NDR AUTO COMPONENTS LIMITED

Corporate office: Plot No.1, Maruti Joint Venture Complex, Gurugram, Haryana-122015
CIN: L29304DL2019PLC347460 **Website:** www.ndrauto.com
Email id: contact@nacl.co.in **Phone No.**: 9643339870-74

July 27, 2026

BSE Limited Corporate Relationship Department PJ Towers, 25th Floor, Dalal Street, Mumbai – 400 001 Scrip Code: 543214	National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G-Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051. Trading Symbol: NDRAUTO

Sub: Submission of Scrutinizer's Report

Dear Sir,

Please find enclosed Scrutinizer's Report in respect of e-voting (both i.e. remote e-voting and e-voting at the time of AGM) held in respect of the 7th Annual General Meeting held on July 27, 2026.

Kindly take the same on record.

For NDR AUTO COMPONENTS LIMITED

Rajat Bhandari Digitally signed by Rajat Bhandari Date: 2026.07.27 14:45:41 +05'30'

Rajat Bhandari
Executive Director and Company Secretary
DIN: 02154950
Encl: As Above

Rupinder Singh Bhatia

M.A., F.C.S.
Company Secretary in Practice
CP No.: 2514
Peer Review No. 1496/2021

J-17 (Basement),Lajpat Nagar III,
New Delhi-110024.
Ph. 011-41078605 M: 09811113545
PAN. AAFPB5130M
GST No.- 07AAFPB5130M1ZX
Email: bhatia_r_s@hotmail.com
Service Category:-Company Secretary in Practice

The Chairman,
NDR Auto Components Limited,
CIN: L29304DL2019PLC347460,
Level-5, Regus Caddie Commercial Tower,
Hospitality District Aerocity, IGI Airport
New Delhi 110037

Dear Sir,

I, Rupinder Singh Bhatia, Practicing Company Secretary, appointed as a Scrutinizer by the Board of Directors of NDR Auto Components Limited pursuant to Sections 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, for the 7th Annual General Meeting of the Company held on 27th July, 2026.

In this regard I am pleased to submit my Report, which is comprehensive and self- explanatory in all respects.

R.S. BHATIA * DELHI * COMPANY SECRETARY

Rupinder Singh Bhatia
Company Secretary in Practice
CP No.- 2514
Date: 27/07/2026
Place: Gurugram
Peer Review No.:1496/2021
UDIN: F002599H000945530

Rupinder Singh Bhatia

M.A., F.C.S.
Company Secretary in Practice
CP No.: 2514
Peer Review No. 1496/2021

J-17 (Basement),Lajpat Nagar III,
New Delhi-110024.
Ph. 011-41078605 M: 09811113545
PAN. AAFPB5130M
GST No.- 07AAFPB5130M1ZX
Email: bhatia_r_s@hotmail.com
Service Category:-Company Secretary in Practice

FORM No. MGT-13

Report of Scrutinizer

[Pursuant to Section 109 of The Companies Act, 2013 and Rule 21(2) of The Companies (Management and Administration) Rules, 2014]

Name of the Company	NDR Auto Components Limited
Meeting	7th Annual General Meeting
Day, Date & Time	Monday, 27th July, 2026 at 11 a.m.
Deemed Venue	Level-5, Regus Caddie Commercial Tower, Hospitality District Aerocity, IGI Airport New Delhi 110037
Mode	Video Conferencing ("VC")

1. Appointment as Scrutinizer

I, was appointed as the Scrutinizer for Scrutinizing the remote e-voting process which commenced on Thursday, July 23, 2026 at 09:00 A.M. and ended on Sunday, July 26, 2026 at 05:00 P.M. as well as the e-voting process during the 7th Annual General Meeting (**"AGM"**) on the resolutions contained in the Notice of AGM dated May 11, 2026 ("**Notice**") of NDR Auto Components Limited (**"the Company"**) held on 27th July, 2026 at 11:00 A.M. through video conferencing. The AGM of the Company was convened through video conferencing as per the provisions of Section 108 of The Companies Act, 2013 read with Rule 20 of The Companies (Management and Administration) Rules, 2014 (as amended from time to time) and General Circular No. 3/ 2025 dated September 22, 2025 ("MCA Circular") issued by the Ministry of Corporate Affairs and relevant Circulars issued by the Securities and Exchange Board of India.

As the Scrutinizer, I have scrutinized:

(i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and

(ii) process of e-voting at the AGM through electronic voting system ("e-voting").

My responsibility as a scrutinizer was to ensure that the remote e-voting process as well as the e-voting voting process during the AGM was conducted in a fair and transparent manner and submit a report on the voting on the resolutions based on the reports generated from

R.S. BHATIA DELHI COMPANY SECRETARY

the electronic voting system of National Securities Depository Limited ("NSDL") (agency for providing the remote e-voting facility and e-voting system during the AGM).

