

NKJ & Associates

COMPANY SECRETARIES

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CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies
(Management and Administration) Rules, 2014, as amended]

To

The Chairman of the Nineteenth Annual General Meeting of the Members of **DEN Networks Limited** (CIN: L92490MH2007PLC344765) held on Wednesday, September 2, 2026 at 12:30 P.M. IST through Video Conferencing ("VC") or other Audio-Visual Means ("OAVM").

Dear Sir,

1. I, Neelesh Kumar Jain, Company Secretary in Practice (FCS: 5593/ CP No. 5233), have been appointed as Scrutinizer by the Board of Directors of DEN Networks Limited ("the Company") for the purpose of scrutinizing the process of voting through electronic means ("e-voting") in a fair and transparent manner on the resolutions contained in the notice dated July 14, 2026 ("Notice") issued in accordance with General Circular Nos. 14/2020, 17/2020, 20/2020, 2/2021, 19/2021, 21/2021, 2/2022, 10/2022, 09/2023, 09/2024 and 03/2025 dated 8 April 2020, 13 April 2020, 5 May 2020, 13 January 2021, 8 December 2021, 14 December 2021, 5 May 2022, 28 December 2022, 25 September 2023, 19 September 2024 and 22 September 2025, respectively issued by Ministry of Corporate Affairs ("MCA"), Government of India (hereinafter referred to as "MCA Circulars"), calling the Nineteenth Annual General Meeting of the Members of the Company ("the Meeting" / "AGM") through VC/ OAVM. The AGM was held on Wednesday, September 2, 2026 at 12:30 P.M. IST through VC/ OAVM. The deemed venue for the Meeting was the Registered Office of the Company.
2. In compliance with the MCA Circulars and Regulation 36(1)(a) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 ("LODR"), the Annual Report for the financial year 2025-26 including the Notice, was sent only through electronic mode to those Members whose email address is registered with the Company/ Registrar & Transfer Agent of the Company, viz., KFin Technologies Limited ("KFinTech")/ National Securities Depository Limited ("NSDL") / Central Depository Services (India) Limited ("CDSL") / Depository Participants. Further, in compliance with Regulation 36(1)(b) of the LODR, a letter providing the web-link including the exact path, where the Annual Report for the financial year 2025-26 is available, was sent to those Members(s) whose email address was not registered with the Company/



KFinTech / NSDL / CDSL / Depository Participants. In addition, physical copies of the Annual Report for the financial year 2025-26 were sent to those Members who had specifically requested for the same.

The Notice and Annual Report for the financial year 2025-26 were also placed on the website of the Company at www.dennetworks.com and on the website of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively; and on the website of KFinTech at: <https://evoting.kfintech.com>, being the agency appointed by the Company to provide to its Members facility to exercise their right to vote on the resolutions contained in the Notice using an electronic voting system (i) remotely, before the Meeting on the dates referred to in the Notice ("**remote e-voting**"); and (ii) at the Meeting ("**Insta Poll**");

In compliance with the MCA Circulars, a newspaper advertisement was published on August 7, 2026 in 'Financial Express' (English language newspaper) and 'Mumbai Lakshdeep' (Marathi language newspaper), respectively, specifying the day, date and time of AGM. After dispatch of Notice, an advertisement was published on August 12, 2026 in 'Financial Express' (English language newspaper) and 'Mumbai Lakshdeep' (Marathi language newspaper), respectively, specifying the details of dispatch of the Notice and instructions for e-voting.

3. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("**the Rules**"). As the Scrutinizer, I have to scrutinize:

- (i) process of remote e-voting; and
- (ii) process of Insta Poll.

4. Management's Responsibility

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) LODR relating to e-voting on the resolutions contained in the Notice. The Management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.



5. Scrutinizer's Responsibility

My responsibility as a Scrutinizer for e-voting process (i.e. remote e-voting and Insta Poll) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by KFinTech, being an Agency authorized under the Act and the Rules made thereunder and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or KFinTech for my verification.

6. Cut-off date

The Members of the Company as on the "Cut-off Date", as set out in the Notice, i.e. Wednesday, August 26, 2026 were entitled to vote on the resolutions (Item nos. 1 to 4 as set out in the Notice) and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date.

7. Insta Poll process at the AGM

- i. The facility for voting electronically was also made available at the Meeting (Insta Poll) to those Members who had not cast their votes through remote e-voting.
- ii. After the time fixed for closure of the e-voting at the Meeting by the Chairman, the electronic system recording the e-voting (**e-votes**) was locked by KFinTech under my instructions.
- iii. The e-votes cast at the Meeting were unblocked on Wednesday, September 2, 2026 after the conclusion of the AGM.
- iv. The e-votes were reconciled with the records maintained by the Company /KFinTech and the authorizations lodged with the Company/ KFinTech on a test check basis.

8. Remote e-voting process

- i. The remote e-voting period remained open from Saturday, August 29, 2026 (9:00 a.m. IST) to Tuesday, September 1, 2026 (5:00 p.m. IST).



ii. The votes cast during the remote e-voting period were unblocked on Wednesday, September 2, 2026 after the conclusion of the Meeting and was witnessed by two witnesses, Ms. Beauty Jaiswal and Ms. Anushka, who are not in the employment of the Company and/or KFinTech. They have signed below in confirmation of the same.

