



BRNL/CS/2026-27/22

1st October, 2026

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400 001
(BSE Scrip Code: 540700)

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor, Plot no. C/1,
G Block, Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 051
(NSE Symbol: BRNL)

Dear Sir,

Consolidated Scrutinizer's Report of the 19th (Nineteenth) Annual General Meeting (AGM) of the Company – AGM dated 30th September 2026

We refer to our letter no. BRNL/CS/2026-27/21 dated 30th September 2026 wherein we had informed that the 19th (Nineteenth) Annual General Meeting (AGM) of the Company has been duly convened and held on Wednesday, 30th September, 2026 through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in accordance with guidelines stipulated by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI).

The proceedings of the 19th Annual General Meeting (AGM) has been duly filed with the Stock Exchanges on 30th September, 2026.

In view of the above, we are hereby submitting the consolidated Scrutinizer's Report, dated 1st October, 2026, submitted by Mr. Mohan Ram Goenka, Practising Company Secretary (FCS No. 4515, CP No. 2551), who was appointed as the Scrutinizer to oversee the voting process (both remote e-voting and e-voting at the AGM through Insta Poll). Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management & Administration) Rules, 2014, and Clause 8.6.2 of Secretarial Standard-2 (SS-2) on General Meetings, issued by the Institute of Company Secretaries of India (ICSI), the voting results along with the Scrutinizer's Consolidated Report are available on the company's website at www.brnl.in and on the website of our RTA, KFin Technologies Limited at <https://evoting.kfintech.com>.

Please note that the voting results are also displayed on the notice board at the company's registered office for the information of all stakeholders.

This is for your information and record.

Thanking You,

Yours faithfully,

For Bharat Road Network Limited

Ankita Rath

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Ankita Rath
Date: 2026.10.02
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Ankita Rath

Company Secretary and Compliance Officer
(ACS: 46263)

Bharat Road Network Limited

CIN: L45203WB2006PLC112235

Registered Office: Plot No. X1 – 2 & 3, Ground Floor, Block – EP, Sector – V, Salt Lake City, Kolkata – 700 091

Tel.: +91 33 6666 2700 **Email:** corporate@brnl.in

Website: www.brnl.in



MR & Associates

COMPANY SECRETARIES
(Peer Reviewed Firm)

46, B. B. Ganguly Street, 406, Kolkata - 700 012
Tel No: 033 2237 9517 / 4007 7907
Email : mrasso1996@gmail.com / goenkamohan@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

(Voting through Remote e-voting and e-voting at e-AGM)

[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014]

To,

The Chairman of the Nineteenth Annual General Meeting (AGM) of the Members of **Bharat Road Network Limited** (CIN: L45203WB2006PLC112235), held on Wednesday, 30th day of September, 2026 at 2:30 P.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Dear Sir,

1. I, Mohan Ram Goenka, a Company Secretary in Practice (FCS No. 4515, CP No. 2551), Partner of MR & Associates, was duly appointed as a Scrutinizer by the Board of Directors of **Bharat Road Network Limited** (the Company) for the purpose of scrutinizing the process of voting through Remote e-voting and e-voting at e-AGM under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through Remote e-voting and e-voting at e-AGM for the resolutions proposed in the Notice of Nineteenth Annual General Meeting of the Members of the Company dated August 14, 2026 ("Notice") issued in accordance with General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 19/2021 dated December 08, 2021, General Circular No. 21/2021 dated December 14, 2021, General Circular No. 02/2022 dated May 05, 2022, General Circular No. 10/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023, General Circular No. 09/2024 dated September 19, 2024 and General Circular No. 03/2025 dated September 22, 2025 (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India Circular No. SEBI/HO/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024, Circular No.: SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 (collectively referred as "SEBI Circulars") and in compliance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing



Regulations"), the 19th AGM of the Company was conducted through VC/OAVM. My responsibility as a Scrutinizer for the process of voting through Remote e-voting and e-voting at the Annual General Meeting is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" and / or "against" and / or "abstained from voting" on the resolutions proposed in the Notice of the Nineteenth AGM of the Company, based on the report provided by KFin Technologies Limited (KFinTech), the agency engaged by the Company to provide e-voting facility for voting through electronic means.

3. In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the remote e-voting facility was kept open for 3 (Three) days from Saturday, September 26, 2026 (9.00 a.m.) till Tuesday, September 29, 2026 (5.00 p.m.) and Members were requested to cast their votes electronically conveying their assent, dissent or abstention in respect of the resolutions on the e-voting platform provided by KFinTech.
4. The Members holding equity shares as on the "cut-off date" i.e. Wednesday, September 23, 2026 were entitled to vote on the resolutions proposed in the Notice calling the Nineteenth Annual General Meeting.
5. At the end of the remote e-voting period on Tuesday, September 29, 2026 (5.00 p.m.), the voting portal of the service provider was blocked forthwith for the purpose of remote e-voting.
6. After transacting the business at the meeting, the Chairman ordered for e-voting through Insta Poll for those Members who could not cast their vote through remote e-voting.
7. After the conclusion of e-voting at e-AGM on the 30th day of September, 2026, the votes cast were unblocked in the presence of two witnesses, who were not in the employment of the Company, as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014.
8. Thereafter, the details containing inter alia, list of the Members, who voted "for" and / or "against" and / or "abstained from voting" on each of the resolutions that were put to vote, were derived from the report generated from the e-voting website of KFin Technologies Limited (KFinTech) i.e. <https://evoting.kfintech.com> and based on such reports it can be concluded that-

114 Members have cast their votes through remote e-voting; and
13 Members have cast their votes through e-voting at e-AGM.



The brief analysis of the results of the voting through Remote e-voting and e-voting ate-AGM are as under:

Item No. 1 - Ordinary Resolution:

To receive, consider and adopt –

a) The Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Reports of the Board of Directors and Auditors thereon;

b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Report of the Auditors thereon.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		E-voting at e-AGM		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	106	26,805,868	13	153	119	26,806,021	99.9985
Dissent	8	408	0	0	8	408	0.0015
Total	114	26,806,276	13	153	127	26,806,429	100.0000
Abstain / Invalid	0	0	0	0	0	0	-

Item No. 2 - Ordinary Resolution:

To approve the Related Party Transactions

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		E-voting at e-AGM		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	98	7,506	13	153	111	7,659	94.9424
Dissent	8	408	0	0	8	408	5.0576
Total	106	7,914	13	153	119	8,067	100.0000
Abstain / Invalid*	8	26,798,362	0	0	8	26,798,362	N.A.

* Votes cast by persons falling within the definition of "Related Party" under the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as provided by the management have not been considered for determining the votes cast in favour of the Resolution.

9. Based on the foregoing, Resolution Nos. 1 and 2 have been passed with the requisite majority.



10. All the relevant records / electronic data relating to the e-voting are under my safe custody and shall be handed over to the Chairman or Company Secretary for safe preservation after the Chairman considers, approves and signs the minutes of the said AGM.

Place : Kolkata
Date : 01.10.2026



For MR & Associates
Company Secretaries
A Peer Reviewed Firm
Peer Review Certificate No.: 5598/2024

Mohan Ram
Goenka

Digitally signed by
Mohan Ram Goenka
Date: 2026.10.01
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[M R Goenka]
Partner

C P No.: 2551

UDIN No.: F004515H001709064

Countersigned by:-

For Bharat Road Network Limited

Ankita
Rathi

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by Ankita Rathi
Date: 2026.10.02
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Ankita Rathi

Company Secretary and Compliance Officer
ACS - 46263