



V.J. JOSEPH M.Com, F.C.S.

V.J. JOSEPH & ASSOCIATES

PRACTISING COMPANY SECRETARIES

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CONSOLIDATED SCRUTINIZER REPORT FOR E-VOTING & PHYSICAL BALLOT VOTING AT THE 35th AGM OF THE KERALA CARDAMOM PROCESSING AND MARKETING COMPANY LIMITED

(Pursuant to Section.108 & 109 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended)

To,

The Chairman

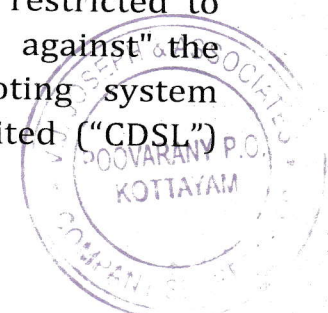
The Kerala Cardamom Processing and Marketing Company
Limited KPI / 7418, Spice house, Thekkady P.O., Idukki -
685536

Ref: 35th Annual General Meeting of the members of The Kerala Cardamom Processing and Marketing Company Limited held on Friday the 26th September 2025 at 2.30 PM

Dear Sir,

I, **V.J Joseph , a Company Secretary in Practice** have been appointed as a Scrutinizer by the authority of the Board of directors of the Kerala Cardamom Processing and Marketing Company Limited ("the Company") for the purpose of the Scrutinizing the voting by electronic means ("e-voting") and through Physical Ballot Voting to be carried by the Company pursuant to Section 108, 109 of the Companies Act, 2013 ("the Act") read with Rule 20,21 of the Companies (Management and Administration) Rules, 2014 as amended ("Rules"), on the resolutions contained in the Notice of the 35th Annual General Meeting (AGM) to the Members of the Company, held on Friday the 26th September 2025 at 2.30 PM at the registered office of the Company at KPI/ 741 B, Spice House, Thekkady P.O., Idukki - 685536.

My responsibilities as a scrutinizer for the voting process is restricted to preparing a Scrutinizer Report of the votes cast "in favor" or against the resolution(s) based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited ("CDSL")



(Agency / service provider) and on the Physical ballot papers submitted by the Shareholders of the Company in AGM.

i. The Company has entered into an arrangement with CDSL to provide e-voting facilities for voting through Electronic means to all the members who were eligible to participate in the E-voting.

ii. The cutoff date for the purpose of identifying the Members who were entitled to vote on the resolution placed for their approval was Friday, September 19, 2025.

iii. E-voting facility was kept open from 23rd September, 2025, 09.00 AM to 25th September, 2025, 05.00 PM.

iv. At the end of e-voting period on 25th September, 2025, voting portal of the Agency was blocked forthwith.

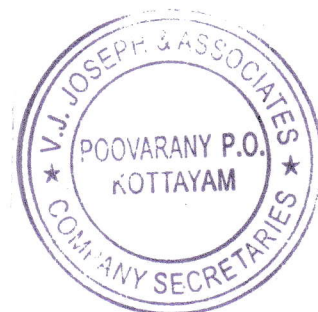
v. The votes cast through e-voting process and the physical ballot box was unblocked and opened by me in the presence of two witnesses Miss. Aleesha Joseph Vazhayil and Mr. Tony Tom not in the employment of the company.

vi. During the e-voting period from 23rd September 2025 to 25th September 2025, a total of 8 shareholders cast their votes electronically.

vii. On 26th September, 2025 at the AGM proceedings, out of 43 shareholders present in the meeting, 40 shareholders opted for physical ballot voting including 1 shareholder voted through a proxy, 3 shareholders who was present at the meeting did not participate in the physical ballot voting as he had already casted his vote through e- voting facility, 5 shareholders who did not attend the meeting had already cast their votes through e-voting.

viii. I have scrutinized and verified the e-voting and physical votes casted therein based on the data generated from CDSL e-voting portal and based on the analysis of the Physical ballot papers submitted by the shareholders of the Company in AGM.

I submit herewith my consolidated Scrutinizer's report on the results of voting through electronic means (i.e E-voting) and Physical Ballot as under:



Item no 1:

To consider and adopt the audited financial statement of the Company for the financial year ended 31st March, 2025 along with the Directors Report, the Secretarial Audit Report and the Statutory Auditors Report thereon. (Ordinary Resolution).