2. Dispatch of Notice of AGM

2.1 The Company informed that on the basis of the list of members and Beneficial Owners made available by Beetal Financial & Computer Services (P) Limited, the Registrar and Transfer Agent of the Company, the Company completed dispatch of Notice of AGM on July 2, 2026 electronically to shareholders whose email id is available with Beetal Financial & Computer Services (P) Limited or the Company.

2.2 Pursuant to MCA Circular as mentioned above issued by the Ministry of Corporate Affairs and as per the provisions of Rule 20 of The Companies (Management & Administration) Rules, 2014, and Regulation 47 of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, newspaper advertisements with respect to dispatch of Notice of AGM were published in Financial Express (English newspaper) and Jansatta (Hindi newspaper) on July 3, 2026 specifying the date and time of the AGM, availability of the notice on Company's website and website of the Stock Exchange, manner of registration of e-mail ids by the members (both physical and demat) who wants to register their e-mail ids with the Company, manner of voting through remote-voting or through e-voting system at the AGM etc.

As informed by the management, the Notice of the 7th AGM were published on the website of the Company at www.ndrauto.com and on the website of NSDL at www.evoting.nsdl.com. The same were also submitted with the BSE Limited and National Stock Exchange of India Limited on July 2, 2026.

3 Cut-off Date

Voting rights of the members were reckoned as on Monday, July 20, 2026, being the cut-off date for the purpose of deciding the entitlement of members for remote e-voting and e-voting during the AGM.

4 Process of Remote e-voting and e-voting during the AGM

4.1 The remote e-voting period commenced on Thursday, July 23, 2026 at 09:00 A.M. and ended on Sunday, July 26, 2026 at 05:00 P.M. through e-voting platform on the designated portal webpage provided by NSDL.

R.S. BHATIA * DELHI * COMPANY SECRETARY

Rupinder Singh Bhatia

M.A., F.C.S.
Company Secretary in Practice
CP No.: 2514
Peer Review No. 1496/2021

J-17 (Basement),Lajpat Nagar III,
New Delhi-110024.
Ph. 011-41078605 M: 09811113545
PAN. AAFPB5130M
GST No.- 07AAFPB5130M1ZX
Email: bhatia_r_s@hotmail.com
Service Category:-Company Secretary in Practice

4.2 The Company also provided e-voting facility to the members who attended through VC/OAVM during the AGM to enable those members to cast their votes, who had not cast their votes earlier through remote e-voting.

4.3 After the time fixed for closure of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by Link Intime under my instructions.

4.4 The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company / RTA and the authorizations lodged with the Company/ RTA on test check basis.

4.5 The e-votes cast were unblocked on Monday, July 27, 2026 after the conclusion of the AGM.

5 Attendance during AGM

As reported by NSDL 83 members attended the AGM through VC/OAVM. No physical presence of members was allowed at a common venue as per the MCA Circular.

6 Counting Process

After completion of e-voting during the AGM, the data of remote e-voting and e-voting during the meeting was diligently scrutinized. Records were maintained containing the summary of results of remote e-voting and e-voting during AGM.

7 Results

7.1 The Voting pattern through remote e-voting and e-voting at AGM is given in Annexure.

7.2 Consolidated results with respect to each item as set out in the Notice of the AGM dated May 11, 2026 is enclosed as Annexure.

7.2 Based on the aforesaid results, I report that 7 Resolutions as set out in item Nos.1 to 7 of the Notice of the AGM dated May 11, 2026 have been passed with the requisite majority.

R.S. BHATIA * DELHI COMPANY SECRETARY

Rupinder Singh Bhatia

M.A., F.C.S.
Company Secretary in Practice
CP No.: 2514
Peer Review No. 1496/2021

J-17 (Basement),Lajpat Nagar III,
New Delhi-110024.
Ph. 011-41078605 M: 09811113545
PAN. AAFPB5130M
GST No.- 07AAFPB5130M1ZX
Email: bhatia_r_s@hotmail.com
Service Category:-Company Secretary in Practice

8 The electronic data related to remote e-voting and e-voting done during the AGM have been handed over to Mr. Rajat Bhandari, Company Secretary and Compliance Officer, for preserving safely.

R. S. BHATIA DELHI COMPANY SECRETARY

Rupinder Singh Bhatia
Company Secretary in Practice
CP No.- 2514
Date: 27/07/2026
Place: Gurugram
Peer Review No.:1496/2021
UDIN: F002599H000945530

Rupinder Singh Bhatia
M.A., F.C.S.
Company Secretary in Practice
CP No.: 2514
Peer Review No. 1496/2021

J-17 (Basement),Lajpat Nagar III,
New Delhi-110024.
Ph. 011-41078605 M: 09811113545
PAN. AAFPB5130M
GST No.- 07AAFPB5130M1ZX
Email: bhatia_r_s@hotmail.com
Service Category:-Company Secretary in Practice

Annexure

Resolution No.:- 1 Ordinary Resolution:

Consideration and adoption of the Audited Financial Statements (Standalone and Consolidated) together with report of Board of Directors and Auditors thereon for the financial year ended March 31, 2026.

