



9<sup>th</sup> February 2026

To,

<b>National Stock Exchange of India Ltd.</b> Exchange Plaza, Block G, C/1, Bandra Kurla Complex, Bandra (E), Mumbai – 400051  Symbol: SAPPHIRE	<b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001  Scrip Code: 543397
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**Subject: Outcome / Result of Postal Ballot (E-Voting) Result as per Regulation 44 (3) of SEBI (Listing Obligations and Disclosures Requirement), Regulation 2015**

Dear Sir / Madam,

This has a reference to our letter dated 9<sup>th</sup> January 2026, with regards to intimation of Notice of Postal Ballot dated 1<sup>st</sup> January 2026 along with the Explanatory Statement seeking approval of the members of the Company to transact the Special Business, as set out in the said Notice of Postal Ballot:

<b>Item. No.</b>	<b>Special Business Matter</b>	<b>Type of Resolution</b>
1.	To approve Shifting of Registered Office of the Company from the 'State of Maharashtra' to the 'State of Haryana' and consequential amendment in Clause II of the Memorandum of Association of the Company	Special Resolution

In terms of Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we wish to inform that the above mentioned resolution have been passed by the Members of the Company with requisite majority. The aforesaid resolution is deemed to have been passed effectively on 8<sup>th</sup> February 2026, being the last date for remote e-voting as specified in the Notice of Postal Ballot.

Please find enclosed herewith e-voting results as prescribed under Regulation 44(3) of SEBI Listing Regulations along with Scrutinizer's Report. The same is also hosted on the Company's website at [www.sapphiresfoods.in](http://www.sapphiresfoods.in).

This is for your information and appropriate dissemination.

Thanking You,

Yours sincerely,

**For Sapphire Foods India Limited**



**Sachin Dudam**

**Company Secretary & Compliance Officer**



<b>Date of the AGM / EGM</b>	Not Applicable (Resolutions passed through Postal Ballot on 8 <sup>th</sup> February 2026)
<b>Total number of shareholders as on the record date</b>	53,998
<b>No. of shareholders present in the meeting either in person or through proxy:</b>  <ul style="list-style-type: none"> <li>• Promoters and Promoter group</li> <li>• Public</li> </ul>	Not Applicable
<b>No. of shareholders attended the meeting through Video Conferencing:</b>  <ul style="list-style-type: none"> <li>• Promoters and Promoter group</li> <li>• Public</li> </ul>	Not Applicable

Sapphire Foods India Limited								
Resolution Required :Special			1 - To approve Shifting of Registered Office of the Company from the 'State of Maharashtra' to the 'State of Haryana' and consequential amendment in Clause II of the Memorandum of Association of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held		% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100
Promoter and Promoter Group	E-Voting	83778225	83778225	100.0000	83778225	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		83778225	100.0000	83778225	0	100.0000	0.0000
Public Institutions	E-Voting	213646568	190342429	89.0922	190342429	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		190342429	89.0922	190342429	0	100.0000	0.0000
Public Non Institutions	E-Voting	23958112	51789	0.2162	48957	2832	94.5317	5.4683
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		51789	0.2162	48957	2832	94.5317	5.4683
Total		321382905	274172443	85.3102	274169611	2832	99.9990	0.0010

**SCRUTINIZERS' REPORT**

**ON**

**POSTAL BALLOT**

**OF**

**SAPPHIRE FOODS INDIA LIMITED**

# Alwyn D'Souza & Co.

Company Secretaries

[Firm Registration No: S2003MH061200] [Peer Review Certificate No.5936/2024]

Annex-103, Dimple Arcade, Asha Nagar, Kandivali (East), Mumbai 400101.

Branch Office: B-002, Gr. Floor, Shreepati-2, Royal Complex, Behind Olympia Tower,

Mira Road (East), Thane-401107; Tel: 022-79629822; Mob: 09820465195;

E-mail: [alwyn@alwynjay.com](mailto:alwyn@alwynjay.com) ; Website : [www.alwynjay.com](http://www.alwynjay.com)

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## SCRUTINIZERS' REPORT

To

The Chairman / Company Secretary

**Sapphire Foods India Limited**

702, Prism Tower, A Wing, Mindspace, Link Road,

Goregaon (West), Mumbai - 400062.

**Scrutinizers Report on Postal Ballot voting including voting by electronic means in respect of passing resolutions contained in the Notice dated 1<sup>st</sup> January 2026**

Dear Sir,

**REG: SCRUTINIZER'S REPORT**



I, **Alwyn D'Souza** of Alwyn D'Souza & Co, Company Secretaries appointed as Scrutinizer by the Board of Directors of **Sapphire Foods India Limited** for the purpose of scrutinizing the Postal Ballot including voting by electronic means for seeking members assent/dissent on the resolution as specified in the Postal Ballot Notice dated 1<sup>st</sup> January 2026.

I have carried out the work as Scrutinizer from the close of the remote e-voting period i.e., 5:00 P. M. IST on Sunday, 8<sup>th</sup> February 2026.

