wires & fabriks

**WIRES AND FABRIKS (S. A.) LIMITED**

7, CHITTARANJAN AVENUE, KOLKATA-700 072, INDIA
Phone : 91-33- 4407 3873
E-mail : wfcal@wirefabrik.com
Website : www.wirefabrik.com

**AN ISO 9001 - 2015 COMPANY**
**CIN : L29265WB1957PLC023379**

**PAPER MACHINE CLOTHING**

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai – 400001

Date: 30.07.2026

**Scrip Code: BSE-507817**

Dear Sir,

**Subject: Voting Results and Consolidated Scrutinizer's Report for 69th Annual General Meeting**

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results and the Consolidated Scrutinizer's Report on the resolutions passed at the 69th Annual General Meeting of the Company held on Wednesday, 29th July, 2026.

The said resolutions have been approved by the Members with requisite majority.

This is for your information and records.

Thanking you,

Yours faithfully,

For, **WIRES AND FABRIKS (S.A.) LIMITED**

WIRES & FABRIKS (S.A.) LTD. KOLKATA 700072

**Bishwajit Singh**
**Company Secretary & Compliance Officer**
**Membership No. A38395**

Enclosed: As above

**Voting Results of the 69th Annual General Meeting held through Video Conferencing / Other Audio Visual Means (VC/OAVM) pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

| | |
|---|---|
| Date of AGM | Wednesday, 29th July, 2029 |
| Total number of shareholders on record date i.e. 22nd July, 2026 | 2677 |
| Number of shareholders present in the meeting either in person or through proxy: | |
| - Promoters or Promoters Group | N.A. |
| - Public | N.A. |
| Number of shareholders attended the meeting through Video Conferencing: | |
| - Promoters or Promoters Group | 15 |
| - Public | 33 |

WIRES AND FABRIKS (S.A.) LTD. ★ KOLKATA

**Resolution No. 1:**
Receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2026 together with the Director's Report and the Auditor's Report thereon.

Resolution Required: Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution: No

| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares [(2)/(1)]*100 (3) | No. of Votes – in favour (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6) | % of Votes against on votes polled (7) |
|---|---|---|---|---|---|---|---|---|
| Promoter and promoter Group | E-Voting | 2286356 | 2286356 | 100.00 | 2286356 | - | 100.00 | - |
| | Poll | | - | - | - | - | - | - |
| | Total | | 2286356 | 100.00 | 2286356 | - | 100.00 | - |
| Public – Institutions | E-Voting | 650 | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Total | | - | - | - | - | - | - |
| Public – Non Institutions | E-Voting | 769244 | 9975 | 1.30 | 9931 | 44 | 99.56 | 0.44 |
| | Poll | | - | - | - | - | - | - |
| | Total | | 9975 | 1.30 | 9931 | 44 | 99.56 | 0.44 |
| Total | | 3056250 | 2296331 | 75.13 | 2296287 | 44 | 99.99 | 0.01 |

The Ordinary Resolution has been passed with requisite majority.

WIRES AND FABRIKS (S.A.) LTD. KOLKATA

wires & fabriks

WIRES AND FABRIKS (S. A.) LIMITED
7, CHITTARANJAN AVENUE, KOLKATA-700 072, INDIA
Phone : 91-33- 4407 3873
E-mail : wfcal@wirefabrik.com
Website : www.wirefabrik.com

AN ISO 9001 - 2015 COMPANY
CIN : L29265WB1957PLC023379

PAPER MACHINE CLOTHING

**Resolution No. 2:**
Declaration of dividend at the rate of Rs. 0.10 per Equity Share for the year 2025-2026.

Resolution Required: Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution: No

| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares [(2)/(1)]*100 (3) | No. of Votes – in favour (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6) | % of Votes against on votes polled (7) |
|---|---|---|---|---|---|---|---|---|
| Promoter and promoter Group | E-Voting | 2286356 | 2286356 | 100.00 | 2286356 | - | 100.00 | - |
| | Poll | | - | - | - | - | - | - |
| | Total | | 2286356 | 100.00 | 2286356 | - | 100.00 | - |
| Public – Institutions | E-Voting | 650 | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Total | | - | - | - | - | - | - |
| Public – Non Institutions | E-Voting | 769244 | 9975 | 1.30 | 9932 | 43 | 99.57 | 0.43 |
| | Poll | | - | - | - | - | - | - |
| | Total | | 9975 | 1.30 | 9932 | 43 | 99.57 | 0.43 |
| Total | | 3056250 | 2296331 | 75.13 | 2296288 | 43 | 99.99 | 0.01 |

The Ordinary Resolution has been passed with requisite majority.

