

India Radiators Limited

CIN: L27209TN1949PLC000963

Regd. Off. 88, Mount Road, Guindy, Chennai 600 032

Admin.Off: 88, Mount Road, Guindy, Chennai 600 032

E-mail: cs@indiaradiators.com

Website: www.indiaradiators.com Contact No : 044-40432210

25th September, 2025

To
The Manager
Listing Department
Department of Corporate Affairs
Bombay Stock Exchange Limited
First Floor, New Trading Ring, Rotunda Building,
Phiroze jeejeebhoy towers,
Dalal Street, Mumbai – 400 001.

Sir/Madam,

Scrip Code: 505100

Sub: Results of Evoting/ Scrutinizer Report

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose the Scrutinizer report along with voting results of the 75th Annual General Meeting of the Company held on Wednesday, 24th September, 2025 via Video Conferencing/ Other Audio-Visual Means (OAVM).

As per the Report provided by M/s KRA & Associates, Practising Company Secretary, all the resolutions proposed in the notice of the AGM have been duly passed with requisite majority.

The meeting commenced at 02.30 PM and concluded at 02.39 PM.

Kindly take our submission on record.

Yours Faithfully,

For India Radiators Limited



E N Rangaswami
Whole Time Director
DIN: 06463753

KRA & ASSOCIATES
PRACTICING COMPANY SECRETARIES

PARTNERS

R.KANNAN

AISHWARYA

SRI SANKARA GURUKRIPA ILLAM

Regd OFF. : No. 6A, 10th Street,
New Colony, Adambakkam,
Chennai - 600 088

E-mail : gkrkgram@yahoo.in
Ph: 044 - 40051764

SCRUTINIZER'S REPORT

[Pursuant to Section(s) 108 of the Companies Act, 2013 read with Rule 20 (4) (xii) of the Companies
[Management & Administration] Rules, 2014]

To:

The Whole-Time Director

INDIA RADIATORS LIMITED

CIN: L27209TN1949PLC000963

No.88, Mount Road, Guindy, Chennai — 600 032.

Dear Sir,

Sub: Scrutinizer's Report on the resolutions passed through electronic means (Event no 250826007) conducted for the Annual General Meeting (AGM) of INDIA RADIATORS LIMITED on 24/09/2025 held through video conferencing deemed venue i.e., Registered Office of the Company.

We, M/s. KRA & ASSOCIATES, Practicing Company Secretaries having office at No. 6A, 10th Street, New Colony, Adambakkam, Chennai — 600 088 were appointed as the Scrutinizer by the Board of Directors of the Company held at its meeting on 31st July 2025 to scrutinize the remote e-voting process commenced at 09:00 am on 21st September 2025 and ended at 5:00 PM on 23rd September 2025 and venue voting at the AGM held on 24th September, 2025 through Video Conferencing (VC) as per the framework issued by the Ministry of Corporate Affairs (MCA) vide their General Circular No.09/2024 dated 19th September, 2024 and other Circulars issued by MCA in relation to conduct of AGM via Video Conferencing, read with Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by Securities and Exchange Board of India (SEBI) and other circulars issued by SEBI in relation to conduct of AGM via VC hereinafter collectively referred to as ("Circulars"), Regulation 44 of SEBI (Listing Obligation and disclosure Requirements), Regulations, 2015 Secretarial Standard-2 on "General Meetings" issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of the resolution mentioned in the AGM Notice dated 31st July, 2025.




KRA & ASSOCIATES
PRACTICING COMPANY SECRETARIES

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the rules made there under in relation to exercising of voting rights through electronic means on the Resolution(s) as set out in the Notice dated 31st July, 2025.

Responsibility as a Scrutinizer:

Our responsibility, as a Scrutinizer for the E-voting process for the AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolution set out in the notice of AGM, based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (**CDSL**), the authorised agency engaged by the Company for facilitating remote e-voting and e-voting facilities at the Annual General Meeting. We further confirm the AGM was conducted as per the procedure without any deviations.

In this connection, we submit hereunder the Scrutinizer's Report on the results of voting, through remote e-voting and e-voting at the AGM:

1. The members of the Company as on "Cut-off" date i.e., **17th September 2025**, were entitled to vote on Ordinary & Special business set out in the AGM Notice. In view of the above, we hereby submit consolidated report on the results of the remote e-voting and e-voting at the AGM in respect of the said resolution as under:

Resolution: 1 – ORDINARY BUSINESS – ORDINARY RESOLUTION:

Adoption of Financial Statements and the Reports of the Board of Directors and Auditors for the Financial year ended March 31, 2025

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-voting	17	400384	100	0	0	0	0	0
E-voting at the AGM	0	0	0	0	0	0	0	0
Total	17	400384	100	0	0	0	0	0



Resolution: 2 – ORDINARY BUSINESS – ORDINARY RESOLUTION:

To appoint a Director in place of Mr. E. N. Rangaswami (DIN: 06463753), who retires at this meeting and being eligible, offers himself for re-appointment by passing the following as an Ordinary Resolution:

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-voting	17	400384	100	0	0	0	0	0
E-voting at the AGM	0	0	0	0	0	0	0	0
Total	17	400384	100	0	0	0	0	0

