

VISHAL MEGA MART LIMITED

(Formerly known as Vishal Mega Mart Private Limited)

Corporate & Regd. Office: 5th Floor, Platinum Tower, Plot No. 184

Udyog Vihar, Phase – 1, Gurugram, Haryana-122016, India.

Phone: +91-124-4980000 Fax: +91-124-4980001

Email: secretarial@vishalwholesale.co.in, Website: www.aboutvishal.com



CIN: L51909HR2018PLC073282

Date: December 18, 2025

To National Stock Exchange of India Ltd., Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 NSE Scrip Symbol: VMM	To BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001 Scrip Code: 544307
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Dear Sir/ Madam,

Subject: Intimation under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Voting Results of the Postal Ballot

We refer to our letter dated November 17, 2025, pertaining to the Postal Ballot Notice dated November 17, 2025, for seeking the approval of the Members of the Company on the following Resolutions by way of remote e-voting facility:

Sl. No.	Particulars	Type of Resolution
1	To appoint Mr. Vageesh Gupta (DIN: 07837351), as Director (Non-Executive, Non-Independent)	Ordinary Resolution
2	To appoint Mr. Yogesh Yadav (DIN: 06788269) as an Independent Director	Special Resolution

In this regard, please find enclosed the following:

Sr. No.	Particulars	Annexures
1	Report of the Scrutinizer dated December 18, 2025, pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration), Rules, 2014	Annexure – A
2	Voting Results of Postal Ballot through remote e-voting pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Annexure - B
3	Proceedings of Postal Ballot	Annexure - C

The resolution set out in the Postal Ballot Notice has been approved by the members with a requisite majority and shall be deemed to have been passed on December 17, 2025, being the last date of e- voting.

The above information is being available on the website of the Company at <https://aboutvishal.com/>.

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Thanking you.

For Vishal Mega Mart Limited

Rahul Luthra

Company Secretary & Compliance Officer

ICSI Membership No: F9588

Encl: As above

SCRUTINIZER'S REPORT

To

Vishal Mega Mart Limited
(Formerly known as Vishal Mega Mart Private Limited)
(CIN: L51909HR2018PLC073282)
 Plot No. 184, Fifth Floor, Platinum Tower,
 Udyog Vihar, Phase-1, Gurugram
 Haryana - 122016, India

Sub: Scrutinizer's Report on Postal Ballot by way of remote e-voting ("e-voting") conducted in terms of Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time in respect of passing of the resolutions contained in the Notice dated November 17, 2025

Dear Sir,

I, Shashikant Tiwari, Partner of M/s. Chandrasekaran Associates, Practicing Company Secretaries having office at 11F, Pocket IV, Mayur Vihar, Phase-1, New Delhi-110091, was appointed as Scrutinizer by the Board of Directors of Vishal Mega Mart Limited ("**Company**") for scrutinizing the postal ballot by way of e-voting means in respect of passing of the resolutions contained in the Postal ballot Notice dated November 17, 2025 ("**Notice**") in a fair and transparent manner.

I submit my report as under:

1. The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the rules made thereunder including General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 09/2024 dated September 19, 2024 as extended from time to time and last extended vide General Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs, Government of India ("**the MCA Circulars**") (ii) Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") and (iii) Secretarial Standards issued by the Institute of Company Secretaries of India on General Meetings ("**SS-2**") relating to postal ballot by way of e-voting means.
2. My responsibility as scrutinizer is restricted to prepare a scrutinizer's report of the votes cast by the members for the resolutions contained in the Notice, based on the data downloaded from the website of National Securities Depository Limited ("**NSDL**"), i.e. www.evoting.nsdl.com, authorised agency engaged by the Company to provide e-voting facilities till the time fixed for closing of the voting process i.e. Wednesday, December 17, 2025 at 05:00 P.M. (IST).
3. The Members of the Company as on the "**cut-off date**" i.e. Friday, November 07, 2025, were entitled to vote on the proposed resolutions to be passed through postal ballot by way of e-voting means as set-out in the Notice of Postal Ballot and their



shareholding as on cut-off date has been reckoned for the purpose of arriving at the results of the postal ballot.

