RAHUL LAL
Practicing Company Secretary
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5/1L, Bir Ananta Ram Mondal Lane,
Kolkata – 700 050

CONSOLIDATED SCRUTINIZER'S REPORT

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

The Chairperson
of the 44th Annual General Meeting of
Duke Commerce Limited
Hongkong House,
31 B. B. D Bagh(s),
Kolkata – 700 001

Madam,

I, Rahul Lal, Practicing Company Secretary (ACS – 76833 / CP – 28163) was appointed as the Scrutinizer in connection with the 44th Annual General Meeting ("AGM") of the members of ***"Duke Commerce Limited"*** ("*Company*") held on Monday, the 14th day of September, 2026 at 11:00 A.M. IST at the Registered Office of the Company at Hongkong House, 31 B. B. D Bagh(s), Kolkata – 700 001, for the purpose of scrutinizing the electronic voting ("e-voting") process through remote e-voting and voting through physical ballot process in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and the Rules relating to remote e-voting and voting through physical ballot process at the AGM on the resolutions contained in the Notice of the AGM dated the 13th day of August, 2026. My responsibility as a scrutinizer for remote e-voting and voting through physical ballot process is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system of National Securities Depository Limited ("NSDL"), and of voting through physical ballot as provided by the Company.

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Date: 2026.09.14 16:04:05 +05'30'

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I submit my report as under:

1. The remote e-voting period remained open from 09:00 A.M. IST on Thursday, the 10th day of September, 2026 up to 5:00 P.M. IST on Sunday, the 13th day of September, 2026.

2. The shareholders holding shares as on the “cut off” date, i.e. Monday, the 7th day of September, 2026 were entitled to vote on the proposed 4 (Four) resolutions as mentioned in the Notice of the AGM dated the 13th day of August, 2026.

3. The Company has also distributed the physical ballot forms at the venue of the Annual General Meeting to enable the shareholders to cast the votes physically in case the same has not been cast by them through remote e-voting.

4. The locked ballot box was subsequently opened in my presence after the completion of the Annual General Meeting and poll / ballot papers were diligently scrutinized. The poll / ballot papers were reconciled with the records as maintained by the Registrar and Share Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

5. The ballot which were incomplete and / or which were otherwise found defective have been treated as invalid.

6. The votes cast through remote e-voting were unblocked on Monday, the 14th day of September, 2026 around 12:10 P.M. IST after the completion of the AGM in the presence of two witnesses, namely, Ms. Muskan Jaiswal, residing at 54/A, Nirmal Chandra Street, Kolkata – 700 012 and Ms. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata – 700 060, who are not in employment of the Company.

7. The combined result of the remote e-voting [**EVEN : 140855**] and votes casted through physical ballot papers distributed at the AGM venue are as under:

   <A> ***ORDINARY BUSINESS:***

   a) Resolution 1 : Ordinary Resolution

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To receive, consider and adopt the audited financial statement of the Company for the year ended March 31, 2026, together with the reports of the Board of Directors and the Auditors thereon.

*(i) Voted **in favour** of the Resolution:*

Mode of voting	*Number of Members voted*	*Number of votes cast by them*	*% of total number of valid votes cast*
Remote e-voting	12	9,38,250	
Voting by ballot	0	0	
Total	**12**	**9,38,250**	**100**

*(ii) Voted **against** the Resolution:*

Mode of voting	*Number of Members voted*	*Number of votes cast by them*	*% of total number of valid votes cast*
Remote e-voting	0	0	
Voting by ballot	0	0	
Total	**0**	**0**	**0**

*(iii) **Invalid** Votes:*

Total number of members whose votes were declared invalid	*Total number of votes cast by them*
0	0

b) <u>Resolution 2 : Ordinary Resolution</u>

To consider re-appointing Mrs. Shradha Agarwala (DIN-01203800), who retires by rotation and being eligible offers herself for re-appointment.

