

हिंदी केवल एक भाषा नहीं बल्कि हमारी राष्ट्रीय पहचान है।

**ITI LIMITED**  
(A Govt. of India Undertaking)



**आईटीआई लिमिटेड**  
(भारत सरकार का उपक्रम)

Ref: K/NSE&BSE/2025  
Date: 12.11.2025

The Secretary  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai- 400 001  
Scrip Code: 523610

The Manager  
National Stock Exchange of India Limited  
Exchange Plaza,  
Bandra Kurla Complex, Bandra (E)  
Mumbai- 400 051  
Scrip Code: ITI

Dear Sir/Madam,

**Sub: Scrutinizer's Report with report of remote e-voting & e-voting at the 75<sup>th</sup> Annual General Meeting (AGM) held on 11.11.2025**

**Ref: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

With reference to the above, we enclose herewith the Scrutinizer's Report on voting results of the 75<sup>th</sup> Annual General Meeting (AGM) of the Company held on Tuesday 11<sup>th</sup> November, 2025 on remote e-voting and e-voting during the AGM.

Thanking you

Yours faithfully  
For ITI Limited

Y Sathyan  
Company Secretary & Compliance Officer

Encl. as above



**D VENKATESWARLU**  
Practicing Company Secretary

**Form No: MGT-13**

**Report of Scrutinizer**

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]**

**The Chairman and Managing Director**

**ITI LIMITED**

**CIN: L32202KA1950GOI000640**

**Registered & Corporate Office:**

**ITI Bhavan, Dooravaninagar,**

**Bangalore 560 016**

**Sub: 75<sup>th</sup> Annual General Meeting of the Equity Shareholders of ITI LIMITED (CIN: L32202KA1950GOI000640) held on Tuesday, 11<sup>th</sup> November 2025 at 11:30 A.M. through Video Conferencing ('VC') or Other Audio-Visual Means ('OAVM')**

Dear Sir,

I, D Venkateswarlu, Practicing Company Secretary, Bengaluru was appointed as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of scrutinizing:

- (i) the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (ii) E-Voting process at the AGM.

The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013, Rules and circulars issued by MCA and SEBI relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions contained in the Notice of the Seventy Fifth Annual General Meeting of the Equity Shareholders dated 13<sup>th</sup> October 2025. Our responsibility as a Scrutinizer for the E-voting process is restricted to furnishing of Scrutinizer's Report of the votes cast "in favour" and/or "against" the resolution stated in the notice of the AGM, based on the report generated from the e-voting system provided by National Securities Depository Limited (NSDL) the Agency Authorized under the Rules and engaged by the Company to provide remote e-voting facilities and e-voting facilities to vote at the AGM.





**I submit my report as under:**

1. The remote E-Voting period remained open from Saturday, 8<sup>th</sup> November 2025 at 09.00 A.M. and ends on Monday, 10<sup>th</sup> November 2025 at 05.00 P.M.
2. The Annual Report, the Notice of Annual General Meeting and the e-voting instructions slip were sent only by the electronic mode (e-mail) to those members whose email addresses were registered with the Company / Depository Participants / Depositories pursuant to Ministry Corporate Affairs (MCA) Circular Nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 2/2022, 11/2022, 09/2023, 09/2024 and 03/2025 dated 8<sup>th</sup> April 2020, 13<sup>th</sup> April 2020, 15<sup>th</sup> June 2020, 28<sup>th</sup> September 2020, 31<sup>st</sup> December 2020, 23<sup>rd</sup> June 2021, 08<sup>th</sup> December 2021, 05<sup>th</sup> May 2022, 28<sup>th</sup> December 2022, 25<sup>th</sup> September 2023, 19<sup>th</sup> September 2024 and 22<sup>nd</sup> September 2025 respectively and SEBI Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13<sup>th</sup> May 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05<sup>th</sup> January 2023 and SEBI/HO/CFD/PoD-2/P/CIR / 2024/133 dated 03<sup>rd</sup> October 2024.
3. The voting rights were reckoned as on Tuesday, 4<sup>th</sup> November 2025, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting.
4. As per the information given by the Company / RTA the names of the shareholders who had voted by remote e-voting through the facility provided by National Securities Depository Limited (NSDL) had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
5. After the conclusion of the Annual General Meeting, the votes cast through e-voting (both remote and during AGM) were unblocked on 11<sup>th</sup> November 2025 at 01.09 P.M. in the presence of two witnesses.
6. Based on the data provided by National Securities Depository Limited (NSDL) e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:





Item No. in Notice of the AGM	Particulars of business	Votes in favour of the resolution			Votes against the resolution		
		No. of Members votes	No. of votes cast by them	% of No. of valid votes	No. of Mem bers votes	No. of votes cast by them	% of No. of valid votes
<b>Item No. 1</b> <b>Ordinary Business:</b> (Ordinary Resolution) To receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended 31 <sup>st</sup> March 2025 together with the reports of the Board of Directors and Auditors thereon and comments of Comptroller and Auditor General of India.	Remote E-voting	84	865270355	99.97	27	261502	0.03
	E-Voting at AGM	12	358	0.00	0	0	0.00
	<b>Total</b>	<b>96</b>	<b>865270713</b>	<b>99.97</b>	<b>27</b>	<b>261502</b>	<b>0.03</b>
<b>Item No. 2</b> <b>Ordinary Business:</b> (Ordinary Resolution) To appoint a Director in the place of Smt. S Jeyanthi (DIN: 10059174), who retires by rotation and being eligible, be and is hereby re-appointed.	Remote E-voting	89	865282705	99.97	22	249152	0.03
	E-Voting at AGM	12	358	0.00	0	0	0.00
	<b>Total</b>	<b>101</b>	<b>865283063</b>	<b>99.97</b>	<b>22</b>	<b>249152</b>	<b>0.03</b>
<b>Item No. 3</b> <b>Ordinary Business:</b> (Ordinary Resolution) Authorization to Board to fix remuneration of Statutory and Branch Auditors for the financial year 2025-26.	Remote E-voting	107	865531100	100.00	4	757	0.00
	E-Voting at AGM	11	357	0.00	1	1	0.00
	<b>Total</b>	<b>118</b>	<b>865531457</b>	<b>100.00</b>	<b>5</b>	<b>758</b>	<b>0.00</b>





Item No. in Notice of the AGM	Particulars of business	Votes in favour of the resolution			Votes against the resolution		
		No. of Members votes	No. of votes cast by them	% of No. of valid votes	No. of Members votes	No. of votes cast by them	% of No. of valid votes
<b>Item No. 4</b> <b>Special Business:</b> (Ordinary Resolution) Appointment of Mr. Arun Agarwal, DDG (Sat.), DOT (DIN: 05270538) be and is hereby appointed as Government Director on the Board of the Company w.e.f. 22 <sup>nd</sup> July 2025 for a period of three years or till the date of superannuation or till further orders, whichever is earliest and on the terms and conditions as stipulated by the Government of India.	Remote E-voting	89	865282705	99.97	22	249152	0.03
	E-Voting at AGM	12	358	0.00	0	0	0.00
	<b>Total</b>	<b>101</b>	<b>865283063</b>	<b>99.97</b>	<b>22</b>	<b>249152</b>	<b>0.03</b>
<b>Item No. 5</b> <b>Special Business:</b> (Ordinary Resolution) Appointment of Shri Gopinath Sahu (DIN: 11192872) and is hereby appointed as Government Director on the Board of the Company w.e.f. 14 <sup>th</sup> July 2025 for a period of three years or till the date of superannuation or till further orders, whichever is the earliest and on the terms and conditions as stipulated by the Government of India.	Remote E-voting	84	865271550	99.97	27	260307	0.03
	E-Voting at AGM	12	358	0.00	0	0	0.00
	<b>Total</b>	<b>96</b>	<b>865271908</b>	<b>99.97</b>	<b>27</b>	<b>260307</b>	<b>0.03</b>

*D Venkateswarlu*





Item No. in Notice of the AGM	Particulars of business	Votes in favour of the resolution			Votes against the resolution		
		No. of Members votes	No. of votes cast by them	% of No. of valid votes	No. of Members votes	No. of votes cast by them	% of No. of valid votes
<b>Item No. 6</b> Special Business: (Ordinary Resolution) Ratification of remuneration payable to the Cost Auditors for the financial year 2025-26.	Remote E-voting	87	865282530	99.97	24	249327	0.03
	E-Voting at AGM	11	357	0.00	1	1	0.00
	<b>Total</b>	<b>98</b>	<b>865282887</b>	<b>99.97</b>	<b>25</b>	<b>249328</b>	<b>0.03</b>
<b>Item No. 7</b> Special Business: (Ordinary Resolution) Appointment of Mr. D Venkateswarlu, Practising Company Secretary (FCS 8554), as Secretarial Auditor of the Company for a term of five consecutive years commencing from Financial Year 2025-26 till Financial Year 2029-30.	Remote E-voting	94	865351167	99.98	17	180690	0.02
	E-Voting at AGM	12	358	0.00	0	0	0.00
	<b>Total</b>	<b>106</b>	<b>865351525</b>	<b>99.98</b>	<b>17</b>	<b>180690</b>	<b>0.02</b>

7. A list of Equity shareholders who voted “FOR”, “AGAINST” the resolutions (Both through Remote E-voting and E-voting at the AGM) has been handed over to the Chairman of the Company.

8. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting.





**D VENKATESWARLU**  
Practicing Company Secretary

9. All the resolutions mentioned in the Notice of the AGM as per the voting results as detailed above stands passed under remote e-voting and e-voting at the AGM with the requisite majority.

10. The Company may accordingly declare the result of the voting through remote e-voting and e-voting at the AGM to the respective authorities.

Thanking you

Yours faithfully



**D VENKATESWARLU**  
Company Secretary  
FCS: 8554 CP NO: 7773  
UDIN: F008554G001830211

**Date: 11<sup>th</sup> November 2025**  
**Place: Bengaluru**