Scrutinizer's Report
[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended]

Dated: 21-09-2026

To,
The Chairman
THE HIGHLAND PRODUCE CO LTD,
W-21/674, Beach Road,
Alappuzha – 688012.

Dear Sir,

Subject: Consolidated Scrutinizer's Report on remote e-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 (Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments thereto for the 100th Annual General Meeting of The Highland Produce Co Ltd held on Monday, September 21, 2026 at 11:00 A.M at through Video Conferencing (VC) / other Audio -Visual Means (OAVM)

We, V Suresh Associates, Practising Company Secretaries, have been appointed by the Board of Directors of M/s. The Highland Produce Co Ltd (the Company) as a Scrutinizer for the purpose of scrutinizing the remote e-voting process and ascertaining the requisite majority, on the resolutions contained in the notice dated 03rd August, 2026 to the 100th Annual General Meeting (AGM) of the members of the Company issued in accordance with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 21/2021 dated December 14, 2021 Circular No 3/2022 dated May 5, 2022 and General Circular No. 11/2022 dated December 28, 2022 ,Circular No. 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and General Circular No. 03/2025 dated September 22, 2025, issued by Ministry of Corporate Affairs (MCA), Government of India (hereinafter referred to as "MCA Circulars"

The Notice of the Annual General Meeting along with the explanatory statement under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the 100th Annual General Meeting of the Company.

The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper "Financial Express" in all editions and in a vernacular newspaper "Kerala Kaumudi" Edition on Sunday, 30th August, 2026.

V SURESH ASSOCIATES PRACTISING COMPANY SECRETARIES

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to voting through electronic means on the resolutions contained in the Notice of 100th Annual General Meeting (AGM) of the members of the Company.

Our responsibility as a Scrutinizer for the e-voting process is restricted to presenting a Scrutinizer's Report on the votes cast "in favour" or "against", in respect of the resolutions stated below, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (**'CDSL')**, the authorized agency to provide e-voting facilities, engaged by the Company.

The members of the Company as on the "cut-off" date i.e. 14th September, 2026 were entitled to vote on the resolutions (items no. 1 to 6 as set out in the notice of the 100th AGM of the Company.)

Further to the above, we submit our report as under: -

<u>Remote E-voting:</u>

i. The e-voting period remained open from **Friday, 18th September, 2026** (9.00 A.M. IST) to **Sunday, 20th September, 2026** (5.00 p.m. IST) (both days inclusive).

ii. The votes cast under remote e-voting facility were thereafter unblocked in presence of two witnesses who were not in employment of the Company.

iii. The Corporate members who had participated in the remote e-voting had provided scanned copy of the resolution passed at their Board of Directors Meeting for authorization to exercise their votes through e-voting.

Thereafter, the consolidated results containing, inter alia, list of Equity Shareholders, who voted "for", or "against", in respect of the each of the resolutions that were put to vote, were generated from the e-voting website of Central Depository Services (India) Ltd, (i.e.) www.evotingindia.com was prepared.

The consolidated results are as follows:

V SURESH ASSOCIATES * PRACTISING COMPANY SECRETARIES

<u>Resolution No 1:</u> *Ordinary Resolution*

Ordinary Business: ***Adoption of the Audited Financial Statements for the financial year ended March 31, 2026 together with the reports of the Board of Directors' and Auditors' thereon.***

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-Voting	3,47,402	16	3,47,402	100.00	-	-	-	-	-
Voting at AGM	100	1	100	100.00	-	-	-	-	-
Total	**3,47,502**	**17**	**3,47,502**	**100.00**	**-**	**-**	**-**	**-**	**-**

<u>Resolution No 2</u>: *Ordinary Resolution*

Ordinary Business*:*
a) Confirmation of Payment of Interim Dividend during the financial year 31st March, 2026.

b) Declaration of Final Dividend for the financial year ended 31st March, 2026.

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-Voting	3,47,402	16	3,47,402	100.00	-	-	-	-	-
Voting at AGM	100	1	100	100.00	-	-	-	-	-
Total	**3,47,502**	**17**	**3,47,502**	**100.00**	**-**	**-**	**-**	**-**	**-**

V SURESH ASSOCIATES * PRACTISING COMPANY SECRETARIES *

<u>Resolution No 3:</u> ***Ordinary Resolution***

Ordinary Business: ***Appointment of Director in place of Mrs. Priyalatha Thomas, (DIN: 00052237), who retires by rotation and is eligible for re-appointment.***

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-Voting	3,47,402	16	3,47,402	100.00	-	-	-	-	-
Voting at AGM	100	1	100	100.00	-	-	-	-	-
Total	**3,47,502**	**17**	**3,47,502**	**100.00**	**-**	**-**	**-**	**-**	**-**

<u>Resolution No 4:</u> ***Special Resolution***

Special Business: ***Re-appointment of Mr. K. Suresh (DIN: 00255162) as Managing Director.***

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-Voting	3,47,402	16	3,47,402	100.00	-	-	-	-	-
Voting at AGM	100	1	100	100.00	-	-	-	-	-
Total	**3,47,502**	**17**	**3,47,502**	**100.00**	**-**	**-**	**-**	**-**	**-**

V SURESH ASSOCIATES * PRACTISING COMPANY SECRETARIES

Resolution No 5: *Special Resolution*

Special Business: ***To fix Managerial Remuneration payable to Mr. K. Suresh, Managing Director.***

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-Voting	3,47,402	16	3,47,402	100.00	-	-	-	-	-
Voting at AGM	100	1	100	100.00	-	-	-	-	-
Total	**3,47,502**	**17**	**3,47,502**	**100.00**	**-**	**-**	**-**	**-**	**-**

Resolution No 6: *Ordinary Resolution*

Special Business: ***To approve the remuneration payable to M/s. Rajendran, Mani & Varier, as Cost Auditors for the Financial Year 2026-27.***

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-Voting	3,47,402	16	3,47,402	100.00	-	-	-	-	-
Voting at AGM	100	1	100	100.00	-	-	-	-	-
Total	**3,47,502**	**17**	**3,47,502**	**100.00**	**-**	**-**	**-**	**-**	**-**

All the resolutions have been passed with requisite majority.

Thanking you,
Yours Faithfully,
For V Suresh Associates
Practising Company Secretaries

V SURESH ASSOCIATES * PRACTISING COMPANY SECRETARIES *

V Suresh
Senior Partner
Membership No. 2969
CP No. 6032
UDIN: F002969H001549791