



## **SCRUTINIZER'S REPORT**

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended]

To,  
The Chairman,  
Dredging Corporation of India Limited,  
Core-2, First Floor, Scope Minar, Plot No. 2A & 2B,  
Laxmi Nagar District Centre, Delhi-110091.

**Sub: Scrutinizer's Report on Postal Ballot voting by way of electronic means in respect of passing of the resolution set-out in the Notice dated 01<sup>st</sup> March, 2026 through Postal Ballot.**

Dear Sir,

We, M/s Agarwal S. & Associates, Practicing Company Secretaries, Delhi having Firm's Registration No. P2003DE049100 have been appointed as Scrutinizer by the Board of Directors of Dredging Corporation of India Limited ("the Company") for the purpose of scrutinizing the Postal Ballot voting conducted by way of remote e-voting process ("e-voting") in a fair and transparent manner on the resolution contained in the postal ballot notice dated 01<sup>st</sup> March, 2026 ("Notice") issued in accordance with General Circular Nos. 14/2020 dated 8th April, 2020 and 17 /2020 dated 13th April, 2020 read with other relevant circulars, including General Circular No. 03/2025 dated September 22, 2025, and other relevant circulars and notifications, issued by Ministry of Corporate Affairs (MCA), Government of India (hereinafter referred to as "MCA Circulars").

1. The said appointment as Scrutinizer is under the provisions of Section 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, we have to scrutinize the process of e-voting conducted for the postal ballot, using an electronic voting system on the dates referred to in the Notice.

### **2. Management's Responsibility:**

The management of the Company is responsible to ensure compliance with the requirements of (i) relevant provisions of Companies Act, 2013 and rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("**LODR**") relating to e-voting on the resolution(s) contained in the Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

### **3. Scrutinizer's Responsibility**

Our responsibility as a scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast "in favour" or "against" by the members in respect of the resolutions contained in the Notice. Our report is based on verification of data and reports generated from the voting system provided by National Securities Depository Limited (NSDL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and papers/ documents furnished to us electronically till the time fixed for closing of the e-voting process i.e. till Monday, 31<sup>st</sup> March, 2026 at 5:00 p.m. (IST).

#### **4. Cut -off date**

The Members of the Company as on the "cut-off" date as set out in the Notice i.e. Friday, 20<sup>th</sup> February, 2026 were entitled to vote on the resolution 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, subject to the provisions of Articles of Association of the Company.

#### **5. Remote e-voting process**

i. The remote e-voting period remained open from Monday, 02<sup>nd</sup> March, 2026 (9:00 a.m. IST) to Tuesday, 31<sup>st</sup> March, 2026 (5:00 p.m. IST).

ii. The votes cast during the remote e-voting were unblocked after the conclusion of e-voting period for Postal Ballot and was witnessed by two witnesses, Mr. Ravi Agrawal and Ms. Shweta Jain who are not in the employment of the Company and / or National Securities Depository Limited (NSDL). They have signed below in confirmation of the same

#### **Independent Witness:**

\_\_\_\_\_

\_\_\_\_\_

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

6. I submit hereunder the Scrutinizer's Report on the results of the remote e- voting for postal ballot, based on the report generated by National Securities Depository Limited, scrutinized on test-check basis, and relied upon by me as under:

#### **SPECIAL BUSINESS**

##### **Resolution No.1: Ordinary Resolution**

**To approve Material Related Party Transaction with Visakhapatnam Port Authority.**

Mode	Total Valid Votes casted		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	197	16357474	156	16356362	99.99	41	1112	0.01

##### **Resolution No.2: Ordinary Resolution**

**To approve Material Related Party Transaction with Paradip Port Authority.**

Mode	Total Valid Votes casted		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	197	16769083	156	16767971	99.99	41	1112	0.01

**Resolution No.3: Ordinary Resolution**

To approve Material Related Party Transaction with Jawaharlal Nehru Port Authority.

Mode	Total Valid Votes casted		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	197	16769083	156	16767971	99.99	41	1112	0.01

**Resolution No.4: Ordinary Resolution**

To approve Material Related Party Transaction with Deendayal Port Authority.

Mode	Total Valid Votes casted		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	197	16769083	156	16767971	99.99	41	1112	0.01

**Resolution No.5: Ordinary Resolution**

To approve Alteration of Capital Clause of the Memorandum of Association of the Company.

Mode	Total Valid Votes casted		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	198	21809184	157	21808072	99.99	41	1112	0.01

7. The electronic data and all other relevant records relating to remote e-voting were handed over to the Company.

For Agarwal S. & Associates,  
Company Secretaries,  
(Firm's Registration No. P2003DE049100)  
Peer Review Certificate No. 2725/2022

CS Sachin Agarwal  
Partner  
FCS: 5774  
COP: 5910  
UDIN: F005774H000001308  
Date: 01.04.2026  
Place: New Delhi