

# KIRAN SHARMA & CO

## Company Secretaries

**MGT-13**

**Scrutinizer's Report**

To,

**Chairperson  
Affle 3i Limited  
(Formerly known as Affle (India) Limited)  
A47 Lower Ground Floor,  
Off Amar Bhawan, Hauz Khas,  
New Delhi -110016**

Dear Sir,

**Sub: Scrutinizer's Report on remote e-voting of Postal Ballot conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the Postal Ballot of Affle 3i Limited held from May 12, 2026 (9:00 a.m.) till June 10, 2026 (5:00 p.m.)**

I, Kiran Sharma, proprietor of M/s. Kiran Sharma & Co., Practicing Company Secretaries, was appointed as the Scrutinizer by the Board of Directors of Affle 3i Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and as per General Circular No. 03/2025 dated September 22, 2025 read with General Circular Nos. 14/2020, 17/2020, 20/2020, issued by Ministry of Corporate Affairs (referred to as "MCA Circulars") to conduct the remote e-voting process in respect of the resolutions proposed through the Postal Ballot Notice and to submit a report thereon to the Company on the resolutions forming part of the Notice.

The Notice dated May 11, 2026, as confirmed by the Company, was sent to those Members whose email addresses were registered with the Company/Depositories, in compliance with the applicable MCA & SEBI Circulars in respect of the below mentioned resolutions, required to be passed through Postal Ballot. The Company had further sent the Corrigendum to the Postal Ballot Notice on June 6, 2026 to those Members, to whom Postal Ballot Notice was sent.

The Company had availed the e-voting facility for the purpose of Postal ballot offered by KFin Technologies Limited ("KFintech") as the Service Provider, for the purpose of extending the facility of remote e-voting to the Members of the Company.



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Corporate Office: 67, Nehru Apartments, Kalkaji, New Delhi-110019

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The voting period for remote e-voting commenced on Tuesday, May 12, 2026 (9:00 a.m. IST) and ended on Wednesday, June 10, 2026 (5:00 p.m. IST) and the e-voting platform was blocked thereafter.

The shareholders of the Company holding shares as on the "cut-off" date i.e. Friday, May 8, 2026 were entitled to vote on the resolutions as contained in the Postal Ballot Notice.

I have scrutinized and reviewed the remote e-voting process and votes cast therein based on the data downloaded from the KFin Technologies Limited e-voting system. I confirm that I have not received any email from those shareholders who had already casted their votes on the postal ballot i.e. after the start of e-voting towards the postal ballot but prior to receiving the Corrigendum dated June 6, 2026, for modification of their votes.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting provided for proposed resolutions contained in the Postal Ballot Notice.

My responsibility as Scrutinizer for the remote e-voting was restricted to scrutinize the remote e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice, based on the reports generated from the e-voting system provided by KFinTech, the service provider.

On Wednesday, June 10, 2026, after tabulating the votes cast through remote e-voting facility for the Postal Ballot, through the system provided by KFinTech, was duly unblocked by me as a Scrutinizer in the presence of Pratima Singh and Ruchi Joshi who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20.

Thereafter, I as a Scrutinizer duly compiled details of the remote e-voting carried out by the Members, and now I hereby submit my Report as under, on the result of the remote e-voting on the Postal Ballot, in respect of the said resolutions.

**Note:**

1. Percentage of votes cast in favour or against the resolutions is calculated based on the valid votes cast through remote e-voting.

**SPECIAL BUSINESS**

**Resolution 1: Ordinary Resolution**

**Increase in Authorised Share Capital of the Company and consequent alteration in the Memorandum of Association**

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Abstained Votes	
	No. of members who voted	No. of shares	%	No. of members who voted	No. of shares	%	No. of members who abstained	No. of shares



Total votes through Remote e-voting	674	126587645	99.91	32	113486	0.09	9	2955
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**Ordinary Resolution No. 1 of Notice stands passed with the requisite majority**

**Resolution 2: Special Resolution**

**Issuance of Warrants on a preferential basis to the Promoter of the Company**

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Abstained Votes	
	No. of members who voted	No. of shares	%	No. of members who voted	No. of shares	%	No. of members who abstained	No. of shares
Total votes through Remote e-voting	595	122451391	96.65	104	4249428	3.35	14	3269

**Special Resolution No. 2 of Notice stands passed with the requisite majority**

**Resolution 3: Special Resolution**

**Change in objects of the unutilized proceeds of Preferential Issue**

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Abstained Votes	
	No. of members who voted	No. of shares	%	No. of members who voted	No. of shares	%	No. of members who abstained	No. of shares %
Total votes through Remote e-voting	640	126302810	99.69	61	398085	0.31	12	3193

**Special Resolution No. 3 of Notice stands passed with the requisite majority**

**Resolution 4: Special Resolution**

**Alteration of Articles of Association of the Company**

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Abstained Votes	
	No. of members who voted	No. of shares	%	No. of members who voted	No. of shares	%	No. of members who abstained	No. of shares %
Total votes through Remote e-voting	672	126699690	99.99	28	1174	0.01	12	3181

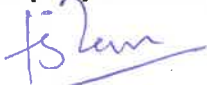
**Special Resolution No. 4 of Notice stands passed with the requisite majority**



- 1) All the Resolutions mentioned in the Notice of the Postal Ballot as per the details above stand passed under remote e-voting with the requisite majority and hence deemed to have been passed on June 10, 2026 (last day of e-voting, as provided in the Postal Ballot Notice).
- 2) The Company may accordingly declare the result of the remote e-voting for the Postal Ballot to the respective authorities.
- 3) The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Ms. Parmita Choudhury, Company Secretary & Compliance Officer, for preserving safely after the Chairman considers, approves and signs the minutes of the Postal Ballot (Report on Postal Ballot).
- 4) This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) placing on website of KFinTech.
- 5) This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty or care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking you,

**For Kiran Sharma & Co.  
Company Secretaries**



**Kiran Sharma**

Prop.

FCS 4942, C.P. 3116

67, Nehru Apartment

Outer Ring Road, Kalkaji

New Delhi – 110019


UDIN: F004942H000608523



Date: June 10, 2026

Place: New Delhi

The following were the witnesses to the unblocking the votes cast through remote e-voting,

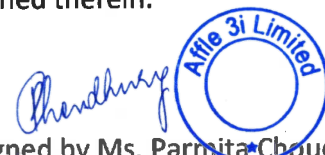
1. Pratima Singh 

2. Ruchi Joshi 

Received the Report together with other data records mentioned therein:

Date: 10/06/2026

Place: GURGAON



  
Signed by Ms. Parmita Choudhary,  
Company Secretary & Compliance officer