WIRES AND FABRIKS (S.A.) LTD. KOLKATA

**Resolution No. 3:**
Re-appointment of Dr. Mahendra Khaitan (DIN 00459612) as a Director, liable to retire by rotation.

Resolution Required: Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution: No

| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares [(2)/(1)]*100 (3) | No. of Votes – in favour (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6) | % of Votes against on votes polled (7) |
|---|---|---|---|---|---|---|---|---|
| Promoter and promoter Group | E-Voting | 2286356 | 2286356 | 100.00 | 2286356 | - | 100.00 | - |
| | Poll | | - | - | - | - | - | - |
| | Total | | 2286356 | 100.00 | 2286356 | - | 100.00 | - |
| Public – Institutions | E-Voting | 650 | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Total | | - | - | - | - | - | - |
| Public – Non Institutions | E-Voting | 769244 | 9975 | 1.30 | 9931 | 44 | 99.56 | 0.44 |
| | Poll | | - | - | - | - | - | - |
| | Total | | 9975 | 1.30 | 9931 | 44 | 99.56 | 0.44 |
| Total | | 3056250 | 2296331 | 75.13 | 2296287 | 44 | 99.99 | 0.01 |

The Ordinary Resolution has been passed with requisite majority.

WIRES AND FABRIKS (S.A.) LTD. KOLKATA

**Resolution No. 4:**

Re-appointment of Mr. Kishan Kumar Khaitan (DIN 00514864) as Chairman of the Company for a period of 5 years from 01.04.2027 to 31.03.2032 and approval of his remuneration for a period of 3 years from 01.04.2027 to 31.03.2030.

Resolution Required: Special Resolution

Whether promoter/promoter group are interested in the agenda/resolution: No

| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares [(2)/(1)]*100 (3) | No. of Votes – in favour (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6) | % of Votes against on votes polled (7) |
|---|---|---|---|---|---|---|---|---|
| Promoter and promoter Group | E-Voting | 2286356 | 2286356 | 100.00 | 2286356 | - | 100.00 | - |
| | Poll | | - | - | - | - | - | - |
| | Total | | 2286356 | 100.00 | 2286356 | - | 100.00 | - |
| Public – Institutions | E-Voting | 650 | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Total | | - | - | - | - | - | - |
| Public – Non Institutions | E-Voting | 769244 | 9975 | 1.30 | 9931 | 44 | 99.56 | 0.44 |
| | Poll | | - | - | - | - | - | - |
| | Total | | 9975 | 1.30 | 9931 | 44 | 99.56 | 0.44 |
| Total | | 3056250 | 2296331 | 75.13 | 2296287 | 44 | 99.99 | 0.01 |

The Special Resolution has been passed with requisite majority.

WIRES AND FABRIKS (S.A.) LTD. KOLKATA

**Resolution No. 5:**

Re-appointment of Dr. Mahendra Khaitan (DIN 00459612) with change in his designation from Managing Director to Vice Chairman of the Company for a period of 5 years from 01.04.2027 to 31.03.2032 and approval of his remuneration for a period of 3 years from 01.04.2027 to 31.03.2030.

Resolution Required: Special Resolution

Whether promoter/promoter group are interested in the agenda/resolution: No

| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares [(2)/(1)]*100 (3) | No. of Votes – in favour (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6) | % of Votes against on votes polled (7) |
|---|---|---|---|---|---|---|---|---|
| Promoter and promoter Group | E-Voting | 2286356 | 2286356 | 100.00 | 2286356 | - | 100.00 | - |
| | Poll | | - | - | - | - | - | - |
| | Total | | 2286356 | 100.00 | 2286356 | - | 100.00 | - |
| Public – Institutions | E-Voting | 650 | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Total | | - | - | - | - | - | - |
| Public – Non Institutions | E-Voting | 769244 | 9975 | 1.30 | 9931 | 44 | 99.56 | 0.44 |
| | Poll | | - | - | - | - | - | - |
| | Total | | 9975 | 1.30 | 9931 | 44 | 99.56 | 0.44 |
| Total | | 3056250 | 2296331 | 75.13 | 2296287 | 44 | 99.99 | 0.01 |

The Special Resolution has been passed with requisite majority.