Particulars (Mode of voting)	Votes in favor of resolution		Votes against of resolution		Invalid Votes number
	Nos.	% of total no. of valid votes cast	Nos.	% of total no. of valid votes cast	Nos.
E-voting	105650	100	Nil	Nil	Nil
Physical Ballot (Shareholders present in meeting either in person or in proxy)	458204	100	Nil	Nil	Nil
Total	563854	100	Nil	Nil	Nil

RESULT: As all the votes cast were in favour of the resolution, we report that the ordinary resolution with regard to item number 1 as set out in the notice of the AGM was passed with requisite majority.



Item no 2:

To declare dividend on equity shares for the financial year ended 31st March, 2025. (Ordinary Resolution).

Particulars (Mode of voting)	Votes in favor of resolution		Votes against of resolution		Invalid Votes number
	Nos.	% of total no. of valid votes cast	Nos	% of total no. of valid votes cast	Nos.
E-voting	105650	100	Nil	Nil	Nil
Physical Ballot (Shareholders present in meeting either in person or in proxy)	458204	100	Nil	Nil	Nil
Total	563854	100	Nil	Nil	Nil

RESULT: As all the votes cast were in favour of the resolution, we report that the ordinary resolution with regard to item number 2 as set out in the notice of the AGM was passed with requisite majority.



Item no 3:

To appoint Mr. Jerin Varughese Jacob (DIN: 09166742) as Director, who retires by rotation at the conclusion of this Annual General Meeting and being eligible, offers himself for reappointment. (Ordinary Resolution).

Particulars (Mode of voting)	Votes in favor of resolution		Votes against of resolution		Invalid Votes number
	Nos.	% of total no. of valid votes cast	Nos.	% of total no. of valid votes cast	Nos.
E-voting	105650	100	Nil	Nil	Nil
Physical Ballot (Shareholders present in meeting either in person or in proxy)	451204	98.47	Nil	Nil	Nil
Total	556854	98.75	Nil	Nil	Nil

RESULT: As most of the votes cast were in favour of the resolution, we report that the ordinary resolution with regard to item number 3 as set out in the notice of the AGM was passed with requisite majority.



Item no 4:

To appoint Mr. Abraham Karimpanal Ittiavirah (DIN: 02974840) as Director, who retires by rotation at the conclusion of this Annual General Meeting and being eligible, offers himself for reappointment. (Ordinary Resolution).

Particulars (Mode of voting)	Votes in favor of resolution		Votes against of resolution		Invalid Votes number
	Nos.	% of total no. of valid votes cast	Nos.	% of total no. of valid votes cast	Nos.
E-voting	105650	100	Nil	Nil	Nil
Physical Ballot (Shareholders present in meeting either in person or in proxy)	458204	100	Nil	Nil	Nil
Total	563854	100	Nil	Nil	Nil

RESULT: As all the votes cast were in favour of the resolution, we report that the ordinary resolution with regard to item number 4 as set out in the notice of the AGM was passed with requisite majority.

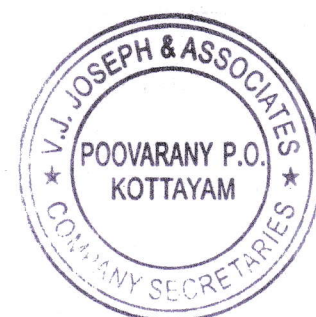


Item no 5:

To appoint Mr. Shamir Ahmed Refai (DIN: 09358767) as Director, who retires by rotation at the conclusion of this Annual General Meeting and being eligible, offers himself for reappointment. (Ordinary Resolution).

Particulars (Mode of voting)	Votes in favor of resolution		Votes against of resolution		Invalid Votes number
	Nos.	% of total no. of valid votes cast	Nos	% of total no. of valid votes cast	Nos.
E-voting	105650	100	Nil	Nil	Nil
Physical Ballot (Shareholders present in meeting either in person or in proxy)	450804	98.38	Nil	Nil	Nil
Total	556454	98.68	Nil	Nil	Nil

RESULT: As most of the votes cast were in favour of the resolution, we report that the ordinary resolution with regard to item number 5 as set out in the notice of the AGM was passed with requisite majority.



Item no 6:

**To appoint Auditors of the Company and to fix their remuneration.
(Ordinary Resolution).**

Particulars (Mode of voting)	Votes in favor of resolution		Votes against of resolution		Invalid Votes number
	Nos.	% of total no. of valid votes cast	Nos	% of total no. of valid votes cast	Nos.
E-voting	105650	100	Nil	Nil	Nil
Physical Ballot (Shareholders present in meeting either in person or in proxy)	458204	100	Nil	Nil	Nil
Total	563854	100	Nil	Nil	Nil

RESULT: As all the votes cast were in favour of the resolution, we report that the ordinary resolution with regard to item number 6 as set out in the notice of the AGM was passed with requisite majority.

