

March 25, 2026

Dear Shareholders,

Subject – Results of Postal Ballot- Notice of Postal Ballot dated January 30, 2026

The Company has sent Notice of Postal Ballot dated January 30, 2026 seeking the approval of the Shareholders through Ordinary resolution and Special resolution for the following items:

1. Approval for the appointment of Mr. Abhay Prabhakar Havaladar (DIN 00118280) as an Independent Director.
2. Approval for the increase in the limits for making investments, extending loans or giving guarantees or providing securities.

The said Ordinary resolution and Special resolution has been approved by the Shareholders unanimously. Please refer to the Scrutinizer Report attached as Annexure 1.

FOR MICROLAND LIMITED



VEDAVALLI S
COMPANY SECRETARY
A15470

Scrutinizer's Report

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended]

To,

The Chairman

Microland Limited

CIN: U85110KA1989PLC014450

1B, Ecospace, Bellandur Outer Ring Road,

Bangalore, Karnataka-560103

Scrutinizer's Report on the voting by means of postal ballot on the resolutions set out in the Postal Ballot Notice dated January 30, 2026.

Dear Sir,

I, J Sundharesan, Company Secretary in Practice, have been appointed as Scrutinizer by the Board of Directors of Microland Limited ("the Company") for the purpose of scrutinizing the physical voting by means of Postal Ballot, in compliance with the provisions of Section 110 of the Companies Act, 2013 (hereinafter referred to as "the Act") read with Rule 22 of Companies (Management and Administration) Rules, 2014 and as per the provisions of Secretarial Standard-2 (SS-2) on "General Meetings", issued by the Institute of Company Secretaries of India (ICSI) pursuant to Section 118 (10) of the Companies Act, 2013, in a fair and transparent manner on the resolution contained in the postal ballot notice dated January 30, 2026 ("Notice")

My responsibility as a Scrutinizer is to render Scrutinizer's Report of the votes cast "in favour" or "against" or "invalid" votes, if any on the resolutions contained in the Postal Ballot Notice, based on postal ballots received, in tandem with the reconciliation of the records maintained by the Company / Registrar and Share Transfer Agent (RTA) of the Company.

DISPATCH OF POSTAL BALLOT NOTICE:

I understand that the said Postal Ballot Notice along with Explanatory Statement, Postal Ballot Papers and Pre-stamped Envelope were sent through permitted mode as prescribed under the Companies Act, 2013 to all the Shareholders at the addresses registered with the Company. Accordingly, the assent or dissent of the Members have been casted through physical voting by means of Postal Ballot. The Postal Ballot Notice, along with the Postal Ballot Form, is available on the Company's website at <http://www.microland.com>. An advertisement about the dispatch of ballot papers was published on Tuesday February 24, 2026, in Business Standard and Kannada Prabha newspapers.

CUT-OFF DATE

The members of the Company holding shares either in physical form or in dematerialized form as on the cut-off date i.e. Friday, February 20, 2026, were entitled to vote on the resolutions contained in the Postal Ballot Notice. The voting rights of members were in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, February 20, 2026.

PHYSICAL VOTING PROCESS BY POSTAL BALLOT

The physical voting through Postal Ballot commenced on Tuesday, February 24, 2026 and ended on Wednesday, March 25, 2026 at 5:00 PM (IST). Members were requested to carefully read the instructions printed below the Postal Ballot Form before recording their assent ("FOR") or dissent ("AGAINST") on the proposed Resolutions.

I submit herewith the Scrutinizer's Report on the results of the voting for postal ballot, scrutinized:-

SPECIAL BUSINESS:

1. APPROVAL FOR THE APPOINTMENT OF MR. ABHAY PRABHAKAR HAVALDAR (DIN 00118280) AS AN INDEPENDENT DIRECTOR - ORDINARY RESOLUTION

“RESOLVED THAT Mr. Abhay Prabhakar Havaldar (DIN 00118280) ,who was appointed as an Additional (Independent) Director of the Company, with effect from January 01, 2026 by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee in terms of Section 161 of the Companies Act, 2013 (“Act”) read with the Articles of Association of the Company, who is eligible for appointment and who has also consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act proposing his candidature for the office of a Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT pursuant to the provision of section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 read with schedule IV to the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 including any other applicable Rules made thereunder and as amended from time to time, as recommended and approved by the Nomination and Remuneration Committee (NRC) and the Board of Directors, the appointment of Mr. Abhay Prabhakar Havaldar (DIN 00118280), who meets the criteria for Independence as provided in the Act, who has submitted a declaration to that effect, and who is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 (five) consecutive years commencing from January 01, 2026 to December 31, 2030, be and is hereby approved.

