

KAL/COR/BSE/09/2026

March 14, 2026

To,
The Manager – Listing Department
Dept. of Corporate Services,
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.
BSE Scrip Code: 530163

Sub.: Voting Results and Scrutinizers' report for the Extra Ordinary General Meeting ("EGM") of the Company held on 14th March 2026.

Ref.: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

In compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing the details of the voting results (remote e-voting and e-voting at the EGM) on all the resolutions as set out in the Notice of EGM along with the Scrutinizer's Report for your reference.

The consolidated Scrutinizer's Report can also be accessed on the website of the Company at www.keralaayurveda.biz

We request you to please take the same on record.

Thanking you,
For Kerala Ayurveda Limited



George K T
Chief Financial Officer



Registered Office:
Kerala Ayurveda Limited (An ISO 9001:2015 Certified Company)
XV/551, Athani, Nedumbassery,
Ernakulam, Kerala, 683585.
CIN:L24233KL1992PLC006592
Ph: +91 484 2476301/2/3/4

Corporate Office:
Kerala Ayurveda Limited (An ISO 9001:2015 Certified Company)
12th Floor, Tower A, Summit @ Brigade Metropolis
B-9, ITPL Main Road,
Garudacharpalya, Bengaluru, 560048
Ph: +91- 080-43760897

General information about company

Scrip code	530163
NSE Symbol	
MSEI Symbol	
ISIN	INE817B01025
Name of the company	KERALA AYURVEDA LTD
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	14-03-2026
Start time of the meeting	11:00 AM
End time of the meeting	11:10 AM

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Consider and approve the issuance of equity shares on preferential basis				
Category	Mode of voting	No. of shares held	No. of votes polled	% 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	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3997026	3997026	100	3997026	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		3997026	3997026	100	3997026	0	100
Public- Institutions	E-Voting	52101	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		52101	0	0	0	0	0
Public- Non Institutions	E-Voting	8011071	641375	8.0061	641353	22	99.9966	0.0034
	Poll							
	Postal Ballot (if applicable)							
	Total		8011071	641375	8.0061	641353	22	99.9966
Total		12060198	4638401	38.4604	4638379	22	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution.								

Resolution(2)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Consider and approve the issuance on equity share to the share holders of Ayurvedagru heritage wellness				
Category	Mode of voting	No. of shares held	No. of votes polled	% 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	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3997026	3997026	100	3997026	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		3997026	3997026	100	3997026	0	100
Public-Institutions	E-Voting	52101	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		52101	0	0	0	0	0
Public- Non Institutions	E-Voting	8011071	641375	8.0061	641353	22	99.9966	0.0034
	Poll							
	Postal Ballot (if applicable)							
	Total		8011071	641375	8.0061	641353	22	99.9966
Total		12060198	4638401	38.4604	4638379	22	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution.								

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Consider and Approve Kerala Ayurveda Employees Stock unit plan (ESOP 23)				
Category	Mode of voting	No. of shares held	No. of votes polled	% 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	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3997026	3997026	100	3997026	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		3997026	3997026	100	3997026	0	100
Public- Institutions	E-Voting	52101	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		52101	0	0	0	0	0
Public- Non Institutions	E-Voting	8011071	641375	8.0061	641323	52	99.9919	0.0081
	Poll							
	Postal Ballot (if applicable)							
	Total		8011071	641375	8.0061	641323	52	99.9919
Total		12060198	4638401	38.4604	4638349	52	99.9989	0.0011
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

To,
The Chairman,
Kerala Ayurveda Limited (“KAL” or “the Company”)
CIN: L24233KL1992PLC006592
XV/ 551, Nedumbassery,
Athani (Ernakulam), Ernakulam,
Aluva, Kerala, India, 683585.

Dear Sir,

Sub.: Consolidated Scrutinizer’s Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 at the (02/2025-26) Extra-Ordinary General Meeting of Kerala Ayurveda Limited held on Saturday, March 14, 2026 at 11:00 A.M. (IST) through video conferencing (‘VC’) / other audio visual means (‘OVAM’)

