CELEBRATE INDIA

FABINDIA LIMITED

CIN: U74899DL1976PLC008436

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DECLARATION OF RESULTS OF E-VOTING AND BALLOT PAPERS

DECLARATION OF VOTING RESULTS OF THE REMOTE E-VOTING AND VOTING THROUGH BALLOT PAPERS AT THE 48TH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF FABINDIA LIMITED HELD ON FRIDAY, SEPTEMBER 26, 2025, AT FABINDIA LIMITED, C-42, 2ND FLOOR, GATE NO. 1, OKHLA INDUSTRIAL AREA, PHASE II, NEW DELHI- 110020, AT 11:30 A.M. (IST)

The 48th Annual General Meeting (**AGM**) of the shareholders of **FABINDIA LIMITED** was held on Friday, September 26, 2025, at Fabindia Limited, C-42, 2nd Floor, Gate No. 1, Okhla Industrial Area Phase II, New Delhi- 110020, at 11:30 A.M. (IST) to transact the businesses as set out in the Notice of AGM dated August 19, 2025.

Members of the Company holding shares in physical form or in dematerialized form, as at the close of business hours on the Cut-off Date, i.e. Friday, September 19, 2025 were entitled to vote on the proposed resolutions; and their shareholding on such date was reckoned for the purpose of arriving at the results of the remote e-voting and voting through ballot at the AGM.

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, the Company had provided the facility of Remote E-voting to all the members of the Company as on the Cut-off Date to enable them to cast their votes electronically on all the resolutions as set forth in the said Notice of AGM. The remote e-voting period was opened for three days commencing from Tuesday, September 23, 2025 at 9:00 AM (IST) and ended on Thursday, September 25, 2025 at 5:00 PM (IST).

Further, in line with the provisions of the Companies Act, 2013, the Company had also provided an opportunity to vote at the AGM through Ballot Paper to members of the Company attending the AGM who had not cast their vote through remote e-voting.

The Board of Directors in its meeting held on August 19, 2025 had appointed Mr. Arun Kumar Gupta (Membership No.: 5551, Certificate of Practice No.: 5086), Proprietor, M/s. Arun Kumar Gupta & Associates, Company Secretaries, as the scrutinizer for scrutinizing the voting process through remote E-voting as well as voting through Ballot Paper at the AGM in a fair and transparent manner. The Scrutinizer, after scrutiny of all the votes cast by the shareholders, has submitted his Consolidated Scrutinizer Report dated September 26, 2025 on remote e-voting and voting through Ballot Paper during the AGM on the resolutions as set out in the said Notice of AGM.

The consolidated result on remote e-voting and voting through Ballot Papers at the AGM as per the said Scrutinizer's Report are as follows:

FABINDIA LIMITED New Delhi

ORDINARY BUSINESS

(i) Item No. 1

TO RECEIVE, APPROVE AND ADOPT THE AUDITED STANDALONE FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025 TOGETHER WITH THE AUDITORS' REPORT AND DIRECTORS' REPORT THEREON (ORDINARY RESOLUTION):

(a) Votes '**VALID**' FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	74	11,95,91,663	19	3,56,506	93	11,99,48,169	100.000
Against	0	0	0	0	0	0	0.000
Total	**74**	**11,95,91,663**	**19**	3,56,506	**93**	**11,99,48,169**	**100.000**

(b) Votes '**INVALID**'

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	**0**	**0**

Based on the Consolidated Scrutinizer Report, the resolution at item No. 1 stands passed as an **ORDINARY RESOLUTION** with requisite majority.

(ii) Item No. 2

TO RECEIVE, APPROVE AND ADOPT THE AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025 TOGETHER WITH THE AUDITORS' REPORT THEREON (ORDINARY RESOLUTION):

(a) Votes '**VALID**' FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	74	11,95,91,663	19	3,56,506	93	11,99,48,169	100.000
Against	0	0	0	0	0	0	0.000
Total	**74**	**11,95,91,663**	**19**	**3,56,506**	**93**	**11,99,48,169**	**100.000**

(b) Votes '**INVALID**'

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	**0**	**0**

Based on the Consolidated Scrutinizer Report, the resolution at item No. 2 stands passed as an **ORDINARY RESOLUTION** with requisite majority.

