



J K KALAL & ASSOCIATES

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SCRUTINIZER'S REPORT

Date: 24th September, 2026

To,

Mr. Manu Agarwal

Chairman of the 18th Annual General Meeting

Naaptol Online Shopping Private Limited

Sigma IT Park, Naaptol Corporate Office, 4th Floor,

Plot No. 203 & 204, TTC Industrial Estate,

Rabale, Navi Mumbai, Thane – 400701.

Dear Sir,

Sub: Report of the Scrutinizer on the poll conducted at the 18th Annual General Meeting of the Members of Naaptol Online Shopping Private Limited (CIN: U52190MH2008PTC179371) held on Thursday, 24th September, 2026

I, CA Jai Krishan Kalal, Proprietor of J K Kalal & Associates, Chartered Accountants (FRN: 162837W), having my office at 007, B Wing, Keshav Complex, Plot No. 11, MCCH, Panvel – 410206, Maharashtra, was appointed by the Chairman of the meeting as the Scrutinizer for the purpose of scrutinizing the poll process, pursuant to Section 109(5) of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions mentioned below, at the 18th Annual General Meeting ("AGM") of the Members of NAAPTOL ONLINE SHOPPING PRIVATE LIMITED ("the Company") held on Thursday, 24th September, 2026 at 01:00 P.M. at the Corporate Office of the Company at Sigma IT Park, Naaptol Corporate Office, 4th Floor, Plot No. 203 & 204, TTC Industrial Estate, Rabale, Navi Mumbai, Thane – 400701.

The management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder relating to voting by poll on the resolutions contained in the Notice of the AGM. My responsibility as the Scrutinizer is restricted to making a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, and of invalid votes, if any, based on the polling papers (Form No. MGT-12) deposited in the ballot box.

The items of business for which the approval of the Members was sought, as stated in the Notice of the AGM, are as under:

Item No.	Type of Resolution	Description of the Resolution
1.	Ordinary Resolution	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2026, together with the Reports of the Board of Directors and Auditors thereon.
2.	Special Resolution	To approve Extension of Exercise Period of Employee Stock Options.

Add : 007 B-Wing, Keshav Complex, Plot No. 11, MCCH, Panvel, Navi Mumbai 410206.

3.	Special Resolution	To approve the appointment of Mr. Ryo Ohsawa as a Director of the Company.
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CONDUCT OF THE POLL

I report as under:

- After my appointment as the Scrutinizer, I took charge of one (1) ballot box, displayed the empty ballot box to the Members present and distributed the polling papers (Form No. MGT-12) to the Members/authorised representatives/proxies present and entitled to vote.
- On completion of the voting, the ballot box was locked and sealed in my presence and in the presence of two witnesses who are not in the employment of the Company, with due identification marks placed by me.
- The sealed ballot box was thereafter opened in my presence and in the presence of the said two witnesses, and the polling papers were diligently scrutinized.
- The polling papers were reconciled with the Register of Members of the Company and with the authorisations/proxies lodged with the Company. Votes have been counted in accordance with the shareholding as per the said records.
- A total of 8 (Eight) polling papers were received in the ballot box. No polling paper was found to be incomplete, defective or invalid.
- The details of Members who cast their votes are given in Annexure A to this Report.

RESULT OF THE POLL

I hereby report the result of the poll on each item as under:

Item No. 1 (Ordinary Resolution): To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2026, together with the Reports of the Board of Directors and Auditors thereon.

Particulars	No. of Members	No. of Equity Shares	No. of CCPS	Total No. of Shares	% of Total Valid Votes
Votes cast in favour	8	22,39,808	11,37,581	33,77,389	100.00%
Votes cast against	NIL	NIL	NIL	NIL	0.00%
Invalid votes	NIL	NIL	NIL	NIL	—
Total valid votes cast	8	22,39,808	11,37,581	33,77,389	100.00%

Item No. 2 (Special Resolution): To approve Extension of Exercise Period of Employee Stock Options.

Particulars	No. of Members	No. of Equity Shares	No. of CCPS	Total No. of Shares	% of Total Valid Votes
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Votes cast in favour	8	22,39,808	11,37,581	33,77,389	100.00%
Votes cast against	NIL	NIL	NIL	NIL	0.00%
Invalid votes	NIL	NIL	NIL	NIL	—
Total valid votes cast	8	22,39,808	11,37,581	33,77,389	100.00%

Item No. 3 (Special Resolution): To approve the appointment of Mr. Ryo Ohsawa as a Director (DIN 11828822) of the Company.

Particulars	No. of Members	No. of Equity Shares	No. of CCPS	Total No. of Shares	% of Total Valid Votes
Votes cast in favour	8	22,39,808	11,37,581	33,77,389	100.00%
Votes cast against	NIL	NIL	NIL	NIL	0.00%
Invalid votes	NIL	NIL	NIL	NIL	—
Total valid votes cast	8	22,39,808	11,37,581	33,77,389	100.00%

CONCLUSION

Based on the foregoing, I report that:

- Item No. 1 has been duly passed as an Ordinary Resolution by the Members of the Company with the requisite majority.
- Item Nos. 2 and 3 have been duly passed as Special Resolutions by the Members of the Company, the votes cast in favour being not less than three times the votes cast against.

The polling papers and all other relevant records were sealed and handed over to the Chairman for safe keeping.

I thank you for the opportunity given to me to act as the Scrutinizer for the above poll process.

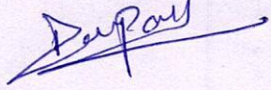
Thanking you,
Yours faithfully,

For J K Kalal & Associates
Chartered Accountants
FRN: 162837W

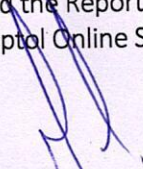
CA Jai Krishan Kalal
Proprietor | Scrutinizer
Membership No.: 624965
UDIN: 26624965UCWEHJ4258
Place: Rabale, Navi Mumbai
Date: 24th September, 2026



The following were the witnesses to the unblocking of the votes on September 24, 2026

1. Name, address and signature of the Witness Himanshu Patil Koparkhane	
2. Name, address and signature of the Witness Deepak Kulkarni Mun	

Received the Report
For Naaptol Online Shopping Private Limited


Mr. Manu Agarwal
Chairman
Place: Rabale

Date: 24th September 2026



ANNEXURE A

Details of Members who cast their votes by poll at the 18th AGM held on 24th September, 2026

Sr. No.	Name of Member	Class of Shares	Equity Shares	CCPS	Total
1	Mohd Yusuf Khan	Equity	44,631	—	44,631
2	Manu Agarwal	Equity	4,81,172	—	4,81,172
3	Foster City Innovations LLC	Equity & CCPS	8,17,053	1,31,240	9,48,293
4	Mitsui & Co. Ltd.	Equity & CCPS	2,05,330	9,10,716	11,16,046
5	Millenna FVCI Ltd.	Equity & CCPS	5,94,077	95,625	6,89,702
6	Kalpesh Maru	Equity	14,460	—	14,460
7	Himanshoo Patil	Equity	2,000	—	2,000
8	DB Corp Ltd.	Equity	81,085	—	81,085
	Total		22,39,808	11,37,581	33,77,389

All the above Members voted "in favour" of Item Nos. 1, 2 and 3.

For J K Kalal & Associates, Chartered Accountants
CA Jai Krishan Kalal, Proprietor | Scrutinizer