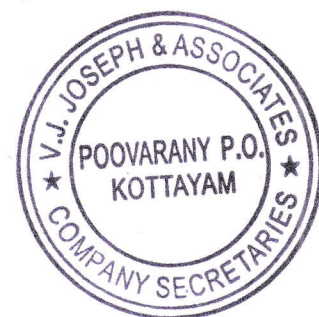


Item no 7:

To appoint Mr. Kumaresan Sakthivel (DIN: 06982078) who was appointed as an Additional Director of the Company with effect from 10/09/2024 under Section 161 of the Companies Act, 2013, on the Board of the Company and whose term of office ends by the conclusion of this AGM, as Director of the Company. (Ordinary Resolution).

Particulars (Mode of voting)	Votes in favor of resolution		Votes against of resolution		Invalid Votes number
	Nos.	% of total no. of valid votes cast	Nos	% of total no. of valid votes cast	Nos.
E-voting	105650	100	Nil	Nil	Nil
Physical Ballot (Shareholders present in meeting either in person or in proxy)	450204	98.25	Nil	Nil	Nil
Total	555854	98.58	Nil	Nil	Nil

RESULT: As most of the votes cast were in favour of the resolution, we report that the ordinary resolution with regard to item number 7 as set out in the notice of the AGM was passed with requisite majority.

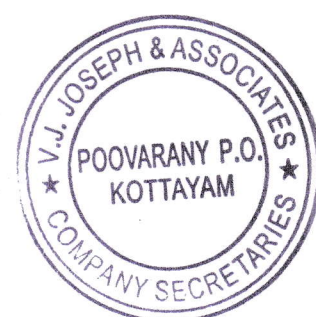


Item no 8:

Appointment of Mr. Uthayakumar Manoharan (DIN: 03091585) as director to fill the casual vacancy caused by the resignation of Mr. Johny Mathew. (Ordinary Resolution).

Particulars (Mode of voting)	Votes in favor of resolution		Votes against of resolution		Invalid Votes number
	Nos.	% of total no. of valid votes cast	Nos.	% of total no. of valid votes cast	Nos.
E-voting	105650	100	Nil	Nil	Nil
Physical Ballot (Shareholders present in meeting either in person or in proxy)	428104	93.43	Nil	Nil	Nil
Total	533754	94.66	Nil	Nil	Nil

RESULT: As most of the votes cast were in favour of the resolution, we report that the ordinary resolution with regard to item number 8 as set out in the notice of the AGM was passed with requisite majority.

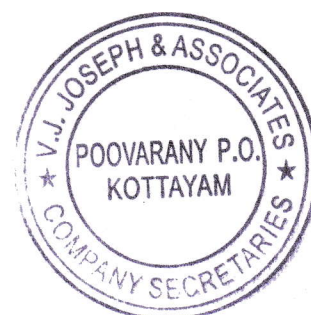


Item no 9:

Appointment of Mr Johny Sebastian Karimpanal (DIN: 10776016) as a Whole-Time Director of the Company to fill the casual vacancy caused by the resignation of Mr.Raghavan Guhan. (Ordinary Resolution).

Particulars (Mode of voting)	Votes in favor of resolution		Votes against of resolution		Invalid Votes number
	Nos.	% of total no. of valid votes cast	Nos	% of total no. of valid votes cast	Nos.
E-voting	105650	100	Nil	Nil	Nil
Physical Ballot (Shareholders present in meeting either in person or in proxy)	458204	100	Nil	Nil	Nil
Total	563854	100	Nil	Nil	Nil

RESULT: As all the votes cast were in favour of the resolution, we report that the ordinary resolution with regard to item number 9 as set out in the notice of the AGM was passed with requisite majority.

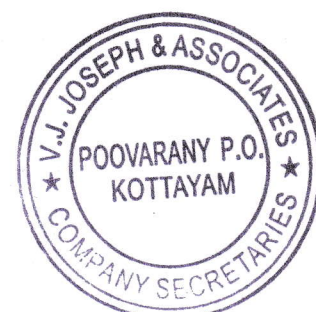


Item no 10:

Appointment of Mr. Varkey George (DIN: 08439500) as director to fill the casual vacancy caused by the resignation of Mr. Thamanan Karunakaran Krishnasamy Suruliyandi Saharavanan.. (Ordinary Resolution).