4. The e-voting period remained open from Tuesday, November 18, 2025 at 09:00 A.M. (IST) and shall end on Wednesday, December 17, 2025, at 05:00 P.M. (IST).
5. On Monday, November 17, 2025, the Company had completed the dispatch of Postal Ballot notice to those Members whose name(s) appeared in the Register of Members/ List of beneficial owners as on the cut-off date i.e. Friday, November 07, 2025, received from Depositories i.e. National Securities Depository Limited ("**NSDL**"), Central Depository Services (India) Limited ("**CDSL**"), Registrars and Share Transfer Agent of the Company ("**RTA**") and whose e-mail id's were registered with the Depositories or with RTA. Pursuant to the MCA Circulars, the Company had dispatched the notice through e-mails only. The Company has not dispatched the postal ballot notice to those members whose e-mail IDs were not registered with the Company and/or Depositories.

However, the Company had also given an option in the Postal Ballot Notice, which was uploaded on the website of the Company (www.aboutvishal.com), NSDL (www.evoting.nsdl.com), BSE Limited (www.bseindia.com) and National Stock Exchange of India Limited (www.nseindia.com) and also published by way of newspaper advertisements dated November 18, 2025 in "**Financial Express**" (English) and "**Jansatta**" (Hindi), to the members to register their e-mail id's with the Company and/ or their depository participants.

6. In view of relaxation given by Ministry of Corporate Affairs and Securities and Exchange Board of India, the Company has not dispatched physical ballot, accordingly, voting done through e-voting means only was considered for this report.
7. As per rule 20 read with rule 22 of the Companies (Management and Administration) Rules, 2014, the MCA Circulars and Listing Regulations, as amended, Newspaper Advertisements with respect to Postal Ballot Notice were published by the Company in "**Financial Express**" (English) and "**Jansatta**" (Hindi) on Tuesday, November 18, 2025 informing about the completion of dispatch of Postal Ballot notice to those Members who registered their e-mail id's with the depositories or with RTA of the Company along with other related matters mentioned therein.
8. I had monitored the process of e-voting through the scrutinizer's secured link provided by NSDL through its designated website.
9. After completion of e-voting, votes cast by the Members, were unblocked on Wednesday, December 17, 2025 at 5:12 P.M. (IST) in the presence of two witnesses, Mr. Mohit Varshney and Ms. Mansi Saxena who are not in the employment of the Company.
10. The particulars of report downloaded from the website of NSDL have been entered in a separate register maintained for the purpose of Postal Ballot.
11. Votes casted by the members through e-voting were reconciled with the records maintained by the RTA of the Company and authorizations lodged with the Company.
12. This report is based on votes casted through e-voting, which was downloaded from the website of NSDL i.e. www.evoting.nsdl.com.
13. After ascertaining the votes casted by e-voting, I hereby submit the result as under:



ITEM NO. 1: TO APPOINT MR. VAGEESH GUPTA (DIN: 07837351), AS DIRECTOR (NON-EXECUTIVE, NON-INDEPENDENT) (ORDINARY RESOLUTION)

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the 'Act') and the Rules made thereunder, applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') (in each case including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force), the Articles of Association of the Company, Nomination & Remuneration Policy of the Company, recommendations of the Nomination & Remuneration Committee and the Board of Directors of the Company, Mr. Vageesh Gupta (DIN: 07837351), who was appointed as an Additional Director (in the category of Non-Executive, Non-Independent Director) of the Company on November 13, 2025 and who holds office as such upto the date of next General Meeting of the Company or upto three months from the date of appointment, whichever is earlier, in terms of Section 161 of the Act read with SEBI Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member signifying his intention to propose him as a candidate for the office of the Director and being eligible for appointment under the provisions of the Act and the Rules framed thereunder and the SEBI Listing Regulations, be and is hereby appointed as a Director (Non-Executive, Non-Independent) of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof), be and is hereby authorized to do all such acts, deeds and things as it may consider necessary, expedient or desirable, including delegate all or any of its powers herein to any person, to give effect to the above resolution."