(iii) Item No. 3

TO DECLARE DIVIDEND (ORDINARY RESOLUTION):

(a) Votes '**VALID**' FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	74	11,95,91,663	19	3,56,506	93	11,99,48,169	100.000
Against	0	0	0	0	0	0	0.000
Total	**74**	**11,95,91,663**	**19**	**3,56,506**	**93**	**11,99,48,169**	**100.000**

(b) Votes '**INVALID**'

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	**0**	**0**

Based on the Consolidated Scrutinizer Report, the resolution at item No. 3 stands passed as an **ORDINARY RESOLUTION** with requisite majority.

FABINDIA LIMITED New Delhi

(iv) Item No. 4

TO APPOINT A DIRECTOR IN PLACE OF MR. NIKHIL KHERA (DIN: 09298685), WHO RETIRES BY ROTATION AND, BEING ELIGIBLE, OFFERS HIMERSELF FOR RE-APPOINTMENT (ORDINARY RESOLUTION):

(a) Votes **'VALID'** FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	71	11,03,80,223	19	3,56,506	90	11,07,36,729	100.000
Against	0	0	0	0	0	0	0.000
Total	**71**	**11,03,80,223**	**19**	**3,56,506**	**90**	**11,07,36,729**	**100.000**

(b) Votes **'INVALID'**

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	**0**	**0**

Based on the Consolidated Scrutinizer Report, the resolution at item No. 4 stands passed as an **ORDINARY RESOLUTION** with requisite majority.

(v) Item No. 5

TO APPOINT A DIRECTOR IN PLACE OF MS. MONSOON LATANE BISSELL (DIN: 02705935), WHO RETIRES BY ROTATION AND, BEING ELIGIBLE, OFFERS HERSELF FOR RE-APPOINTMENT (ORDINARY RESOLUTION):

(a) Votes **'VALID'** FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	71	6,41,64,953	19	3,56,506	90	6,45,21,459	100.000
Against	0	0	0	0	0	0	0.000
Total	**71**	**6,41,64,953**	**19**	**3,56,506**	**90**	**6,45,21,459**	**100.000**

FABINDIA LIMITED New Delhi

(b) Votes '**INVALID**'

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	**0**	**0**

Based on the Consolidated Scrutinizer Report, the resolution at item No. 5 stands passed as an **ORDINARY RESOLUTION** with requisite majority.

SPECIAL BUSINESS:

(vi) Item No. 6

TO APPOINT MR. LAKSHMINARAYANA KOLLENGODE RAMANATHAN (DIN: 06365409) AS THE INVESTOR NOMINEE DIRECTOR OF THE COMPANY (ORDINARY RESOLUTION):

(a) Votes '**VALID**' FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	73	8,94,85,103	19	3,56,506	92	8,98,41,609	100.000
Against	0	0	0	0	0	0	0.000
Total	**73**	**8,94,85,103**	**19**	**3,56,506**	**92**	**8,98,41,609**	**100.000**

(b) Votes '**INVALID**'

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	**0**	**0**

Based on the Consolidated Scrutinizer Report, the resolution at item No. 6 stands passed as an **ORDINARY RESOLUTION** with requisite majority.

FABINDIA LIMITED New Delhi

(vii) Item No. 7

TO APPROVE RE-APPOINTMENT OF MS. POOJA KOTHARI (DIN: 02292177) AS AN INDEPENDENT DIRECTOR OF THE COMPANY (SPECIAL RESOLUTION):

(a) Votes **'VALID'** FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	74	11,95,91,663	19	3,56,506	93	11,99,48,169	100%
Against	0	0	0	0	0	0	0%
Total	**74**	**11,95,91,663**	**19**	**3,56,506**	**93**	**11,99,48,169**	**100.000**

(b) Votes **'INVALID'**

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	**0**	**0**

Based on the Consolidated Scrutinizer Report, the resolution at item No. 7 stands passed as a **SPECIAL RESOLUTION** with requisite majority.

