



SUDHIR KOTHARI & ASSOCIATES

Chartered Accountant

Proprietor CA Sudhir Kumar Kothari, B. Com (Hons.), FCA, DISA, ACS
10/1, Deodar Street, Kolkata – 700 019

Mobile: 9830284200. E-mail: sudhirkothari@hotmail.com

Consolidated Scrutinizer's Report

To,
The Chairman
BCPL Railway Infrastructure Limited
13B Bidhan Sarani, 4th Floor,
Kolkata – 700 006.

Dear Sir,

I thank you for appointing me as the Scrutinizer for scrutinizing Ballot voting and Remote e-voting process in respect of the passing of the resolutions contained in the Postal Ballot Notice dated 29th January, 2026.

I am pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

For Sudhir Kothari & Associates
Chartered Accountant

SUDHIR KUMAR KOTHARI
Practicing Chartered Accountant
F.C.A. No.: 053874
CP No.: 330320E

Place: Kolkata
Date: 25th April, 2026



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CONSOLIDATED REPORT OF THE SCRUTINIZER

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

Name of the Company	BCPL Railway Infrastructure Limited
Type of Notice	Postal Ballot Notice
Day, Date & Time of Notice	Thursday 29 th January, 2026
Mode of Voting	Ballot voting and Remote E-voting

1. Appointment as Scrutinizer

I, Sudhir Kumar Kothari, Chartered Accountant in Practice (Membership No. 053874 and Firm Registration No. 330320E), was appointed as a Scrutinizer of the Company for scrutinizing both Ballot voting and Remote e-voting of BCPL Railway Infrastructure Limited (hereinafter referred to as "the Company") in respect of the passing of the resolutions contained in the Postal Ballot Notice dated Thursday, 29th January, 2026.

2. Dispatch of Notice convening the AGM

- 2.1. Pursuant to the relevant circulars issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars"), the Company had sent this Postal Ballot Notice in electronic form only to the email addresses registered with the Depository Participants of the Members. The hard copy of this Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelopes were not sent to the members for the postal ballot in accordance with the requirements specified under the MCA Circulars.
- 2.2. The Company hosted the Postal Ballot Notice on its website and also intimated the same to BSE Limited on **Wednesday, 25th March, 2026**.
- 2.3. The Notice of the Postal Ballot dated 29th January, 2026 alongwith the statement under Section 102 of the Companies Act, 2013 setting out all material facts in respect of the resolutions mentioned therein were sent electronically by email to the Members whose names appear in the Register of Members, list of Beneficial Owners made available by Maheshwari Datamatics Private Limited, Registrar and Share Transfer Agents ("RTA") of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") as on **20th March, 2026** in compliance with the above referred MCA Circulars.





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2.4. The Company has completed the dispatch of Postal Ballot Notice by email on 25th March, 2026. In accordance with the MCA Circulars, no physical Ballot Notice was dispatched to the Members in view of MCA Circulars. The Company has also published Newspaper Advertisement in Financial Express (English) and Arthik Lipi (Bangla) on **Thursday, 26th March, 2026** respectively, regarding dispatch of Notice of Postal Ballot.

3. Remote e-voting process

3.1. Agency

The Company appointed CDSL as the agency for providing the platform for Remote E-voting.

3.2. Postal Ballot Remote E-Voting period

Postal Ballot Remote E-voting platform was open from **9.00 a.m. (IST) on Friday, 27th March, 2026 till 5.00 p.m. (IST) on Saturday, 25th April, 2026**. Members were required to cast their votes electronically conveying their assent or dissent in respect of the resolution on the Remote E-voting platform provided by CDSL during the aforesaid time period. The e-voting module was disabled by CDSL for voting thereafter.

4. Counting Process

4.1. I unblocked the results of the Remote E-voting on the CDSL e-voting platform and downloaded the results for scrutiny on **Saturday, 25th April, 2026 at 17:13:51 hours** under the witnesses of Mr. Dipankar Ghosh, resident of 1, Taru Villa, Kabi Sukanta Lane, Kolkata - 700 086 and Mr. Sourav Ghosh, resident of A/169 Baghajatin Pally, Kolkata - 700 092, who are not employees of the Company. Thereafter, the details containing, inter-alia the list of Members who voted "For" or "Against" the resolutions were derived from the report generated from the e-voting website of CDSL i.e., <http://www.evotingindia.com>.

5. Results

5.1. Consolidated results with respect to the agenda items as set out in the Postal Ballot Notice dated 29th January, 2026 is enclosed herewith.

5.2. Based on the aforesaid results, I report that the Special Resolution as set out in Item Nos. 1 in the Postal Ballot Notice dated 29th January, 2026 have been passed with the requisite majority.





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CONSOLIDATED RESULTS

Item No. 1: Regularisation of reappointment of Mr. Sudipta Kumar Mukherjee [DIN 09022104] as a Non-Executive Independent Director

Particulars	Remote E-voting		Ballot voting		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	83	93,96,702	0	0	83	93,96,702	99.96
Dissent	10	4,051	0	0	10	4,051	0.04
Total	93	94,00,753	0	0	93	94,00,753	100.00

Based on the aforesaid result, I report that the **Special Resolution** as set out in **Item No. 1** of the Notice of Ballot dated 29th January, 2026 have been passed with requisite majority.

For Sudhir Kothari & Associates

Chartered Accountant

CP No.: 330320E

**SUDHIR KUMAR
KOTHARI**

Digitally signed by
SUDHIR KUMAR KOTHARI
Date: 2026.04.25 17:39:12
+05'30'



CA SUDHIR KUMAR KOTHARI

Proprietor

F.C.A. No.: 053874

UDIN: **26053874GWRQXZ6875**

Place: Kolkata

Date: 25-04-2026