WIRES AND FABRIKS (S.A.) LTD. ★ KOLKATA

**Resolution No. 6:**
Re-appointment of Mr. Devesh Khaitan (DIN 00820595) with change in his designation from Joint Managing Director to Managing Director of the Company for a period of 5 years from 01.04.2027 to 31.03.2032 and approval of his remuneration for a period of 3 years from 01.04.2027 to 31.03.2030.

Resolution Required: Special Resolution

Whether promoter/promoter group are interested in the agenda/resolution: No

| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares [(2)/(1)]*100 (3) | No. of Votes – in favour (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6) | % of Votes against on votes polled (7) |
|---|---|---|---|---|---|---|---|---|
| Promoter and promoter Group | E-Voting | 2286356 | 2286356 | 100.00 | 2286356 | - | 100.00 | - |
| | Poll | | - | - | - | - | - | - |
| | Total | | 2286356 | 100.00 | 2286356 | - | 100.00 | - |
| Public – Institutions | E-Voting | 650 | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Total | | - | - | - | - | - | - |
| Public – Non Institutions | E-Voting | 769244 | 9975 | 1.30 | 9931 | 44 | 99.56 | 0.44 |
| | Poll | | - | - | - | - | - | - |
| | Total | | 9975 | 1.30 | 9931 | 44 | 99.56 | 0.44 |
| Total | | 3056250 | 2296331 | 75.13 | 2296287 | 44 | 99.99 | 0.01 |

The Special Resolution has been passed with requisite majority

For, Wires and Fabriks (S.A.) Limited

Bishwajit Singh
Company Secretary & Compliance Officer
Membership No. A38395

WIRES AND FABRIKS (SA) LTD. KOLKATA

**To**
**The Chairman**
**M/s Wires and Fabriks (SA) Ltd**
**7, Chittaranjan Avenue,**
**Kolkata-700072**

Dear Sir,

At the outset, I would like to thank the Board of Directors of the Company for appointing me as the Scrutinizer to scrutinize the voting process for the votes cast by remote e-voting and e-voting by your Members during 69th the Annual General Meeting of the Company (AGM) held on Wednesday, 29th July, 2026 at 3:00 P.M through Video Conferencing (VC)/ Other Audio-Visual means (OAVM).

I am pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respect.

Yours faithfully

Twinkle Agarwal

**Twinkle Agarwal**
**Practicing Company Secretary**
**M. No. 52868**
**COP 25605**

CS TWINKLE AGARWAL Membership No.:A52868 KOLKATA COP No.:25605 Practising Company Secretary

**UDIN: A052868H000977495**
**Peer Review No. 6139/2024**

**Place:** Kolkata
**Date:** 30th July, 2026

TWINKLE AGARWAL
PRACTISING COMPANY SECRETARY

# SCRUTINIZER'S REPORT

| | |
|---|---|
| **Name of the Company** | Wires And Fabriks (SA) Ltd |
| **Meeting** | 69th Annual General Meeting |
| **Day, Date & Time** | Wednesday, 29th July, 2026 at 3.00 P.M. through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM') |

**1. Appointment as Scrutinizer:**

I was appointed as the Scrutinizer to scrutinize the voting process for the votes cast by remote e-voting and e-voting by your Members during the 69th Annual General Meeting (AGM) of the Company on Wednesday, 29th July, 2026 at 3.00 P.M. through Video Conferencing (VC)/ Other Audio-Visual means (OAVM). My responsibility as a scrutinizer was to ensure that the e-voting process was conducted in a fair and transparent manner and submit a report on the e-voting on the resolutions based on the reports generated from the electronic voting system.

**2. Dispatch of Notice convening the Meeting:**

In continuation of Ministry's General Circular No. 20/2020 dated May 5, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 21/2021 dated December 14, 2021, General Circular No. 2/2022 dated May 5, 2022, General Circular No. 10/2022 dated December 28, 2022 and all other relevant circulars issued from time to time (collectively referred to as "MCA Circulars"), MCA vide its General Circular No. 03/2025 dated September 22, 2025 has allowed companies, to conduct their Annual General Meetings through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") till further orders, without the physical presence of the Members at a common venue in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC/OAVM and Notice of the Annual General Meeting along with Annual Report for the Financial Year 2025-26 was sent only through electronic mode to those members whose email addresses are registered with the Company/Depositories.