(i) Voted in favour of and against the resolution:

Particulars	REMOTE E-VOTING			% of total number of valid votes cast
	Number of member(s) voted	No of shares held by members who voted	Votes cast by them ("Valid Votes")	
Favour	2228	4164769843	4146544420	99.1595
Against	151	48612802	35148697	0.8405
Total	2379	4213382645	4181693117	100.00

**Note: 7 (Seven) members holding 27192274 equity shares have partially exercised the votes for 13464105 equity shares in favour and for 13728169 equity shares in against of the resolution and such members are counted twice for the purpose of result.*

(ii) Invalid votes:



Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

ITEM NO. 2: TO APPOINT MR. YOGESH YADAV (DIN: 06788269) AS AN INDEPENDENT DIRECTOR (SPECIAL RESOLUTION)

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ('the 'Act') and the Rules made thereunder, applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') (in each case including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force), the Articles of Association of the Company, Nomination & Remuneration Policy of the Company, recommendations of the Nomination & Remuneration Committee and the Board of Directors of the Company, Mr. Yogesh Yadav (DIN: 06788269), who was appointed as an Additional Director (in the category of Independent Director) of the Company on November 13, 2025 and who holds office as such upto the date of next General Meeting of the Company or upto three months from the date of appointment, whichever is earlier in terms of Section 161 of the Act read with SEBI Listing Regulations and who has submitted a declaration that he meets the criteria of independence as provided under the Act and SEBI Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director of the Company and being eligible for appointment under the provisions of the Act and the Rules framed thereunder and the SEBI Listing Regulations, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years w.e.f. November 13, 2025 till November 12, 2030.

RESOLVED FURTHER THAT pursuant to the provisions of the Companies Act, 2013 read with the SEBI Listing Regulations, Mr. Yogesh Yadav (DIN: 06788269) be and is hereby entitled to receive Sitting Fee for attending the meetings of Board/Committee(s) of Board and Commission as set out in the explanatory statement.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof), be and is hereby authorized to do all such acts, deeds and things as it may consider necessary, expedient or desirable, including delegate all or any of its powers herein to any person, to give effect to the above resolution."

(i) Voted in favour of and against the resolution:

Particulars	REMOTE E-VOTING			% of total number of valid votes cast
	Number of member(s) voted	No of shares held by members who voted	Votes cast by them ("Valid Votes")	
Favour	2248	4179594253	4175096999	99.8422
Against	122	6600373	6600373	0.1578
Total	2370	4186194626	4181697372	100.00



(ii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Based on the aforesaid results, the resolutions as mentioned above have been passed with requisite majority. Therefore, the Chairperson or any other person authorized by her may accordingly declare the result of Postal Ballot process.

Thanking You,
Yours faithfully,

For Chandrasekaran Associates
Company Secretaries
FRN: P1988DE002500
Peer Review Certificate No.: 6689/2025




Shashikant Tiwari
Partner
Membership No.: F11919
Certificate of Practice No.: 13050
UDIN: F011919G002516025

Date: December 18, 2025
Place: New Delhi



Countersigned by:
For and on behalf of
Vishal Mega Mart Limited


Chairperson or person authorized by Chairperson

NAME: RAHUL LUTHRA
DESIGNATION: COMPANY SECRETARY &
COMPLIANCE OFFICER

Results of Postal Ballot**As per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Name of the Company	Vishal Mega Mart Limited
Date of Postal Ballot Notice	November 17, 2025
Voting Start Date	November 18, 2025 – 09:00 a.m. (IST)
Voting End Date	December 17, 2025 – 05:00 p.m. (IST)
Record date/cut-off date	November 07, 2025
Total number of Shareholders as on record date/cut-off date	6,68,029
No. of Members present in the meeting either in person or through proxy	
a) Promoters & Promoter Group	Not Applicable
b) Public	Not Applicable
No. of Members attended the meeting through Video Conferencing	
a) Promoters & Promoter Group	Not Applicable
b) Public	Not Applicable

VISHAL MEGA MART LIMITED								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Resolution No.				1				
Description of resolution considered				To appoint Mr. Vageesh Gupta (DIN: 07837351), as Director (Non-Executive, Non-Independent)				
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	2527477956	2527477956	100.0000	2527477956	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	2527477956	2527477956	100.0000	2527477956	0	100.0000	0.0000
Public- Institutions	E-Voting	1897380897	1622607623	85.5183	1587493633	35113990	97.8360	2.1640
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1897380897	1622607623	85.5183	1587493633	35113990	97.8360	2.1640
Public- Non Institutions	E-Voting	246209073	31607538	12.8377	31572831	34707	99.8902	0.1098
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	246209073	31607538	12.8377	31572831	34707	99.8902	0.1098
Total		4671067926	4181693117	89.5233	4146544420	35148697	99.1595	0.8405