	Remote e-Voting		E-Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	103	1,76,15,102	10	92	113	1,76,15,194	99.998
Dissent	33	272	0	0	33	272	0.002
Total	**136**	**1,76,15,374**	**10**	**92**	**146**	**1,76,15,466**	**100**

Resolution No.:- 2 Ordinary Resolution

Declaration of dividend on equity shares for the financial year ended March 31, 2026.

	Remote e-Voting		E-Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	103	1,76,15,102	10	92	113	1,76,15,194	99.998
Dissent	33	272	0	0	33	272	0.002
Total	**136**	**1,76,15,374**	**10**	**92**	**146**	**1,76,15,466**	**100**

Resolution No.:- 3 Ordinary Resolution

Appointment of a director in place of Mr. Ayush Relan (DIN: 07716326), who retires by rotation, and being eligible, offers himself for re-appointment

	Remote e-Voting		E-Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	102	1,76,15,070	10	92	112	1,76,15,162	99.998
Dissent	34	304	0	0	34	304	0.002
Total	**136**	**1,76,15,374**	**10**	**92**	**146**	**1,76,15,466**	**100**

R.S. BHATIA * DELHI * COMPANY SECRETARY

Rupinder Singh Bhatia
M.A., F.C.S.
Company Secretary in Practice
CP No.: 2514
Peer Review No. 1496/2021

J-17 (Basement),Lajpat Nagar III,
New Delhi-110024.
Ph. 011-41078605 M: 09811113545
PAN. AAFPB5130M
GST No.- 07AAFPB5130M1ZX
Email: bhatia_r_s@hotmail.com
Service Category:-Company Secretary in Practice

Resolution No.:-4 Ordinary Resolution

Appointment of a director in place of Mr. Rajat Bhandari (DIN: 02154950), who retires by rotation, and being eligible, offers himself for re-appointment.

	Remote e-Voting		E-Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	102	1,76,15,070	10	92	112	1,76,15,162	99.998
Dissent	34	304	0	0	34	304	0.002
Total	**136**	**1,76,15,374**	**10**	**92**	**146**	**1,76,15,466**	**100**

Resolution No.:- 5 Special Resolution

Re-appointment of Mr. Pranav Relan (DIN: 07177944) as a Wholetime Director of the Company.

	Remote e-Voting		E-Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	101	17615033	10	92	111	1,76,15,125	99.998
Dissent	35	341	0	0	35	341	0.002
Total	**136**	**17615374**	**10**	**92**	**146**	**1,76,15,466**	**100**

Resolution No.:- 6 Special Resolution

Re-appointment of Mr. Ayush Relan (DIN: 07716326) as a Wholetime Director of the Company.

	Remote e-Voting		E-Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	102	1,76,15,070	10	92	112	1,76,15,162	99.998
Dissent	34	304	0	0	34	304	0.002
Total	**136**	**1,76,15,374**	**10**	**92**	**146**	**1,76,15,466**	**100**

R. S. BHATIA * DELHI COMPANY SECRETARY

Rupinder Singh Bhatia
M.A., F.C.S.
Company Secretary in Practice
CP No.: 2514
Peer Review No. 1496/2021

J-17 (Basement),Lajpat Nagar III,
New Delhi-110024.
Ph. 011-41078605 M: 09811113545
PAN. AAFPB5130M
GST No.- 07AAFPB5130M1ZX
Email: bhatia_r_s@hotmail.com
Service Category:-Company Secretary in Practice

Resolution No.:- 7 Special Resolution

Re-appointment of Mr. Rajat Bhandari (DIN: 02154950) as a Wholetime Director of the Company.

	Remote e-Voting		E-Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	102	1,76,15,070	10	92	112	1,76,15,162	99.998
Dissent	34	304	0	0	34	304	0.002
Total	**136**	**1,76,15,374**	**10**	**92**	**146**	**1,76,15,466**	**100**

RSBhatia

BHATIA DELHI COMPANY SECRETARY

Rupinder Singh Bhatia
Scrutinizer
Company Secretary in Practice
CP No.: 2514
Place: Gurugram
Date: 27/07/2026
Peer Review No.:1496/2021
UDIN: F002599H000945530

RBhandari

NDR AUTO COMPONENTS LIMITED NEW DELHI

Name: Rajat Bhandari
Designation: Company Secretary & Compliance Officer
M.No.: A7971
Duly Authorized by Chairman of the 7th AGM