The Notice of Annual General Meeting along with the Annual Report for Financial Year 2025-26 was also available at the Company's website https://www.wirefabrik.com/ for their download. An advertisement was also published by the Company on 4th July, 2026 in "The Financial Express" (English) and "Sukhabar" (Bengali), informing about the completion of dispatch of the AGM Notice and Annual Report.

ADDRESS: 4/E, PRAFULLA SARKAR STREET, 2ND FLOOR, KOLKATA-700071
PHONE NUMBER: (91) 8981126828/6290597627
EMAIL ID: CONTACT.C3CONSULTING@GMAIL.COM

3. **Cut-off date:**

The voting rights were reckoned in the proportion to the equity shares held by the Members as on close of business hours on Wednesday, 22nd July, 2026, being the Cut-Off date for the purpose of deciding the entitlements of Members to cast their vote through remote e-voting and e-voting during the AGM.

4. **Remote e – voting:**

a) **Agency:**

The Company had made arrangements with National Securities Depository Limited (NSDL) for providing a system of recording votes of the shareholders electronically through e-voting.

b) **Remote e-voting:**

Remote e-voting facility was open from 26th July, 2026 at 9:00 a.m. till 28th July, 2026 at 5:00 p.m. and the Members were required to cast their votes electronically, conveying their assent or dissent in respect of the Ordinary and Special Resolutions, as set out in the Notice, on the e-voting platform provided by NSDL.

5. **Voting at the AGM:**

a) Pursuant to Companies (Management and Administration) Rules, 2014 as amended, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again at the AGM, I had the access, after closure of period for remote e-voting and before the start of the AGM, to the details relating to Members who have cast their votes through remote e-voting, such as their names, folios, number of shares held, except the manner in which the Members have voted.

b) The Company has also provided the facility for e-voting during AGM to the Members who attended the AGM through Video Conferencing (VC)/ Other Audio-Visual means (OAVM) and did not cast their vote through remote e-voting.

6. **Results:**

a) On completion of e-voting at the AGM, I unblocked the votes cast through remote e-voting and e-voting during AGM, in the presence of Mr. Sandeep Agarwal and Mr. Pintu Das and downloaded the voting results.

b) I observed that:

a. 77 Shareholders had cast their votes through remote e-voting.
b. 4 Shareholders had cast their votes through e-voting during AGM.
c. 48 Shareholders attended the AGM through Video Conferencing (VC).

c) The Consolidated Results with respect to each item on the agenda as set out in the Notice is enclosed.

d) The Company may accordingly consider the result for voting process carried out through remote e-voting and e-voting during AGM as follows:

| Item No. | Type of Resolution | Result |
|---|---|---|
| 1 | Ordinary | Requisite Majority |
| 2 | Ordinary | Requisite Majority |
| 3 | Ordinary | Requisite Majority |
| 4 | Special | Requisite Majority |
| 5 | Special | Requisite Majority |
| 6 | Special | Requisite Majority |

Thanking You,

Yours faithfully

Twinkle Agarwal

**Twinkle Agarwal**
**Practicing Company Secretary**
**M. No. 52868**
**COP 25605**

CS TWINKLE AGARWAL Membership No.: A52868 KOLKATA COP No.: 25605 Practising Company Secretary

**UDIN: A052868H000977495**
**Peer Review No. 6139/2024**

**Place:** Kolkata
**Date:** 30th July, 2026

ADDRESS: 4/E, PRAFULLA SARKAR STREET, 2ND FLOOR, KOLKATA-700071
PHONE NUMBER: (91) 8981126828/6290597627
EMAIL ID: CONTACT.C3CONSULTING@GMAIL.COM

**Consolidated Results**

**Item No. 1:** To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2026 together with Directors' Report and Auditors' Report thereon.

Resolution No : 1
Nature of Resolution : Ordinary Resolution

i. Voted in **favor** of the resolution:

| Mode | Number of Members who voted | Number of votes cast by them | % of total number of valid cast votes |
|---|---|---|---|
| Remote E-Voting | 57 | 2295669 | 99.97% |
| E-Voting at Annual General Meeting | 4 | 618 | 0.03% |
| **Total** | **61** | **2296287** | **100.00%** |

ii. Voted in **against** of the resolution:

| Mode | Number of Members who voted | Number of votes cast by them | % of total number of valid cast votes |
|---|---|---|---|
| Remote E-Voting | 20 | 44 | 100.00% |
| E-Voting at Annual General Meeting | - | - | 0.00% |
| **Total** | **20** | **44** | **100.00%** |

iii. Summary of votes casted in favor and against of the resolution:

| Particulars | Number of Members who voted | Number of votes cast by them | % of total number of valid cast votes |
|---|---|---|---|
| Votes in Favor | 61 | 2296287 | 99.99% |
| Votes in Against | 20 | 44 | 0.01% |
| **Total** | **81** | **2296331** | **100.00%** |

Based on the aforesaid results, I report that the Ordinary Resolution as set out in Item No. 1 of the Notice dated 28th May, 2026, has been passed with requisite majority.