Particulars (Mode of voting)	Votes in favor of resolution		Votes against of resolution		Invalid Votes number
	Nos.	% of total no. of valid votes cast	Nos	% of total no. of valid votes cast	Nos.
E-voting	105650	100	Nil	Nil	Nil
Physical Ballot (Shareholders present in meeting either in person or in proxy)	394244	86.04	Nil	Nil	Nil
Total	499894	88.65	Nil	Nil	Nil

RESULT: As most of the votes cast were in favour of the resolution, we report that the ordinary resolution with regard to item number 10 as set out in the notice of the AGM was passed with requisite majority.



Item no 11:

To appoint Mr. Sethuraman Shailendran (DIN: 10776461) who was appointed as an Additional Director with effect from 01/10/2024 under Section 161 of the Companies Act, 2013, on the Board of the Company and whose term of office ends by the conclusion of this AGM, as Director of the Company.(Ordinary Resolution).

Particulars (Mode of voting)	Votes in favor of resolution		Votes against of resolution		Invalid Votes number
	Nos.	% of total no. of valid votes cast	Nos	% of total no. of valid votes cast	Nos.
E-voting	105650	100	Nil	Nil	Nil
Physical Ballot (Shareholders present in meeting either in person or in proxy)	453004	98.86	Nil	Nil	Nil
Total	558654	99.07	Nil	Nil	Nil

RESULT: As most of the votes cast were in favour of the resolution, we report that the ordinary resolution with regard to item number 11 as set out in the notice of the AGM was passed with requisite majority.

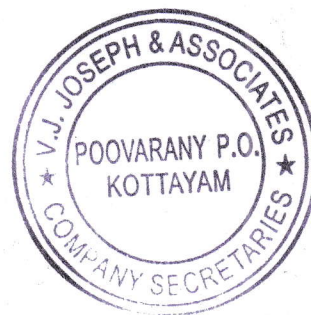


Item no 12:

To appoint Mr. Rajan Scaria (DIN: 10804280) who was appointed as an Additional Director with effect from 30/10/2024 under Section 161 of the Companies Act, 2013, on the Board of the Company and whose term of office ends by the conclusion of this AGM as Director of the Company. (Ordinary Resolution).

Particulars (Mode of voting)	Votes in favor of resolution		Votes against of resolution		Invalid Votes number
	Nos.	% of total no. of valid votes cast	Nos.	% of total no. of valid votes cast	Nos.
E-voting	105650	100	Nil	Nil	Nil
Physical Ballot (Shareholders present in meeting either in person or in proxy)	441004	96.24	Nil	Nil	Nil
Total	546654	96.94	Nil	Nil	Nil

RESULT: As most of the votes cast were in favour of the resolution, we report that the ordinary resolution with regard to item number 12 as set out in the notice of the AGM was passed with requisite majority.



Item no 13:

To appoint Dr. Mathew Kallarackal Mathew (DIN: 10811168) who was appointed as an Additional Director with effect from 30/10/2024 under Section 161 of the Companies Act, 2013, on the Board of the Company and whose term of office ends by the conclusion of this AGM, as Director of the Company. (Ordinary Resolution).

Particulars (Mode of voting)	Votes in favor of resolution		Votes against of resolution		Invalid Votes number
	Nos.	% of total no. of valid votes cast	Nos	% of total no. of valid votes cast	Nos.
E-voting	105650	100	Nil	Nil	Nil
Physical Ballot (Shareholders present in meeting either in person or in proxy)	441638	96.38	Nil	Nil	Nil
Total	547288	97.06	Nil	Nil	Nil

RESULT: As most of the votes cast were in favour of the resolution, we report that the ordinary resolution with regard to item number 13 as set out in the notice of the AGM was passed with requisite majority.

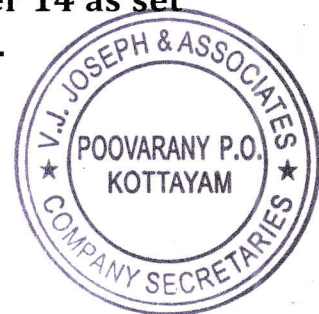


Item no 14:

To appoint Mr. Thathuraj Sivakumar (DIN: 10813851) who was appointed as an Additional Director with effect from 30/10/2024 under Section 161 of the Companies Act, 2013, on the Board of the Company, and whose term of office ends by the conclusion of this AGM as Director of the Company(Ordinary Resolution).

Particulars (Mode of voting)	Votes in favor of resolution		Votes against of resolution		Invalid Votes number
	Nos.	% of total no. of valid votes cast	Nos	% of total no. of valid votes cast	Nos.
E-voting	105650	100	Nil	Nil	Nil
Physical Ballot (Shareholders present in meeting either in person or in proxy)	434144	94.74	Nil	Nil	Nil
Total	539794	95.73	Nil	Nil	Nil

RESULT: As most of the votes cast were in favour of the resolution, we report that the ordinary resolution with regard to item number 14 as set out in the notice of the AGM was passed with requisite majority.

