

MOHANS

FORM NO. MGT.13

Report of Scrutinizer

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

The Chairman

COCHIN MINERALS AND RUTILE LIMITED

VIII/224 P B NO 73 MARKET ROAD

ALWAYE ERNAKULAM - 683101

The 36th Annual General Meeting of the Equity Shareholders of "Cochin Minerals and Rutile Limited" held on Friday, 08th August 2025 at 10.30 A.M through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM").

Dear Sir,

I, Malathy N. Practising Company Secretary, appointed as Scrutinizer, by the Board of Directors of Cochin Minerals and Rutile Limited, to scrutinise the remote e-voting process commenced at 9.00 A.M on Tuesday, 05th August 2025 and ends at 5.00 P.M on Thursday, 07th August 2025 as well as e-voting held at the 36th Annual General Meeting for the below mentioned resolutions.

The notice dated 07th July 2025 convening the AGM, as confirmed by the Company, was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through the electronic mode to those members whose e-mail addresses are registered with the Company/Registrar and Transfer Agent/ Depositories/ Depository Participants in compliance with the MCA Circular (09/2024) dated September 19, 2024 read with circulars dated September 25, 2023, December 28, 2022, May 05, 2022, December 14, 2021, January 13, 2021, May 05, 2020, April 13, 2020 and April 8, 2020, and the relevant SEBI circulars.

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the shareholders of the Company prior to the Meeting as well as during the Meeting.

The Voting period for remote e-voting prior to the AGM commenced at 9:00 A.M on Tuesday, 05th August 2025, and ends at 5:00 P.M on Thursday, 07th August 2025, and the CDSL e-voting system was disabled thereafter.

MOHANS & Associates

Company Secretaries



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The Company had also provided remote e-voting facility during the AGM to those shareholders who were present at the AGM through VC/OAVM and who had not cast their votes earlier.

Shareholders of the Company holding shares as on the "cut-off" date of Friday, 01st August 2025 were entitled to vote on the resolutions as contained in the notice of the AGM.

After the closure of remote e-voting at the AGM, the report on remote 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 remote e-voting prior to and during the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system.

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.

I would like to mention that the voting rights of Members were in proportion to their share of the paid-up equity share capital of the company as on the cut-off date and as per the Register of Members of the Company.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to the remote e-voting process as well as e-voting held at the Annual General Meeting on the resolutions proposed in the notice of the said Annual General Meeting is the responsibility of the management.

My responsibility as a scrutiner is to ensure that the remote e-voting process as well as e-voting held at the Annual General Meeting are conducted in fair and transparent manner and render the consolidated scrutiners report of the total votes cast in favour and against, if any, to the Chairman, to the resolutions, based on reports generated from the CDSL website www.evotingindia.com.

I. The result of the E-Voting is as under:

A. Ordinary Business

1. Resolution No. 1 (Ordinary Resolution): Adoption of Audited Financial Statements.

i. Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (% rounded off)
142	31,59,605	100%



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ii. Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (% rounded off)
1	3	0%

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

2. **Resolution No. 2 (Ordinary Resolution): Declaration of dividend**

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (% rounded off)
142	31,59,605	100%

ii. Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (% rounded off)
1	3	0%

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



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3. **Resolution No. 3 (OrdinaryResolution):** Appointment of Director - To appoint a Director in place of Shri. Anil Ananda Panicker (DIN:05214837), who retires by rotation and being eligible, offers himself for reappointment and in this connection.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (% rounded off)
141	3159575	100%

ii. Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (% rounded off)
2	33	0%

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

4. **Resolution No. 4 (OrdinaryResolution):** Appointment of Director -To appoint a Director in place of Shri. Nabel Mathew Cherian (DIN:03619760) who retires by rotation and being eligible, offers herself for reappointment.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (% rounded off)
141	3159575	100%

ii. Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (% rounded off)
2	33	0%



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iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

B. SPECIAL BUSINESS

5. **Resolution No. 5 (SpecialResolution):** Appointment of Mr. Saran S Kartha (DIN:02676326), as Managing Director.

i. Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (% rounded off)
142	31,59,605	100%

ii. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (% rounded off)
1	3	0%

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

6. **Resolution No. 6 (SpecialResolution):**To approve Alteration of Association of the Company.

i. Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (% rounded off)
140	31,59,275	99.99%



ii. Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (% rounded off)
3	333	0.01%

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

7. **Resolution No. 7 (Ordinary Resolution):** Approval for holding office or place of profit by Dr. S N Sasidharan Kartha, a related party, as Chairman Emeritus and payment of remuneration /fee to him.

Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (% rounded off)
140	31,59,304	99.99%

i. Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (% rounded off)
3	304	0.01%

ii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



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8 Resolution No. 8 (Ordinary Resolution): Appointment of Secretarial Auditor

i. Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (% rounded off)
141	31,59,604	100%

ii. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (% rounded off)
2	4	0%

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

II. The electronic data and all other relevant records containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is attached.