The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and Rules made thereunder and the various circulars issued by the Ministry of Corporate Affairs, Government of India and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges, relating to postal ballot including voting by electronic means.

My responsibility as the scrutinizer is restricted to make a scrutinizer report of the votes cast in favour / against on the resolution contained in the Postal Ballot Notice dated 1<sup>st</sup> January 2026 based on the reports generated from the e-voting system provided by the MUFG Intime India Private Limited ("MUFG Intime"), the authorised

agency to provide remote e-voting facilities, engaged by the Company for the purpose.

I submit my report as under:

1. The Postal Ballot is held in compliance with the provisions of Section 110 read with Section 108 and all other applicable provisions, if any, of the Companies Act, 2013 including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereof for the time being in force ("the Act"), read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended ("Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), read with General Circular No. 14/2020 dated April 8, 2020; General Circular No. 17/2020 dated April 13, 2020; and other relevant circulars, including General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars"), Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India and any other applicable laws, rules and regulations (including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereof, for the time being in force) for seeking assent/dissent on the resolution as set out hereunder.
2. In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "LODR Regulations") and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. In compliance with the MCA Circulars, the postal ballot notice and instructions for e-voting are being sent only through electronic mode to those Members whose email addresses are registered with the Company/depository participant(s).
3. The Company has on 9<sup>th</sup> January 2026 sent Postal Ballot Notice through electronic mode to the Members whose e-mail ids were registered with the Company, Share Transfer Agents (STA), Central Depository Services (India) Limited ("CDSL")/ National Securities Depository Limited (NSDL) as on Friday, 2nd January 2026. The hard copy of the Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelope was not sent to the Members for the Postal Ballot in accordance with the requirements specified under the MCA Circulars.
4. As stated in Sub-rule 3 of Rule 22 of Companies (Management and Administration) Rules, 2014, as amended, advertisements were published by the Company in 'Business Standard', ('English Newspaper') & 'Navshakti' ('Marathi Newspaper') on 10<sup>th</sup> January 2026 informing about the completion

of dispatch of Postal Ballot notices/ forms, to the Members along with other related matters mentioned therein.

5. The Remote e-voting facility was provided by MUFG Intime India Private Limited ("MUFG Intime"). The Postal Ballot remote e-voting period commenced on Saturday, 10<sup>th</sup> January 2026 (9:00 a.m. IST) and ended on Sunday, 8<sup>th</sup> February 2026 (5:00 p.m. IST).
6. After the time fixed for closing of the e-voting the votes were unblocked on Sunday, 8<sup>th</sup> February 2026 at 5.06 p.m IST in the presence of two witnesses who are not in the employment of the Company, on the e-voting website of MUFG Intime (<https://instavote.linkintime.co.in>) and a final electronic report was generated by me. The data generated was diligently scrutinized.
7. The data for the purpose of verification of the number of shares was taken as of Friday, 2<sup>nd</sup> January 2026 which was the relevant date (cut-off date), fixed for determining voting rights of the Members entitled to participate in the voting process.
8. This report is based on vote cast through e-voting, which was downloaded from the website <https://instavote.linkintime.co.in>
9. The results of the remote e-voting in respect to the resolution contained in the Postal Ballot Notice dated 1<sup>st</sup> January 2026 is as under:

#### RESOLUTION NO. 1: SPECIAL RESOLUTION

To approve Shifting of Registered Office of the Company from the 'State of Maharashtra' to the 'State of Haryana' and consequential amendment in Clause II of the Memorandum of Association of the Company

- (i) Voted *in favour* of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
311	27,41,69,611	99.999

(ii) Voted *against* the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
18	2,832	0.001

(iii) *Invalid/Abstain* votes:

Number of members whose votes were declared invalid/abstain	Number of invalid/abstain votes cast by them
0	0

Based on the foregoing, the above Resolution is passed with requisite majority.

The relevant records relating to the e-voting shall remain in my safe custody and will be handed over to the Company Secretary for preserving safely after the consideration of results and the Chairman approves and signs the Minutes.

For **Alwyn D'Souza & Co.**  
Company Secretaries



Alwyn D'Souza  
Proprietor  
FCS No.5559, CP No.5137  
[UDIN: F005559G003900967]

Place: Mumbai  
Date: 9<sup>th</sup> February 2026

We the undersigned witnesseth that the votes were unblocked from the e-voting website of the MUFG Intime India Private Limited (<https://instavote.linkintime.co.in>) in our presence at 5.06 p.m IST on 8<sup>th</sup> February 2026.



Edlon Dsouza

B/508, Shree Girnar Tower CHSL  
Saibaba Nagar,  
Mira Road East, Thane 401107

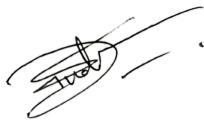


Krishnakant Adagale

Row House No.18,  
Mansi Row Co.op Hsg Soc Ltd  
Kashigaon, Mira Road East,  
Thane 401107

Countersigned by:

For **Sapphire Foods India Limited**



Sachin Dudam  
Company Secretary and Compliance Officer  
Membership No. A31812

Place :Mumbai  
Date: 9<sup>th</sup> February 2026