



SCRUTINIZER REPORT

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

**To,
Chairman
MICROPRO SOFTWARE SOLUTIONS LIMITED**

Subject: Scrutinizer's Report on E-Voting Process conducted through electronic voting system in accordance with the provisions of Section 108 and section 110, the MCA Circulars, Listing Regulations and applicable provisions, if any of the Companies Act, 2013 read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014, as amended for the Annual General Meeting of the Equity Shareholders of MICROPRO SOFTWARE SOLUTIONS LIMITED Held on 26th September, 2025 at 12.30 P.M. (IST) through Video Conferencing Mode.

Dear Sir,

I CS Namita Anish Buche, a Practicing Company Secretary, having office at R-13, 202, Daffodils, Aath Rasta Square, Laxmi Nagar, Nagpur – 440022, is appointed as Scrutinizer of **MICROPRO SOFTWARE SOLUTIONS LIMITED** for the purpose of conducting e-voting process in a fair and transparent manner in respect of the resolutions taken up at the 29th Annual General Meeting of the Equity Shareholders of the Company, held on 26th September, 2025 at 12.30 P.M. (IST) through Video Conferencing.

I submit my report as under:

The Ministry of Corporate Affairs ("MCA") vide its General Circulars Nos.9/2024 dated 19th September, 2024, read with circulars dated 8th April, 2020, 13th April 2020, 5th May 2020, 13th January 2021, 8th December, 2021, 28th December, 2022 and 25th September, 2023 (collectively referred to as 'MCA Circulars') allowing, inter-alia, conducting of AGMs/EGMs through ('VC/OAVM') facility on or before 30th September, 2025. The Securities and Exchange Board of India ('SEBI') also vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024 ('SEBI Circulars') has provided certain relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). In compliance with these





Circulars, provisions of the Act and SEBI Listing Regulations, the AGM of the Company is being conducted through VC/OAVM facility, without the physical presence of Members at a common venue.

The Notice and Integrated Annual Report 2024-2025 was also uploaded on the Company's website <https://www.microproindia.com/>, websites of the Stock Exchanges i.e. National Stock Exchange of India Limited at www.nseindia.com, and on the website of National Securities Depository Limited (NSDL) [tps://www.evoting.nsdl.com](https://www.evoting.nsdl.com).

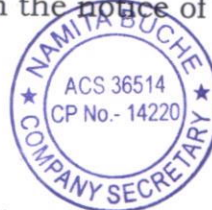
The shareholders holding shares as on the "cut off" date i.e. Friday, 19th September, 2025 were entitled to vote on the proposed resolutions (Item Nos. 1 to 3) as set out in the Notice of the Postal Ballot/E-voting of the Company.

The Company has availed e-voting facility from National Securities Depository Limited (NSDL) ("e-voting facilitator") for enabling the shareholders to cast their votes electronically.

The e-voting period remained open from 9.00 A.M. on 23rd September, 2025 till 5.00 P.M. on 25th September, 2025 and the NSDL e-voting platform was disabled thereafter. Members, who were entitled to vote but have not voted through Remote E-voting, were provided with the facility to exercise their voting rights through E - voting during the appointed time of the meeting. However, members who had already cast their vote through remote e-voting were not permitted to vote again at the appointed time at the meeting, although they attended the meeting. The e-voting during the appointed time at the meeting ended after 15 minutes from the conclusion of the meeting at 12.53 P.M.

After the closure of remote e-voting at the AGM, the report on remote e-voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from NSDL e-voting system and have maintained register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 as amended. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions contained in the notice of the AGM.





My responsibility as scrutinizer for the remote e-voting 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 the remote e-voting prior to and during the AGM in respect of the said resolutions:

Resolution 1 :To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the Financial Year 2024-25 ended 31 March, 2025, including, the Balance Sheet as at 31 March, 2025, Statement of Profit and Loss and Cash Flow for the Financial Year 2024-25, together with the Board's Report and Report of the Statutory Auditors thereon.

i. Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
17	10408400	100%
Total	10408400	100%

ii. Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0
Total		

iii. Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Resolution 2 : To appoint a Director in place of Mr. MeherShreeramPophali (DIN: 01568099), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

i. Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
17	10408400	100%
Total	10408400	100%





ii. Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0
Total		

iii. Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them

Resolution 3: To appoint CS Namita Buche, Practicing Company Secretary, as the Secretarial Auditors of the Company for a term of first fixed term of five consecutive years from Financial Year 2025-26 to Financial Year 2029-30

i. Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
17	10408400	100%
Total	10408400	100%

ii. Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0
Total		

iii. Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0





NAMITA BUCHE

All electronic data and relevant records of e-voting have been handed over to the Company Secretary for safe keeping.

Thanking You
Yours faithfully,

N. Buche



CS NAMITA ANISH BUCHE

Practicing Company Secretary

ACS: 36514 COP: 14220

UDIN: A036514G001355843

Peer Review Certificate No. 3647/2023

Date: 26.09.2025

Place: Nagpur