

N.KULANDAIVEL, F.C.A.,
Chartered Accountant

REPORT OF SCRUTINIZER

[Pursuant to the section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the
Companies (Management and Administration) Amendment Rules, 2015]

To

The Chairman,
Ambika Cotton Mills Limited,
No.9 A, Valluvar Street,
Sivanandha Colony,
Coimbatore – 641012.

Dear Sir,

Subject: Consolidated Report of Scrutinizer on remote e-voting and e-voting during the AGM pursuant to the Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to provisions of section 108 of the Companies Act, 2013 ("Act") and rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 ("Rules") for the 38th Annual General Meeting (AGM) of Ambika Cotton Mills Limited [CIN:L26942TG1981PLC002887] held on Tuesday, 29th June, 2026 at 12 noon through Video Conference (VC) / Other Audio Visual Means (OAVM).

I, N. Kulandaivel FCA, Practicing Chartered Accountant (M. No 227006), Coimbatore, was appointed by the Board of Directors of Ambika Cotton Mills Limited (hereinafter referred as "the Company") for the purpose of scrutinizing remote e-voting and e-voting during the AGM in a fair and transparent manner for the AGM held through Video Conference (VC) / Other Audio Visual Means (OAVM), as per the provisions of section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 [Amendment Rules 2015], on the resolutions contained in item numbers 1 to 8 as set out in the Notice dated 8th August, 2026 of the 38th AGM of the members of the Company, held on 29th September, 2026 at 12 noon through VC/OAVM.

The Management of the Company is responsible to ensure the compliance of the requirements of the Act and Rules relating to e-voting during the 38th AGM on the proposed resolutions contained in the Notice. My responsibility as a Scrutinizer for the process of voting through e-voting during the 38th AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to preparing a Scrutinizer's Report of the votes cast in "favour" or "against" on the resolutions proposed in the Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the agency authorized under the Rules and engaged by the Company to provide platform for voting through e-voting during the AGM and platform for VC/ OAVM facility for participation in the 38th AGM.

Office: 'GKM Towers', No.141, Alagesan Road, Saibaba Colony, Coimbatore-641011.

Phone: 0422 4385850 E-mail: ca.kulandaivel@gmail.com

Resi.: C-5, KTVR Towers (Opp. GCT), Thadagam Road, Coimbatore-641013.

Mob: 95785 10422 E-mail: kulandai@kjaudit.com

I submit my report as under:

1. The Notice was sent by email to all the members, whose names appeared in the Register of Members as on 28th August, 2026 and whose email addresses are registered with the Company/Depositories, to vote on the proposed 8 (Eight) Resolutions as mentioned in the Notice of the Annual General Meeting of M/s. Ambika Cotton Mills Limited (Item No.1 (One) to 8 (Eight)) dated 8th August, 2026. The Members holding equity shares as on the cut-off date i.e. 22nd September, 2026 were considered for e-voting. Number of shareholders as on cut-off date is 24,298.
2. The Company had appointed Central Depository Services (India) Limited ("CDSL"), as the Service Provider, for extending the facility for the Electronic Voting to the shareholders of the Company. MUFG Intime India Private Ltd, Coimbatore is the Registrar and Share Transfer Agent of the Company.
3. As a Scrutinizer, I report that in compliance of the provisions of Rule 20 (4) (vi) of the Companies (Management and Administration) Rules 2014, as amended, the above Remote Electronic Voting remained open to the members from Saturday, the 26th September, 2026 at 9.00 A.M to Monday, the 28th September 2026 at 5.00 P.M. Further the Remote E-Voting period was completed on the date preceding the date of Annual General Meeting.
4. At the Annual General Meeting, the Company facilitated the members present in meeting through VC/OAVM facility and have not cast their votes through Remote E-voting facility to cast their vote through E-voting facility provided during the Annual General Meeting in compliance with the provisions of Rule 20 (4) (viii) of the Companies (Management and Administration) Rules, 2014, as amended.
5. On completion of the E-Voting, in compliance of the provisions of Rule 20 (4) (viii) and (xii) of the companies (Management and Administration) Rules 2014, as amended, I have unblocked the votes on 29th September 2026 around 02.42 pm in the presence of two witnesses, namely Mrs.Divya sukumar and Mrs. Visalakshi, who are not in employment of the Company.
6. The votes cast by 13 shareholders for 79,872 shares have been considered as invalid, as the scanned copies of the relevant Power of Attorney or resolutions were not provided for exercising their votes.

The following is the summary of e-voting result:

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Resolution		For			Against		
		No.of Members	No.of Votes	%	No.of Members	No.of Votes	%
1	Ordinary Resolution - To receive, consider, approve and adopt the Audited Financial Statements of the Company for the year ended 31 March, 2026 comprising of the Balance Sheet as at 31st March, 2026, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the Reports of Directors and Auditors thereon.	129	31,05,842	99.99	3	104	0.01
2	Ordinary Resolution - To declare a Final Dividend of for the Financial Year 2025-2026.	130	31,07,226	99.99	3	104	0.01
3	Ordinary Resolution - To appoint a Director in place of Dr. K.Venkatachalam (DIN 01062171) who retires by rotation and being eligible offers himself for re-appointment.	129	31,07,224	99.99	4	106	0.01
4	Special Resolution - Re Appointment of Sri. P.V. Chandran (DIN:00628479) as Managing Director.	128	31,05,477	99.95	5	1,853	0.05
5	Special Resolution - Approval for Continued Holding of Office by Dr. K. Venkatachalam (DIN: 01062171) as Non-Executive Director upon attaining the age of 75 Years and thereafter in accordance with Regulation 17(1A) and the proviso there to of SEBI (Listing Obligations and Disclosure Requirements).	128	31,07,044	99.98	5	286	0.02

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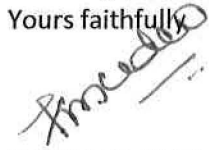
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6	Special Resolution - Re Appointment of Mrs. Vijayalakshmi Narendra (DIN: 00412374) as Independent Women Director.	130	31,07,226	99.99	3	104	0.01
7	Special Resolution - Appointment of Sri K. Murali Mohan (DIN:00626361) as Independent Director.	130	31,07,226	99.99	3	104	0.01
8	Ordinary Resolution - To ratify/ confirm the Remuneration of the Cost Auditors for the financial year 2026-27.	130	31,07,226	99.99	3	104	0.01

All resolutions stand passed under E-voting with requisite majority as specified under the Companies Act, 2013.

Thanking you
Yours faithfully,



N.KULANDAIVEL
M. No: 227006
SCRUTINIZER
UDIN: 26227006TDFZYM2182

Place: Coimbatore
Date: 30.09.2026