III. The relevant records were sealed and handed over to the Chairman for safe keeping.

UDIN:F012792G000963324

Place: Ernakulam

Dated: 08th August 2025

Thank you.

Yours faithfully,

For **MOHANS & Associates**
Company Secretaries

(MALATHY N)

Scrutinizer

Partner

FCS: 12792, CP: 23062



For **Cochin Minerals and Rutile Limited**,

R.K Garg
Chairman

DIN:00644462



Cochin Minerals & Rutile Ltd

Resolution Required :Ordinary			1 - Adoption of the audited financial statements of the Company for the financial year ended 31st March, 2025 together with the Reports of the Board of Directors' and Auditors', thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	4014440	2960940	73.7572	2960940	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2960940	73.7572	2960940	0	100.0000	0.0000
Public Institutions	E-Voting	5400	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	3810160	198668	5.2142	198665	3	99.9985	0.0015
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		198668	5.2142	198665	3	99.9985	0.0015
Total		7830000	3159608	40.3526	3159605	3	99.9999	0.0001



Cochin Minerals & Rutile Ltd

Resolution Required :Ordinary			2 - Declaration of Dividend on Equity Shares.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	4014440	2960940	73.7572	2960940	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2960940	73.7572	2960940	0	100.0000	0.0000
Public Institutions	E-Voting	5400	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	3810160	198668	5.2142	198665	3	99.9985	0.0015
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		198668	5.2142	198665	3	99.9985	0.0015
Total		7830000	3159608	40.3526	3159605	3	99.9999	0.0001



Cochin Minerals & Rutile Ltd

Resolution Required :Ordinary			3 - To appoint a Director in place of Shri. Anil Ananda Panicker (DIN: 05214837), who retires by rotation and being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	4014440	2960940	73.7572	2960940	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2960940	73.7572	2960940	0	100.0000	0.0000
Public Institutions	E-Voting	5400	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	3810160	198668	5.2142	198635	33	99.9834	0.0166
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		198668	5.2142	198635	33	99.9834	0.0166
Total		7830000	3159608	40.3526	3159575	33	99.9990	0.0010



Cochin Minerals & Rutile Ltd

Resolution Required :Ordinary

4 - To appoint a Director in place of Shri. Nabel Mathew Cherian (DIN: 03619760), who retires by rotation and being eligible, offers himself for re-appointment.

Whether promoter/ promoter group are interested in the agenda/resolution?

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	4014440	2960940	73.7572	2960940	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2960940	73.7572	2960940	0	100.0000	0.0000
Public Institutions	E-Voting	5400	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	3810160	198668	5.2142	198635	33	99.9834	0.0166
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		198668	5.2142	198635	33	99.9834	0.0166
Total		7830000	3159608	40.3526	3159575	33	99.9990	0.0010



Cochin Minerals & Rutile Ltd

Resolution Required :Special			5 - Appointment of Mr. Saran S Kartha (DIN: 02676326) as Managing Director.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	4014440	2960940	73.7572	2960940	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2960940	73.7572	2960940	0	100.0000	0.0000
Public Institutions	E-Voting	5400	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	3810160	198668	5.2142	198665	3	99.9985	0.0015
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		198668	5.2142	198665	3	99.9985	0.0015
Total		7830000	3159608	40.3526	3159605	3	99.9999	0.0001



Cochin Minerals & Rutile Ltd

Resolution Required :Special			6 - To approve Alteration of Articles of Association of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	4014440	2960940	73.7572	2960940	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2960940	73.7572	2960940	0	100.0000	0.0000
Public Institutions	E-Voting	5400	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	3810160	198668	5.2142	198335	333	99.8324	0.1676
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		198668	5.2142	198335	333	99.8324	0.1676
Total		7830000	3159608	40.3526	3159275	333	99.9895	0.0105



Cochin Minerals & Rutile Ltd

Resolution Required : Ordinary

7 - Approval for holding office or place of profit by Dr. S N Sasidharan Kartha, a related party, as Chairman Emeritus and payment of remuneration / fee to him.

Whether promoter/ promoter group are interested in the agenda/resolution?

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	4014440	2960940	73.7572	2960940	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2960940	73.7572	2960940	0	100.0000	0.0000
Public Institutions	E-Voting	5400	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	3810160	198668	5.2142	198364	304	99.8470	0.1530
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		198668	5.2142	198364	304	99.8470	0.1530
Total		7830000	3159608	40.3526	3159304	304	99.9904	0.0096



Cochin Minerals & Rutile Ltd

Resolution Required :Ordinary

8 - Appointment of M/s. SEP Associates, Practicing Company Secretaries, Ernakulam as Secretarial Auditors of the Company.

Whether promoter/ promoter group are interested in the agenda/resolution?

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	4014440	2960940	73.7572	2960940	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2960940	73.7572	2960940	0	100.0000	0.0000
Public Institutions	E-Voting	5400	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	3810160	198668	5.2142	198664	4	99.9980	0.0020
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		198668	5.2142	198664	4	99.9980	0.0020
Total		7830000	3159608	40.3526	3159604	4	99.9999	0.0001