I, Pramod S M (Membership No. FCS: 7834/ CP: 13784), Designated Partner of BMP & Co. LLP, Practicing Company Secretaries, Bangalore had been appointed as the Scrutinizer by the Board of Directors of Kerala Ayurveda Limited to scrutinize the remote e-voting process in respect of below mentioned resolutions proposed in the (02/2025-26) Extra-Ordinary General Meeting (“EGM”) of Kerala Ayurveda Limited (“Company”) held on Saturday, March 14, 2026 at 11:00 A.M. (IST) through VC / other OVAM and also scrutinize the e-voting process during the said EGM pursuant to Section 108 of the Companies Act, 2013 (“the Act”) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), General Circular No. 14/2020 dated 8th April 2020, General Circular No.17/2020 dated 13th April 2020, followed by General Circular No. 20/2020 dated 5th May, 2020, General Circular 22/2020 dated 15th June 2020, General Circular No. 33/2020 dated 28th September 2020, General Circular No. 39/2020 dated 31st December 2020, General Circular no. 21/2021 dated December 14, 2021, General Circular No. 02/2021 dated 13th January 2021, General Circular No. 02/2022 dated 5th May 2022, General Circular No. 03/2022 dated 5th May 2022, General Circular No.11/2022 dated 28th December 2022, General Circular No 09/2023 dated 25th September 2023, General Circular No 09/2024 dated 19th September 2024, General Circular No 09/2024 dated 22nd September 2025 and all other relevant circulars issued from time to time (collectively referred to as “MCA Circulars”) and Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations, I submit my Report, as under:

1. The EGM notice dated February 12, 2026, as confirmed by the Company was sent to the shareholders on February 19, 2026, in respect of the below mentioned resolutions passed at the EGM, by the Company through electronic mode to those members whose email addresses were registered with the Company/ Depositories, in compliance with MCA Circulars. The EGM Notice is also available on the website of the Company at <https://keralaayurveda.biz/> and on the website of the stock exchange i.e. BSE Limited at <https://www.bseindia.com/> and shall also be available on the website of the CDSL website at www.evotingindia.com.
2. The Company had availed the e-voting facility offered by Central Depository Services (India) Ltd. (“CDSL”) for conducting remote e-voting by the shareholders of the Company.
3. The Shareholders of the Company holding shares as on the “cut-off” i.e. Saturday, 07th March 2026, were entitled to vote on the resolutions contained in the Notice of the EGM.
4. The remote e-voting commenced on Wednesday, 11 March 2026 at 9:00 a.m. (IST) and ended on Friday, 13 March 2026 at 5:00 p.m. (IST).
5. The Company had also provided remote e-voting facility to the shareholders present at the EGM through VC / OAVM and who had not cast their vote earlier.
6. All the data of remote e-voting i.e., the results of e-voting along with the list of shareholders who voted "For" and "Against" the Resolutions were downloaded from the e-voting portal of CDSL by unblocking the votes on March 14, 2026, at 11:33 a.m. in the presence of two witnesses, viz., Ms. Isha Shrotriya, No. 79/1, 4th Floor, Aishwarya Sampurna Apartment, Vani Vilas Road, Basavanagudi, Bangalore — 560004 and Ms. Hashvi Jain, No. 79/1, 4th Floor, Aishwarya Sampurna Apartment, Vani Vilas Road, Basavanagudi, Bangalore — 560004 who are not in employment of the Company.
7. The Management of the Company is responsible to ensure compliance with requirements of the Act and rules relating to remote e-voting prior and during the EGM on the resolutions contained in the notice of the EGM. My responsibility as scrutinizer for the remote e-voting and e-voting during the EGM is restricted to making scrutinizers report of the votes cast in favour or against the resolutions.
8. Considering the above, I now submit my consolidated Report as under, on the result of the remote e-voting and e-voting during EGM in respect of the said resolutions:

RESOLUTION NO. 1 – SPECIAL RESOLUTION:

TO CONSIDER AND APPROVE THE ISSUANCE OF 6,30,000 EQUITY SHARES ON PREFERENTIAL BASIS TO KATRA HOLDING PRIVATE LIMITED, PROMOTER GROUP, BY PARTIALLY ADJUSTING THE EXISTING UNSECURED LOAN OF THE COMPANY.

(i) Voted “*in Favour*” of the resolution.

Particulars	Total Number of members exercised their votes	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote E- voting	53	4638341	99.9987
E-voting during EGM	9	38	0.0008
Total	62	4638379	99.9995

(ii) Voted “*against*” the resolution

Particulars	Total Number of members exercised their votes	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote E- voting	3	22	0.0005
E-voting during EGM	0	0	0
Total	3	22	0.0005

(iii) *Invalid Votes*

Particulars	Total Number of members exercised their votes	Total number of votes cast by them (shares)
Remote E- voting	0	0
E-voting during EGM	0	0
Total	0	0

(iv) *Abstained Votes*

Particulars	Total Number of members exercised their votes	Total number of votes not cast by them(shares)
Remote E- voting	0	0
E-voting during EGM	0	0
Total	0	0

RESOLUTION NO. 2 – SPECIAL RESOLUTION:

TO CONSIDER AND APPROVE THE ISSUANCE OF 3,04,887 EQUITY SHARES TO THE SHAREHOLDERS OF AYURVEDAGRAM HERITAGE WELLNESS CENTRE PRIVATE LIMITED, A SUBSIDIARY OF THE COMPANY, THROUGH SWAP OF SHARES.