RESOLVED FURTHER THAT the Board of Directors (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) or the Chief Financial Officer or

the Company Secretary be and are hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to the above resolution.”

Total Number of Votes Polled	Votes in favour of the resolution		Votes against the resolution		Invalid votes (due to lack of proper authorisation) Nos.^
	Number of valid votes	As a % of total number of valid votes (in Favour and against)	Number of valid votes	As a % of total number of valid votes (in Favour and against)	
(i)	(ii)	$(iii)=(ii)/(i)*100$	(iv)	$(v)=(iv)/(i)*100$	(vi)
9,55,34,571	9,55,34,571	100%	0	0	0

2. APPROVAL FOR THE INCREASE IN THE LIMITS FOR MAKING INVESTMENTS, EXTENDING LOANS OR GIVING GUARANTEES OR PROVIDING SECURITIES – SPECIAL RESOLUTION

“RESOLVED THAT pursuant to the provisions of Section 186 of the Companies Act, 2013 (“the Act”) read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Act (including any statutory modification, amendment or re-enactment thereof for the time being in force) and subject to other applicable laws, such approvals, consents, sanctions and permissions as may be required in that behalf and in terms of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as ‘the Board’) which term shall deem to include, unless the context otherwise requires, any Committee of the Board authorized by the Board to exercise the powers conferred on the Board under this resolution, to (i) give any loan to any person(s) or other body corporate(s);

(ii) give any guarantee or provide any security in connection with a loan to any person(s) or other body corporate(s) and (iii) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate from time to time, as they deem beneficial and in the interest of the Company, however that the aggregate of the loans given, if any and investments so far made in body corporate(s) and the amount for which guarantees or securities, have so far been provided, if any, to all persons or bodies corporate along with the additional investments, loans, guarantees or securities proposed to be made or given or provided by the Company, from time to time in future, shall not exceed a sum of Rs. 1,250,00,00,000/- (Rupees One thousand Two Hundred and Fifty Crore only) outstanding at any point of time, which is in excess of the aggregate of 60% of the paid-up share capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account of the Company, whichever is more, as per the latest audited financial statements of the Company, as prescribed under Section 186 of the Act.

RESOLVED FURTHER THAT *the Board of Directors (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) be and are hereby authorised to do all such acts, deeds, matters and things including but not limited to authorizing signatories, taking from time to time all decisions and steps in respect of the above loans, guarantees, securities and investments, including the, amount and other terms and conditions of such loans, guarantees, securities and investments and varying the same either in part or in full as they may deem appropriate and to negotiate, finalise and execute agreement(s) or such other document(s), by whatever name called and to do all acts, matters and things as may be necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the members, and to engage any advisor, consultant, agent or intermediary, as they deem necessary.”*

Total Number of Votes Polled	Votes in favour of the resolution		Votes against the resolution		Invalid votes (due to lack of proper authorisation) Nos.^
	Number of valid votes	As a % of total number of valid votes (in Favour and against)	Number of valid votes	As a % of total number of valid votes (in Favour and against)	
(i)	(ii)	(iii)=(ii)/(i)*100	(iv)	(v)=(iv)/(i)*100	(vi)
9,55,34,571	9,55,34,571	100%	0	0	0

The ordinary resolution and special resolution mentioned in the Postal Ballot notice has been passed with requisite majority by the Shareholders who have physically voted through postal ballot.

I hereby confirm that the relevant records in respect of the physical votes cast through postal ballot on the resolution containing in the Postal Ballot Notice by the members of the Company shall remain in my safe custody until the Chairman or a Director/person authorized in this regard considers, approves and signs the minutes/report on Postal Ballot and thereafter, I shall return the relevant records for safe keeping to the Company Secretary or any other person authorized by the Board for this purpose.

This report is issued in accordance with the terms of the Engagement Letter.

I have conducted my examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Company Secretaries of India



("ICSI") and Standards on Auditing specified under Section 143(10) of the Act. The Guidance Note requires that I comply with the ethical requirements of the Code of Ethics issued by ICSI.

This report has been issued at the request of the Company with regard to the said postal ballot and also for placing on website of the Company.

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 of 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.

Thank you,

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Digitally signed
by Sundharesan
Date: 2026.03.25
17:55:01 +05'30'

J SUNDHARESAN

Practicing Company Secretary

Membership Number: 5229

Certificate of Practice Number: 5164

UDIN: F005229G004115643

Date: March 25, 2026

Place: Bengaluru