VISHAL MEGA MART LIMITED								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Resolution No.				2				
Description of resolution considered				To appoint Mr. Yogesh Yadav (DIN: 06788269) as an Independent Director				
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	2527477956	2527477956	100.0000	2527477956	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	2527477956	2527477956	100.0000	2527477956	0	100.0000	0.0000
Public- Institutions	E-Voting	1897380897	1622607623	85.5183	1616060164	6547459	99.5965	0.4035
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1897380897	1622607623	85.5183	1616060164	6547459	99.5965	0.4035
Public- Non- Institutions	E-Voting	246209073	31611793	12.8394	31558879	52914	99.8326	0.1674
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	246209073	31611793	12.8394	31558879	52914	99.8326	0.1674
Total		4671067926	4181697372	89.5234	4175096999	6600373	99.8422	0.1578

PROCEEDINGS OF THE POSTAL BALLOT OF VISHAL MEGA MART LIMITED ("THE COMPANY") HELD THROUGH REMOTE E-VOTING CONCLUDED ON DECEMBER 17, 2025

The Board of Directors of the Company ("**Board**") approved the proposal to conduct a postal ballot ("**Postal Ballot**") by remote e-voting process ("**Remote E-voting**") on November 13, 2025 pursuant to Sections 110 and 108 of the Companies Act, 2013 ("**the Act**"), Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, latest being General Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs, Government of India ("**the MCA Circulars**"), in this regard, to seek approval of the Members relating to each of the following special businesses:

Sl. No.	Particulars	Type of Resolution
1	To appoint Mr. Vageesh Gupta (DIN: 07837351), as Director (Non-Executive, Non-Independent)	Ordinary Resolution
2	To appoint Mr. Yogesh Yadav (DIN: 06788269) as an Independent Director	Special Resolution

The following actions were conducted pursuant to the approval of the Board dated November 13, 2025 and in compliance with the provisions of the Act and MCA Circulars:

- i. Mr. Shashikant Tiwari (Membership No. F11919) (CP No. 13050), Partner and failing him Mr. Lakhan Gupta (Membership No. F12682) (CP No. 26704), Partner, Chandrasekaran Associates, Company Secretaries (FRN P1988DE002500) ("**Scrutinizer**") was appointed for conducting the Postal Ballot / e-voting process in a fair and transparent manner;
- ii. The Company availed the services of National Securities Depository Limited ("**NSDL**") for providing Remote E-voting facility to its Members;
- iii. The Company had sent the Notice of Postal Ballot dated November 17, 2025, together with an Explanatory Statement pursuant to Section 102 of the Act on November 17, 2025, only through electronic mode to the Members, whose names appeared on the Register of Members / Register of Beneficial Owners, as received from the National Securities Depository Limited ("**NSDL**") and Central Depository Services (India) Limited ("**CDSL**") and who have registered their e-mail addresses with Company/Depositories/Depository Participants/Registrar and Share Transfer Agent ("**RTA**") i.e. Kfin Technologies Limited, as on Friday, November 07, 2025 ("**Cut-off Date**"), vide an e-mail through NSDL.
- iv. An advertisement, as required under the Act and the relevant MCA Circulars, was published on November 18, 2025 in the newspapers viz. Financial Express (English) and Jansatta (Hindi);
- v. The Remote E-voting period commenced at 9:00 a.m. (IST) on Tuesday, November 18, 2025 and concluded at 5:00 p.m. (IST) on Wednesday, December 17, 2025.

The Scrutinizer submitted his report on the Postal Ballot process to the Company on December 18, 2025. Summary of the Scrutinizer's Report is as under:

- i. The Particulars of report downloaded from the website of NSDL have been entered in a separate register maintained for the purpose of Postal Ballot.
- ii. The votes cast through electronic means were unblocked on December 17, 2025 at 5:12 p.m. (IST).
- iii. Votes cast by the members during remote e-voting period, were scrutinized and their respective shareholding was reconciled with the Register of Members of the Company/ Register of Beneficial Owners as on Friday, November 07, 2025.