(i) Voted “*in Favour*” of the resolution

Particulars	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote E- voting	53	4638341	99.9987
E-voting during EGM	9	38	0.0008
Total	62	4638379	99.9995

(ii) Voted “*against*” the resolution

Particulars	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote E- voting	3	22	0.0005
E-voting during EGM	0	0	0
Total	3	22	0.0005

(iii) *Invalid Votes*

Particulars	Total Number of members exercised their votes	Total number of votes cast by them (shares)
Remote E- voting	0	0
E-voting during EGM	0	0
Total	0	0

(iv) *Abstained Votes*

Particulars	Total Number of members exercised their votes	Total number of votes not cast by them (shares)
Remote E- voting	0	0
E-voting during EGM	0	0
Total	0	0

RESOLUTION NO. 3 – SPECIAL RESOLUTION:

TO CONSIDER AND APPROVE AMENDMENT OF KERALA AYURVEDA EMPLOYEE RESTRICTED STOCK UNIT PLAN, 2023 (“ESOP 2023”) OF THE COMPANY.

(i) Voted “*in Favour*” of the resolution

Particulars	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote E- voting*	53	4638341	99.9987
E-voting during EGM	8	8	0.0002
Total	61	4638349	99.9989

(ii) Voted “*against*” the resolution

Particulars	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote E- voting	3	22	0.0005
E-voting during EGM	1	30	0.0006
Total	4	52	0.0011

(iii) *Invalid Votes*

Particulars	Total Number of members exercised their votes	Total number of votes cast by them (shares)
Remote E- voting	0	0
E-voting during EGM	0	0
Total	0	0

(iv) *Abstained Votes*

Particulars	Total Number of members exercised their votes	Total number of votes not cast by them (shares)
Remote E- voting	0	0
E-voting during EGM	0	0
Total	0	0




BMP & Co.

COMPANY SECRETARIES
BENGALURU | MUMBAI | DELHI/CHENNAI

For BMP & Co. LLP
Company Secretaries




CS Pramod S M
Designated Partner

FCS No.: 7834; CP No.: 13784
UDIN: F007834G004067615

Place: Bangalore
Date: 14th March 2026

The final analysis of the e-voting is annexed herewith as *Annexure A*. The Register, all other papers and relevant records relating to remote e-voting shall remain in our safe custody until the chairman considers, approves, and signs the minutes and thereafter the same would be handed over to the Chief Financial Officer of the Company for the safe keeping.

We, the undersigned, witness that the votes were unblocked from the e-voting website of CDSL, in our presence.

Isha Shrotriya

Address: No. 79/1, 4th Floor, Aishwarya
Sampurna Apartment, Vani Vilas Road,
Basavanagudi, Bangalore — 560004

Hashvi Jain

Address: No. 79/1, 4th Floor,
Aishwarya Sampurna Apartment, Vani
Vilas Road, Basavanagudi, Bangalore
— 560004

Countersigned by CFO
(Authorised by the Chairman and Board of Directors)

George K T

Chief Financial Officer

Address: XV/ 551, Nedumbassery,
Athani (Ernakulam), Ernakulam,
Aluva, Kerala, India, 683585

BMP & Co. LLP

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4th Floor, Aishwarya Sampurna, No. 79/1, Vani Vilas Road, Basavanagudi, Bengaluru - 560 004, Karnataka.

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Annexure A

THE FINAL ANALYSIS OF THE E-VOTING IS AS FOLLOWS:

Sl. No.	Resolution	Remote E-Voting		E-Voting during EGM		Percentage		Result
		For	Against	For	Against	For	Against	
1	To consider and approve the issuance of 6,30,000 equity shares on preferential basis to Katra Holding Private Limited, promoter group, by partially adjusting the existing unsecured loan of the company.	4638341	22	38	0	99.9995	0.0005	Approved as a Special Resolution
2	To consider and approve the issuance of 3,04,887 equity shares to the shareholders of Ayurvedagram Heritage Wellness Centre Private Limited, a subsidiary of the company, through swap of shares.	4638341	22	38	0	99.9995	0.0005	Approved as a Special Resolution
3	To consider and approve amendment of Kerala Ayurveda Employee Restricted Stock Unit Plan, 2023 (“ESOP 2023”) of the company.	4638341	22	8	30	99.9989	0.00011	Approved as a Special Resolution