, 2025, it was informed that the facility of E-voting is available during the meeting for the members who have not cast their vote previously through remote e-voting and are attending the Meeting through video conferencing.
6. The results of remote e-voting and e-voting during the AGM were unblocked by me on 4<sup>th</sup> September, 2025 in the presence of two witnesses who are not in the employment of the Company.

The consolidated results of voting are as under:

## ORDINARY BUSINESS:

### (1) As an Ordinary Resolution-Item no. 1

To receive, consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2025, together with the Reports of the Board of Directors and Auditors thereon.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/Votes	No. of Members	No. of shares/Votes
Detail of voting	66	6516149	63	6508147	3	8002	-	-
% to total valid votes				99.88%		0.12%		

### (2) As an Ordinary Resolution-Item no. 2

To appoint a Director in place of Mr. Suninder Veer Singh (DIN: 07693557), who retires by rotation and, being eligible, offers himself for re-appointment.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/Votes	No. of Members	No. of shares/Votes
Detail of voting	66	6516149	63	6508147	3	8002	-	-
% to total valid votes				99.88%		0.12%		

### (3) As an Ordinary Resolution-Item no. 3

To re-appoint Auditors and fix their remuneration.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/Votes	No. of Members	No. of shares/Votes
Detail of voting	66	6516149	63	6508147	3	8002	-	-
% to total valid votes				99.88%		0.12%		

**SPECIAL BUSINESS:****(4) As a Special Resolution-Item no. 4**

To approve material Related Party Transactions for the financial year 2026-27.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/V otes	No. of Members	No. of shares/Vo tes
Detail of voting	63	1639149	59	1631097	4	8052	3	4877000
% to total valid votes				99.51%		0.49%		

*\*votes cast by the related party are considered invalid for the purpose of this resolution.*

**(5) As an Ordinary Resolution-Item no. 5**

To approve the remuneration of the cost auditor for the financial year ending 31<sup>st</sup> March, 2026.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/V otes	No. of Members	No. of shares/Vo tes
Detail of voting	66	6516149	63	6508147	3	8002	-	-
% to total valid votes				99.88%		0.12%		

**(6) As an Ordinary Resolution-Item no. 6**

To approve and ratify the Related Party Transactions being corporate guarantee issued by the Company on behalf of Pharmacare International, a partnership concern.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/V otes	No. of Members	No. of shares/Vo tes
Detail of voting	63	1639149	56	1628296	7	10853	3	4877000
% to total valid votes				99.34%		0.66%		

*\*votes cast by the related party are considered invalid for the purpose of this resolution.*

**(7) As an Ordinary Resolution-Item no. 7**

Appointment of Mr. Kanwaljit Singh Thanewal as the Secretarial Auditor of the company and fix their remuneration.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/V otes	No. of Members	No. of shares/Vo tes
Detail of voting	66	6516149	62	6508146	4	8003	-	-
% to total valid votes				99.88%		0.12%		

7. Based on the votes cast in favour / against on the aforesaid resolutions by remote e-voting and e-voting during the AGM, all 7 (Seven) resolutions were passed with requisite majority.
8. I hereby confirm that the electronic data, registers and all other relevant records related to remote e-voting and e-voting during the AGM is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman consider, approves and signs the minutes of the AGM.

Thanking you,  
Yours Sincerely,

**Kanwaljit Singh Thanewal**  
**Company Secretary in Practice**  
CP No. 5870  
FCS No. 5901  
Date: 05.09.2025  
Place: Chandigarh  
UDIN: F005901G001181900  
Peer Review Cert. No.:2319/2022