The details of e-voting on the resolutions as per the Scrutinizer's report are as under:

SPECIAL BUSINESS:

1. TO APPOINT MR. VAGEESH GUPTA (DIN: 07837351), AS DIRECTOR (NON-EXECUTIVE, NON-INDEPENDENT) - ORDINARY RESOLUTION

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the 'Act') and the Rules made thereunder, applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') (in each case including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force), the Articles of Association of the Company, Nomination & Remuneration Policy of the Company, recommendations of the Nomination & Remuneration Committee and the Board of Directors of the Company, Mr. Vageesh Gupta (DIN: 07837351), who was appointed as an Additional Director (in the category of Non-Executive, Non-Independent Director) of the Company on November 13, 2025 and who holds office as such upto the date of next General Meeting of the Company or upto three months from the date of appointment, whichever is earlier, in terms of Section 161 of the Act read with SEBI Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member signifying his intention to propose him as a candidate for the office of the Director and being eligible for appointment under the provisions of the Act and the Rules framed thereunder and the SEBI Listing Regulations, be and is hereby appointed as a Director (Non-Executive, Non-Independent) of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof), be and is hereby authorized to do all such acts, deeds and things as it may consider necessary, expedient or desirable, including delegate all or any of its powers herein to any person, to give effect to the above resolution."

Result of voting conducted under Postal Ballot through remote e-voting was as follows:

No. of votes polled (A)	% of votes polled on outstanding shares	No. of votes - in favour (B)	% of votes in favour on votes polled (% of B/A)	No. of votes - Against (C)	% of votes against on votes polled (% of C/A)
4,18,16,93,117	89.5233	4,14,65,44,420	99.1595	3,51,48,697	0.8405

2. TO APPOINT MR. YOGESH YADAV (DIN: 06788269) AS AN INDEPENDENT DIRECTOR - SPECIAL RESOLUTION

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ('the 'Act')

and the Rules made thereunder, applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') (in each case including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force), the Articles of Association of the Company, Nomination & Remuneration Policy of the Company, recommendations of the Nomination & Remuneration Committee and the Board of Directors of the Company, Mr. Yogesh Yadav (DIN: 06788269), who was appointed as an Additional Director (in the category of Independent Director) of the Company on November 13, 2025 and who holds office as such upto the date of next General Meeting of the Company or upto three months from the date of appointment, whichever is earlier in terms of Section 161 of the Act read with SEBI Listing Regulations and who has submitted a declaration that he meets the criteria of independence as provided under the Act and SEBI Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director of the Company and being eligible for appointment under the provisions of the Act and the Rules framed thereunder and the SEBI Listing Regulations, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years w.e.f. November 13, 2025 till November 12, 2030.

RESOLVED FURTHER THAT pursuant to the provisions of the Companies Act, 2013 read with the SEBI Listing Regulations, Mr. Yogesh Yadav (DIN: 06788269) be and is hereby entitled to receive Sitting Fee for attending the meetings of Board/Committee(s) of Board and Commission as set out in the explanatory statement.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof), be and is hereby authorized to do all such acts, deeds and things as it may consider necessary, expedient or desirable, including delegate all or any of its powers herein to any person, to give effect to the above resolution."

Result of voting conducted under Postal Ballot through remote e-voting was as follows:

No. of votes polled (A)	% of votes polled on outstanding shares	No. of votes - in favour (B)	% of votes in favour on votes polled (% of B/A)	No. of votes - Against (C)	% of votes against on votes polled (% of C/A)
4,18,16,97,372	89.5234	4,17,50,96,999	99.8422	66,00,373	0.1578

As per the authorization given by the Chairperson of the Company, Mr. Amit Gupta, Chief Financial Officer and Mr. Rahul Luthra, Company Secretary & Compliance Officer of the Company were severally authorized to countersign the scrutinizer's report, declare the result of the voting forthwith and to do all such acts, deeds and things as may be necessary in this regard. Accordingly, the above stated result of postal ballot was declared today i.e. on December 18, 2025 by the Company Secretary & Compliance Officer and the aforesaid resolutions are deemed to have been passed by the members of the Company on December 17, 2025, being the last date of e-voting, with the requisite majority.