(viii) Item No. 8

TO APPROVE PAYMENT OF REMUNERATION TO MS. POOJA KOTHARI, INDEPENDENT DIRECTOR OF THE COMPANY (SPECIAL RESOLUTION):

(a) Votes **'VALID'** FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	74	11,95,91,663	19	3,56,506	93	11,99,48,169	100%
Against	0	0	0	0	0	0	0%
Total	**74**	**11,95,91,663**	**19**	**3,56,506**	**93**	**11,99,48,169**	**100.000**

FABINDIA LIMITED New Delhi

(b) Votes '**INVALID**'

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	**0**	**0**

Based on the Consolidated Scrutinizer Report, the resolution at item No. 8 stands passed as a **SPECIAL RESOLUTION** with requisite majority.

(ix) Item No. 9

TO APPROVE PAYMENT OF REMUNERATION TO MR. WILLIAM NANDA BISSELL, MANAGING DIRECTOR (SPECIAL RESOLUTION):

(a) Votes '**VALID**' FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	67	6,05,87,153	19	3,56,506	86	6,09,43,659	96.81%
Against	1	2008920	0	0	1	2008920	03.19%
Total	**68**	**6,25,96,073**	**19**	**3,56,506**	**87**	**6,29,52,579**	**100.000**

(b) Votes '**INVALID**'

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	**0**	**0**

Based on the Consolidated Scrutinizer Report, the resolution at item No. 9 stands passed as a **SPECIAL RESOLUTION** with requisite majority.

FABINDIA LIMITED New Delhi

(x) Item No. 10

TO APPROVE PAYMENT OF REMUNERATION TO MR. MUKESH KUMAR CHAUHAN, EXECUTIVE VICE CHAIRMAN & DIRECTOR (SPECIAL RESOLUTION):

(a) Votes **'VALID'** FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	72	11,73,41,633	19	3,56,506	91	11,76,98,139	98.32%
Against	1	20,08,920	0	0	1	20,08,920	1.68%
Total	**73**	**11,93,50,553**	**19**	**3,56,506**	**92**	**11,97,07,059**	**100.000**

(b) Votes **'INVALID'**

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	**0**	**0**

Based on the Consolidated Scrutinizer Report, the resolution at item No. 10 stands passed as a **SPECIAL RESOLUTION** with requisite majority.

All the Resolutions may be deemed to have been passed as on the date of the AGM i.e. September 26, 2025.

The declaration of the Results along with the Consolidated Scrutinizer's Report dated September 26, 2025 be placed on the website of the Company (www.fabindia.com) and NSDL (www.evoting.nsdl.com) and also be displayed at the Registered Office as well as the Corporate Office of the Company.

For **FABINDIA LIMITED**

FABINDIA LIMITED New Delhi

VIJAI KUMAR KAPOOR
CHAIRMAN OF THE MEETING
DIN: 01084371

Date: 26.09.2025
Place: New Delhi

Arun Kumar Gupta & Associates
COMPANY SECRETARIES

CONSOLIDATED SCRUTINIZER REPORT
[Pursuant to Section 108 of the Companies Act, 2013]

To,
The Chairman,
48th Annual General Meeting of the Shareholders
FABINDIA LIMITED
Plot No.10, Local Shopping Complex, Sector B Pocket-7, Vasant Kunj, New Delhi 110070

Re: Consolidated Scrutinizer's Report on remote e-voting and voting through Ballot paper during the 48th Annual General Meeting ("AGM") of the Members of FABINDIA LIMITED held on Friday, September 26, 2025 at Fabindia Limited, C-42, 2nd Floor, Gate No. 1, Okhla Industrial Area Phase II, New Delhi- 110020 at 11:30 A.M. (IST).

Dear Sir,

I, Arun Kumar Gupta, proprietor of M/s Arun Kumar Gupta & Associates, Company Secretaries, Delhi have been appointed by the Board of Directors of **FABINDIA LIMITED** ("the Company") as the Scrutinizer for the purpose of scrutinizing remote e-voting process and voting through Ballot paper at the 48th Annual General Meeting ("AGM") of the members of the Company held on Friday, September 26, 2025 at 11.30 A.M.(IST) at C-42, 2nd Floor, Gate No. 1, Okhla Industrial Area Phase II, New Delhi- 110020, in a fair and transparent manner and ascertaining the requisite majority on remote e-voting and voting through Ballot paper carried out, as per the provisions of the Companies Act, 2013 and applicable Rules, on the resolutions set out in Notice of the AGM dated August 19, 2025.