*(i) Voted **in favour** of the Resolution:*

Mode of voting	*Number of Members voted*	*Number of votes cast by them*	*% of total number of valid votes cast*

RAHUL LAL Digitally signed by RAHUL LAL Date: 2026.09.14 16:04:33 +05'30'

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Remote e-voting	12	9,38,250	
Voting by ballot	0	0	
Total	**12**	**9,38,250**	**100**

*(ii) Voted **against** the Resolution:*

Mode of voting	***Number of Members voted***	***Number of votes cast by them***	***% of total number of valid votes cast***
Remote e-voting	0	0	
Voting by ballot	0	0	
Total	**0**	**0**	**0**

*(iii) **Invalid** Votes:*

Total number of members whose votes were declared invalid	***Total number of votes cast by them***
0	0

<B> SPECIAL BUSINESS:

c) Resolution 3 : Ordinary Resolution

To approve the appointment of Mr. Rahul Lal, Practicing Company Secretary, as Secretarial Auditor of the Company.

*(i) Voted **in favour** of the Resolution:*

Mode of voting	***Number of Members voted***	***Number of votes cast by them***	***% of total number of valid votes cast***
Remote e-voting	12	9,38,250	
Voting by ballot	0	0	
Total	**12**	**9,38,250**	**100**

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Date: 2026.09.14 16:04:45 +05'30'

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*(ii) Voted **against** the Resolution:*

Mode of voting	***Number of Members voted***	***Number of votes cast by them***	***% of total number of valid votes cast***
Remote e-voting	0	0	
Voting by ballot	0	0	
Total	**0**	**0**	**0**

*(iii) **Invalid** Votes:*

Total number of members whose votes were declared invalid	***Total number of votes cast by them***
0	0

d) <u>Resolution 4 : Ordinary Resolution</u>

To approve and confirm the appointment of Mr. Vishal Diwan as the Manager of the Company.

*(i) Voted **in favour** of the Resolution:*

Mode of voting	***Number of Members voted***	***Number of votes cast by them***	***% of total number of valid votes cast***
Remote e-voting	12	9,38,250	
Voting by ballot	0	0	
Total	**12**	**9,38,250**	**100**

*(ii) Voted **against** the Resolution:*

Mode of voting	***Number of Members voted***	***Number of votes cast by them***	***% of total number of valid votes cast***
Remote e-voting	0	0	
Voting by ballot	0	0	

RAHUL LAL Digitally signed by RAHUL LAL Date: 2026.09.14 16:04:56 +05'30'

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Total	**0**	**0**	**0**

*(iii) **Invalid** Votes:*

Total number of members whose votes were declared invalid	***Total number of votes cast by them***
0	0

7. All the proposed resolutions have therefore been passed with requisite majority by the Shareholders of the Company.

8. The Physical ballot form, remote e-voting registers and other related papers / registers and records shall remain in my safe custody until the Chairperson of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to the Company Secretary as authorized by the Board of Directors for safe keeping.

Thanking You,

Yours truly

RAHUL LAL
Digitally signed by RAHUL LAL
Date: 2026.09.14 16:05:11 +05'30'

Rahul Lal
Practicing Company Secretary
ACS : 76833 / C.P. No. : 28163
UIN : I2025WB2589500
PRCN : 7229/2025
UDIN : A076833H001479509

Place: Kolkata
Dated: 14.09.2026

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Practicing Company Secretary
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Witness:

1.

(Muskan Jaiswal)
54/A, Nirmal Chandra Street,
Kolkata – 700 012

2.

(Anushree Dasgupta)
28/N, Dwijen Mukherjee Road, Behala
Kolkata – 700 060

RAHUL LAL Digitally signed by RAHUL LAL Date: 2026.09.14 16:05:25 +05'30'

Received the Report of the Scrutinizer
For Duke Commerce Limited

(Manisha Chandalia)
Company Secretary & Chief Financial Officer
ICSI Mem. No.: A36375