Resolution: 3 – SPECIAL BUSINESS – ORDINARY RESOLUTION:

To consider the Appointment of Secretarial Auditors and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-voting	17	400384	100	0	0	0	0	0
E-voting at the AGM	0	0	0	0	0	0	0	0
Total	17	400384	100	0	0	0	0	0



Resolution: 4 – SPECIAL BUSINESS – SPECIAL RESOLUTION:

To consider continuation of holding of office of Whole Time Director by Mr. E.N. Rangaswami (DIN: 06463753) upon attaining the age of 70 (Seventy) years on 28th October 2025 and, if thought fit, to pass with or without modifications(s) the following resolutions as Special Resolution:

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-voting	17	400384	100	0	0	0	0	0
E-voting at the AGM	0	0	0	0	0	0	0	0
Total	17	400384	100	0	0	0	0	0

Resolution: 5 – SPECIAL BUSINESS – ORDINARY RESOLUTION:

To approve the Material Related party transactions of the company and, if thought fit, to pass with or without modifications(s) the following resolutions as Ordinary Resolution:

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-voting	16	51762	100	0	0	0	1	348622
E-voting at the AGM	0	0	0	0	0	0	0	0
Total	16	51762	100	0	0	0	1	348622



**KRA & ASSOCIATES
PRACTICING COMPANY SECRETARIES**

Note: Pursuant to Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the vote cast by the related party has been treated as invalid and accordingly excluded from the count of valid votes."

RESULT:

Based on the aforesaid results, we report that Resolution Nos. 1, 2, 3, 4 & 5 have all been passed with requisite majority.

The voting results may be reported accordingly.

**FOR KRA & ASSOCIATES
PRACTICING COMPANY SECRETARIES**

Date: 25/09/2025

Place: Chennai




R Kannan
Sr. Partner

M No.: F6718 / CP. No.: 3363

Peer Review No:5562/2024

UDIN: F006718G001333560

**COUNTERSIGNED BY WHOLE TIME DIRECTOR
FOR INDIA RADIATORS LIMITED**


E N RANGASWAMI
DIN: 06463753



General information about company	
Scrip code	505100
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE461Y01016
Name of the company	INDIA RADIATORS LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	24-09-2025
Start time of the meeting	02:30 PM
End time of the meeting	02:39 PM

Scrutinizer Details	
Name of the Scrutinizer	R KANNAN
Firms Name	KRA & ASSOCIATES
Qualification	CS
Membership Number	6718
Date of Board Meeting in which appointed	31-07-2025
Date of Issuance of Report to the company	25-09-2025

Voting results	
Record date	17-09-2025
Total number of shareholders on record date	4521
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	1
b) Public	22
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and adopt the Audited Financial Statements for the year ended 31 March 2025 and the Reports of Directors and Auditors thereon by passing the resolution as an Ordinary 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	348622	348622	100	348622	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	348622	348622	100	348622	0	100	0
Public-Institutions	E-Voting	74465	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	74465	0	0	0	0	0	0
Public-Non Institutions	E-Voting	476913	51762	10.8536	51762	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	476913	51762	10.8536	51762	0	100	0
Total		900000	400384	44.4871	400384	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. E. N. Rangaswami (DIN: 06463753), who retires at this meeting and being eligible, offers himself for re-appointment by passing the resolution as an Ordinary 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	348622	348622	100	348622	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	348622	348622	100	348622	0	100	0
Public-Institutions	E-Voting	74465	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	74465	0	0	0	0	0	0
Public-Non Institutions	E-Voting	476913	51762	10.8536	51762	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	476913	51762	10.8536	51762	0	100	0
Total		900000	400384	44.4871	400384	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider the Appointment of Secretarial Auditors and, if thought fit, to pass the resolution as an Ordinary 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	348622	348622	100	348622	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	348622	348622	100	348622	0	100	0
Public- Institutions	E-Voting	74465	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	74465	0	0	0	0	0	0
Public- Non Institutions	E-Voting	476913	51762	10.8536	51762	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	476913	51762	10.8536	51762	0	100	0
Total		900000	400384	44.4871	400384	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider continuation of holding of office of Whole Time Director by Mr. E. N. Rangaswami (DIN: 06463753) upon attaining the age of 70 (Seventy) years on 28th October 2025 and, if thought fit, to pass with or without modifications(s) the resolution as Special 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	348622	348622	100	348622	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	348622	348622	100	348622	0	100	0
Public-Institutions	E-Voting	74465	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	74465	0	0	0	0	0	0
Public-Non Institutions	E-Voting	476913	51762	10.8536	51762	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	476913	51762	10.8536	51762	0	100	0
Total		900000	400384	44.4871	400384	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve the Material Related party transactions of the company and, if thought fit, to pass with or without modifications(s) the resolution as Ordinary 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	348622	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	348622	0	0	0	0	0	0
Public-Institutions	E-Voting	74465	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	74465	0	0	0	0	0	0
Public- Non Institutions	E-Voting	476913	51762	10.8536	51762	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	476913	51762	10.8536	51762	0	100	0
Total		900000	51762	5.7513	51762	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	348622
Public Insitutions	0
Public - Non Insitutions	0