Accordingly, I submit the consolidated report, on completion of remote e-voting process and voting through Ballot paper, as under:

1. The Company has engaged the services of National Securities Depository Limited ("NSDL") as the Authorized Agency for extending the secured system of remote electronic voting to the shareholders of the Company.

2. The remote e-voting period remained open from Tuesday, September 23, 2025 [09:00 A.M. (IST)] to Thursday, September 25, 2025 [05:00 P.M. (IST)].

3. The cut-off date for the purpose of determining the entitlement for voting, by remote e-voting or voting through Ballot paper, on the proposed resolutions was Friday, September 19, 2025.

4. At the AGM, ballot box kept for polling was locked in my presence with due identification marks placed by me.

5. The locked ballot box was subsequently opened in my presence and Ballot papers were diligently scrutinized. The Ballot papers were reconciled with the records maintained by the Company and the authorizations.

6. The remote e-voting were unblocked on September 26, 2025, in the presence of two witnesses namely, (i) Mr. Aditya Garg, resident of 103, SKG Signature Home, Shanti Kunj Main, New Delhi 110070 and (ii) Ms. Sushmita Sabharwal, resident of 552, First Floor, Dr. Mukherjee Nagar, Delhi-110009, who are not in the employment of the Company.

7. Thereafter, the details containing, inter alia, the information about equity shareholders voting 'For' and 'Against' the resolutions, were generated from the e-voting website of NSDL. After counting the votes casted by the members present at the AGM, through ballot paper and the votes casted through e-voting, the consolidated report on the result of voting on each resolutions are given hereunder:

(i) Item No. 1

TO RECEIVE, APPROVE AND ADOPT THE AUDITED STANDALONE FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025 TOGETHER WITH AUDITORS' REPORT AND DIRECTORS' REPORT. (ORDINARY RESOLUTION)

(a) Votes **'VALID'** FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	74	119591663	19	356506	93	119948169	100%
Against	0	0	0	0	0	0	0%
Total	74	119591663	19	356506	93	119948169	**100%**

(b) Votes **'INVALID'**

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	**0**	**0**

The resolution stands passed as an Ordinary resolution under remote e-voting and voting through Ballot Paper at the AGM with requisite majority.

Item No. 2

TO RECEIVE, APPROVE AND ADOPT THE AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025 TOGETHER WITH AUDITORS' REPORT OF THE COMPANY. (ORDINARY RESOLUTION)

(a) Votes **'VALID'** FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	74	119591663	19	356506	93	119948169	100%
Against	0	0	0	0	0	0	0%
Total	74	119591663	19	356506	93	119948169	**100%**

(b) Votes **'INVALID'**

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	**0**	**0**

The resolution stands passed as an Ordinary resolution under remote e-voting and voting through Ballot Paper at the AGM with requisite majority.

Item No. 3

TO DECLARE DIVIDEND. (ORDINARY RESOLUTION)

(a) Votes **'VALID'** FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	74	119591663	19	356506	93	119948169	100%
Against	0	0	0	0	0	0	0%
Total	74	119591663	19	356506	93	119948169	**100%**

(b) Votes **'INVALID'**

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	**0**	**0**

The resolution stands passed as an Ordinary resolution under remote e-voting and voting through Ballot Paper at the AGM with requisite majority.

Item No. 4

TO APPOINT A DIRECTOR IN PLACE OF MR. NIKHIL KHERA (DIN: 09298685), WHO RETIRES BY ROTATION AND, BEING ELIGIBLE, OFFERS HIMERSELF FOR RE-APPOINTMENT. (ORDINARY RESOLUTION)

(a) Votes **'VALID'** FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	71	110380223	19	356506	90	110736729	100%
Against	0	0	0	0	0	0	0%
Total	71	110380223	19	356506	90	110736729	**100%**

(b) Votes **'INVALID'**

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	**0**	**0**

The resolution stands passed as an Ordinary resolution under remote e-voting and voting through Ballot Paper at the AGM with requisite majority.