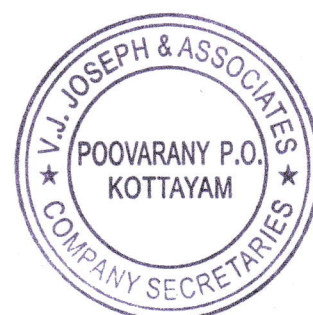


Item no 15:

To approve the appointment of Mr. Methil Sreenivasan Achuthakumar (DIN: 00018643) as an Independent Director of the Company.. (Ordinary Resolution).

Particulars (Mode of voting)	Votes in favor of resolution		Votes against of resolution		Invalid Votes number
	Nos.	% of total no. of valid votes cast	Nos.	% of total no. of valid votes cast	Nos.
E-voting	105650	100	Nil	Nil	Nil
Physical Ballot (Shareholders present in meeting either in person or in proxy)	458204	100	Nil	Nil	Nil
Total	563854	100	Nil	Nil	Nil

RESULT: As all the votes cast were in favour of the resolution, we report that the ordinary resolution with regard to item number 15 as set out in the notice of the AGM was passed with requisite majority.

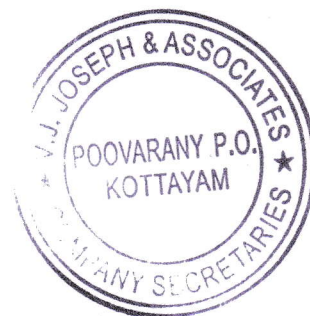


Item no 16:

**To approve the appointment of Ms. Minu Mathew (DIN: 05352861)
as an Independent Director of the Company (Ordinary Resolution).**

Particulars (Mode of voting)	Votes in favor of resolution		Votes against of resolution		Invalid Votes number
	Nos.	% of total no. of valid votes cast	No	% of total no. of valid votes cast	Nos.
E-voting	105650	100	Nil	Nil	Nil
Physical Ballot (Shareholders present in meeting either in person or in proxy)	458204	100	Nil	Nil	Nil
Total	563854	100	Nil	Nil	Nil

RESULT: As all the votes cast were in favour of the resolution, we report that the ordinary resolution with regard to item number 16 as set out in the notice of the AGM was passed with requisite majority.

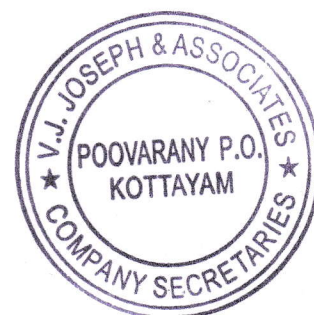


Item no 17:

For incorporation of Two new Companies as the subsidiaries of The Kerala Cardamom Processing and Marketing Company Limited for doing Hospitality Business and Online Auction Business. (Ordinary Resolution).

Particulars (Mode of voting)	Votes in favor of resolution		Votes against of resolution		Invalid Votes number
	Nos.	% of total no. of valid votes cast	Nos.	% of total no. of valid votes cast	Nos.
E-voting	91250	86.67	Nil	Nil	Nil
Physical Ballot (Shareholders present in meeting either in person or in proxy)	458204	100	Nil	Nil	Nil
Total	549454	97.44	Nil	Nil	Nil

RESULT: As most of the votes cast were in favour of the resolution, we report that the ordinary resolution with regard to item number 17 as set out in the notice of the AGM was passed with requisite majority.



- ix. All the Resolutions mentioned in the AGM notice dated August 27, 2025 as per the details above, stand passed with the requisite majority.
- x. The Electronic data and all other relevant records relating to the e-voting and the physical ballot is under my safe custody and all will be handed over to the Company after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you

Yours Faithfully,



V. J Joseph
Company Secretary
Certificate of Practice no:3605
Membership no: F7686
UDIN: F007686G001372126
Peer Review Certificate no. 4524/2023

V. J. Joseph M.Com. F.C.S
Practising Company Secretary
M. No. 7686
C. P. No. 3605

Place: Poovarany
Date: 27/09/2025

Witness 1: Aleesha Joseph Vazhayil

Witness 2: Tony Tom

Counter signed by:
For the Kerala Cardamom Processing and Marketing Company Limited

UTHAYAKUMAR MANOHARAN
Chairman
DIN: 03091585