Beauty

Ms. Beauty Jaiswal

Anushka

Ms. Anushka

iii. Thereafter, the details containing, *inter alia*, the list of Members who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of KFinTech, i.e. <https://evoting.kfintech.com>. Based on the report generated by KFinTech and relied upon by me, data regarding the remote e-voting was scrutinized on a test check basis.

9. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and Insta Poll, based on the reports generated by KFinTech, scrutinized on test check basis and relied upon by me, as under:

Resolution-1: Ordinary Resolutions

(a)

Consider and adopt audited financial statement of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon.

Particulars	Number of Members Casted Votes			Number of votes Casted			(%)
	Remot e E- Voting	Insta Poll	Total	Remote E- Voting	Insta Poll	Total	
Assent	252	26	278	358599359	848	358600207	99.99761
Dissent	17	0	17	8584	0	8584	0.00239
Total	269	26	295	358607943	848	358608791	100
Invalid Votes	0	0	0	0	0	0	
Abstain	1	0	1	78066	0	78066	



Based on the above, the Resolution has been **passed with requisite majority**.

(b) Consider and adopt the audited consolidated financial statement of the Company for the financial year ended March 31, 2026 and the report of Auditors thereon.

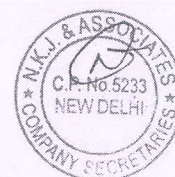
Particulars	Number of Members Casted Votes			Number of votes Casted			(%)
	Remote E-Voting	Insta Poll	Total	Remote E-Voting	Insta Poll	Total	
Assent	253	26	279	358604360	848	358605208	99.97724
Dissent	17	0	17	81649	0	81649	0.02276
Total	270	26	296	358686009	848	358686857	100
Invalid Votes	0	0	0	0	0	0	
Abstain	0	0	0	0	0	0	

Based on the above, the Resolution has been **passed with requisite majority**.

Resolution-2: Ordinary Resolution

Appointment of Mr. Anuj Jain (DIN: 08351295), who retires by rotation, as a Director.

Particulars	Number of Members Casted Votes			Number of votes Casted			(%)
	Remote E-Voting	Insta Poll	Total	Remote E-Voting	Insta Poll	Total	
Assent	244	26	270	358304710	848	358305558	99.89370
Dissent	26	0	26	381299	0	381299	0.10630
Total	270	26	296	358686009	848	358686857	100
Invalid Votes	0	0	0	0	0	0	
Abstain	0	0	0	0	0	0	



Based on the above, the Resolution has been passed with requisite majority.

Resolution-3: Ordinary Resolution

Ratification of the remuneration of Cost Auditors for the financial year ending March 31, 2027.

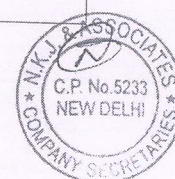
Particulars	Number of Members Casted Votes			Number of votes Casted			(%)
	Remote E-Voting	Insta Poll	Total	Remote E-Voting	Insta Poll	Total	
Assent	251	26	277	358677419	848	358678267	99.99761
Dissent	18	0	18	8590	0	8590	0.00239
Total	269	26	295	358686009	848	358686857	100
Invalid Votes	0	0	0	0	0	0	
Abstain	0	0	0	0	0	0	

Based on the above, the Resolution has been passed with requisite majority.

Resolution-4: Ordinary Resolution

Approval of Material Related Party Transactions of the Company⁶.

Particulars	Number of Members Casted Votes			Number of votes Casted			(%)
	Remote E-Voting	Insta Poll	Total	Remote E-Voting	Insta Poll	Total	
Assent	239	26	265	640736	848	641584	98.67183
Dissent	18	0	18	8636	0	8636	1.32817
Total	257	26	283	649372	848	650220	100
Invalid Votes	0	0	0	0	0	0	
Abstain	12	0	12	358036637	0	358036637	



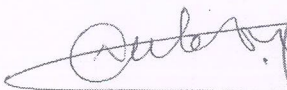
Based on the above, the Resolution has been **passed with requisite majority**.

#For the voting results, the votes cast by Members who are eligible to vote in terms of Regulation 23 of LODR have been considered.

Based on the aforesaid results, I report that all resolutions as set out in item nos. 1 to 4 of the Notice have been **passed with requisite majority**.

10. The electronic data and all other relevant records relating to remote e-voting and insta Poll will be handed over to Ms. Hema Kumari, Company Secretary and Compliance Officer of the Company, for safe keeping as provided in the Act read with the relevant Rules.

Thanking you,
Yours faithfully,



Neelesh Kumar Jain
Practicing Company Secretary
Scrutinizer

FCS: 5593
CP No.: 5233
Place: New Delhi
Date: 02nd September, 2026
UDIN: F005593H001352323



Countersigned by:
For DEN Networks Limited

A handwritten signature in blue ink, appearing to read "Hema", enclosed within a circular flourish.

Ms. Hema Kumari
Company Secretary and Compliance Officer