Item No. 5

TO APPOINT A DIRECTOR IN PLACE OF MS. MONSOON LATANE BISSELL (DIN: 02705935), WHO RETIRES BY ROTATION AND, BEING ELIGIBLE, OFFERS HERSELF FOR RE-APPOINTMENT (ORDINARY RESOLUTION)

(a) Votes **'VALID'** FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	71	64164953	19	356506	90	64521459	100%
Against	0	0	0	0	0	0	0%
Total	71	64164953	19	356506	90	64521459	**100%**

(b) Votes **'INVALID'**

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	**0**	**0**

The resolution stands passed as an Ordinary resolution under remote e-voting and voting through Ballot Paper at the AGM with requisite majority.

Item No. 6

TO APPOINT MR. LAKSHMINARAYANA KOLLENGODE RAMANATHAN (DIN: 06365409) AS THE INVESTOR NOMINEE DIRECTOR OF THE COMPANY (ORDINARY RESOLUTION)

(a) Votes **'VALID'** FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	73	89485103	19	356506	92	89841609	100%
Against	0	0	0	0	0	0	0%
Total	73	89485103	19	356506	92	89841609	**100%**

(b) Votes **'INVALID'**

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	**0**	**0**

The resolution stands passed as a Ordinary resolution under remote e-voting and voting through Ballot Paper at the AGM with requisite majority.

Item No. 7

TO APPROVE RE-APPOINTMENT OF MS. POOJA KOTHARI (DIN: 02292177) AS AN INDEPENDENT DIRECTOR OF THE COMPANY (SPECIAL RESOLUTION)

(a) Votes **'VALID'** FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	74	119591663	19	356506	93	119948169	100%
Against	0	0	0	0	0	0	0%
Total	74	119591663	19	356506	93	119948169	**100%**

(b) Votes **'INVALID'**

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	**0**	**0**

The resolution stands passed as a Special resolution under remote e-voting and voting through Ballot Paper at the AGM with requisite majority.

Item No. 8

TO APPROVE PAYMENT OF REMUNERATION TO MS. POOJA KOTHARI, INDEPENDENT DIRECTOR OF THE COMPANY (SPECIAL RESOLUTION)

(a) Votes **'VALID'** FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	74	119591663	19	356506	93	119948169	100%
Against	0	0	0	0	0	0	0%
Total	74	119591663	19	356506	93	119948169	**100%**

(b) Votes **'INVALID'**

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	**0**	**0**

The resolution stands passed as a Special resolution under remote e-voting and voting through Ballot Paper at the AGM with requisite majority.

Item No. 9

TO APPROVE PAYMENT OF REMUNERATION TO MR. WILLIAM NANDA BISSELL, MANAGING DIRECTOR (SPECIAL RESOLUTION)

(a) Votes **'VALID'** FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	67	60587153	19	356506	86	60943659	96.81%
Against	1	2008920	0	0	1	2008920	03.19%
Total	**68**	**62596073**	19	356506	**87**	**62952579**	**100%**

(b) Votes **'INVALID'**

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	**0**	**0**

The resolution stands passed as a Special resolution under remote e-voting and voting through Ballot Paper at the AGM with requisite majority.

Item No. 10

TO APPROVE PAYMENT OF REMUNERATION TO MR. MUKESH KUMAR CHAUHAN, EXECUTIVE VICE CHAIRMAN & DIRECTOR (SPECIAL RESOLUTION)

(a) Votes **'VALID'** FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	72	117341633	19	356506	91	117698139	98.32%
Against	1	2008920	0	0	1	2008920	1.68%
Total	**73**	**119350553**	19	356506	**92**	**119707059**	**100%**

(b) Votes **'INVALID'**

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	**0**	**0**

The resolution stands passed as a Special resolution under remote e-voting and voting through Ballot Paper at the AGM with requisite majority.

The electronic records and relevant records relating to remote e-voting and voting through Ballot Paper at the AGM shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid AGM and thereafter the same will be handed over to the Chairman for safe keeping.

Thanking You,

Yours faithfully

For **ARUN KUMAR GUPTA & ASSOCIATES**
COMPANY SECRETARIES

Arun Kumar Gupta

Digitally signed by Arun Kumar Gupta
Date: 2025.09.26 17:59:23 +05'30'

(ARUN KUMAR GUPTA)
FCS-5551, CP-5086
Peer Review Cer. No. 1658 /2022
UDIN:- F005551G001358573

Date: 26.09.2025
Place: Delhi

Counter-signed by _____
(Chairman or any other person
Authorised by the Chairman of
the Company)