**Item No. 2:** To declare dividend on the equity shares for the financial year ended 31st March, 2026.

Resolution No : 2
Nature of Resolution : Ordinary Resolution

i. Voted in **favor** of the resolution:

| Mode | Number of Members who voted | Number of votes cast by them | % of total number of valid cast votes |
|---|---|---|---|
| Remote E-Voting | 58 | 2295670 | 99.97% |
| E-Voting at Annual General Meeting | 4 | 618 | 0.03% |
| **Total** | **62** | **2296288** | **100.00%** |

ii. Voted in **against** of the resolution:

| Mode | Number of Members who voted | Number of votes cast by them | % of total number of valid cast votes |
|---|---|---|---|
| Remote E-Voting | 19 | 43 | 100.00% |
| E-Voting at Annual General Meeting | - | - | 0.00% |
| **Total** | **19** | **43** | **100.00%** |

iii. Summary of votes casted in favor and against of the resolution:

| Particulars | Number of Members who voted | Number of votes cast by them | % of total number of valid cast votes |
|---|---|---|---|
| Votes in Favor | 62 | 2296288 | 99.99% |
| Votes in Against | 19 | 43 | 0.01 |
| **Total** | **81** | **2296331** | **100.00%** |

Based on the aforesaid results, I report that the Ordinary Resolution as set out in Item No. 2 of the Notice dated 28th May, 2026, has been passed with requisite majority.

**Item No. 3:** To appoint a director in place of Dr. Mahendra Khaitan (DIN: 00459612), who retires by rotation and being eligible offers himself for re-appointment.

Resolution No : 3
Nature of Resolution : Ordinary Resolution

i. Voted in **favor** of the resolution:

| Mode | Number of Members who voted | Number of votes cast by them | % of total number of valid cast votes |
|---|---|---|---|
| Remote E-Voting | 57 | 2295669 | 99.97% |
| E-Voting at Annual | 4 | 618 | 0.03% |

| | | | |
|---|---|---|---|
| General Meeting | | | |
| **Total** | **61** | **2296287** | **100.00%** |

ii. Voted in **against** of the resolution:

| Mode | Number of Members who voted | Number of votes cast by them | % of total number of valid cast votes |
|---|---|---|---|
| Remote E-Voting | 20 | 44 | 100.00% |
| E-Voting at Annual General Meeting | - | - | 0.00% |
| **Total** | **20** | **44** | **100.00%** |

iii. Summary of votes casted in favor and against of the resolution:

| Particulars | Number of Members who voted | Number of votes cast by them | % of total number of valid cast votes |
|---|---|---|---|
| Votes in Favor | 61 | 2296287 | 99.99% |
| Votes in Against | 20 | 44 | 0.01% |
| **Total** | **81** | **2296331** | **100.00%** |

Based on the aforesaid results, I report that the Ordinary Resolution as set out in Item No. 3 of the Notice dated 28th May, 2026, has been passed with requisite majority.

**Item No. 4:** Reappointment of Mr. Kishan Kumar Khaitan (DIN: 00514864) as Chairman of the Company.

Resolution No : 4
Nature of Resolution : Special Resolution

i. Voted in **favor** of the resolution:

| Mode | Number of Members who voted | Number of votes cast by them | % of total number of valid cast votes |
|---|---|---|---|
| Remote E-Voting | 57 | 2295669 | 99.97% |
| E-Voting at Annual General Meeting | 4 | 618 | 0.03% |
| **Total** | **61** | **2296287** | **100.00%** |

ii. Voted in **against** of the resolution:

| Mode | Number of Members who | Number of votes cast by them | % of total number of valid cast votes |
|---|---|---|---|

| | voted | | |
|---|---|---|---|
| Remote E-Voting | 20 | 44 | 100.00% |
| E-Voting at Annual General Meeting | - | - | 0.00% |
| **Total** | **20** | **44** | **100.00%** |

iii. Summary of votes casted in favor and against of the resolution:

| Particulars | Number of Members who voted | Number of votes cast by them | % of total number of valid cast votes |
|---|---|---|---|
| Votes in Favor | 61 | 2296287 | 99.99% |
| Votes in Against | 20 | 44 | 0.01% |
| **Total** | **81** | **2296331** | **100.00%** |

Based on the aforesaid results, I report that the Special Resolution as set out in Item No. 4 of the Notice dated 28th May, 2026, has been passed with requisite majority.

**Item No. 5:** Reappointment of Dr. Mahendra Khaitan (DIN: 00459612) with change in designation from Managing Director to Vice Chairman of the Company.

Resolution No : 5
Nature of Resolution : Special Resolution

i. Voted in **favor** of the resolution:

| Mode | Number of Members who voted | Number of votes cast by them | % of total number of valid cast votes |
|---|---|---|---|
| Remote E-Voting | 57 | 2295669 | 99.97% |
| E-Voting at Annual General Meeting | 4 | 618 | 0.03% |
| **Total** | **61** | **2296287** | **100.00%** |

ii. Voted in **against** of the resolution:

| Mode | Number of Members who voted | Number of votes cast by them | % of total number of valid cast votes |
|---|---|---|---|
| Remote E-Voting | 20 | 44 | 100.00% |
| E-Voting at Annual General Meeting | - | - | 0.00% |
| **Total** | **20** | **44** | **100.00%** |

iii. Summary of votes casted in favor and against of the resolution:

| Particulars | Number of Members who voted | Number of votes cast by them | % of total number of valid cast votes |
|---|---|---|---|
| Votes in Favor | 61 | 2296287 | 99.99% |
| Votes in Against | 20 | 44 | 0.01% |
| **Total** | **81** | **2296331** | **100.00%** |

Based on the aforesaid results, I report that the Special Resolution as set out in Item No. 5 of the Notice dated 28th May, 2026, has been passed with requisite majority.

**Item No. 6:** Reappointment of Mr. Devesh Khaitan (DIN: 00820595) with change in designation from Joint Managing Director to Managing Director of the Company.

Resolution No : 6
Nature of Resolution : Special Resolution

i. Voted in **favor** of the resolution:

| Mode | Number of Members who voted | Number of votes cast by them | % of total number of valid cast votes |
|---|---|---|---|
| Remote E-Voting | 57 | 2295669 | 99.97% |
| E-Voting at Annual General Meeting | 4 | 618 | 0.03% |
| **Total** | **61** | **2296287** | **100.00%** |

ii. Voted in **against** of the resolution:

| Mode | Number of Members who voted | Number of votes cast by them | % of total number of valid cast votes |
|---|---|---|---|
| Remote E-Voting | 20 | 44 | 100.00% |
| E-Voting at Annual General Meeting | - | - | 0.00% |
| **Total** | **20** | **44** | **100.00%** |

iii. Summary of votes casted in favor and against of the resolution:

| Particulars | Number of Members who voted | Number of votes cast by them | % of total number of valid cast votes |
|---|---|---|---|
| Votes in Favor | 61 | 2296287 | 99.99% |
| Votes in Against | 20 | 44 | 0.01% |
| **Total** | **81** | **2296331** | **100.00%** |

Based on the aforesaid results, I report that the Special Resolution as set out in Item No. 6 of the Notice dated 28th May, 2026, has been passed with requisite majority.

All the resolutions mentioned in the Notice of Annual General Meeting dated 28th May, 2026, as per the details above stand passed under Remote E-Voting and E-Voting at AGM with the requisite majority and hence deemed to be passed as on the date of the AGM.

I hereby confirm that, I am maintaining the registers/ records received from the service provider electronically in respect of the votes cast through Remote e-voting and E-Voting at AGM by the Members of the Company.

Yours faithfully

Twinkle Agarwal

CS TWINKLE AGARWAL
Membership No.: A52868
KOLKATA
COP No.: 25605
Practising Company Secretary

**Twinkle Agarwal**
**Practicing Company Secretary**
**M. No. 52868**
**COP 25605**

**UDIN: A052868H000977495**
**Peer Review No. 6139/2024**

**Place:** Kolkata
**Date:** 30th July, 2026

We the undersigned witnesses that the votes in the respect of the e-voting of the shareholders of the company were unblocked from e-voting website of the NSDL in our presence.

| | |
|---|---|
| **Mr. Pintu Das** | Sandeep Agarwal.<br>**Mr.Sandeep Agarwal** |