



**KEMP & COMPANY LTD.**

DGP House, 88-C, Old Prabhadevi Road, Mumbai - 400 025, India. • E-mail : kemp-investor-help@vipbags.com  
Phone : +91 22 6653 9000 • Fax : +91 22 6653 9089 • CIN : L24239MH1982PLC000047 • Web.: www.kempnco.com

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9<sup>th</sup> September, 2025

Corporate Relations Department  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street  
Mumbai – 400 001

**Scrip Code: 506530**

Dear Sir/ Madam,

**Subject: Submission of Voting Results pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 44 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results of the 144<sup>th</sup> Annual General Meeting of Kemp & Company Limited, along with the Consolidated Scrutinizer's Report.

Thanking you,

Yours faithfully,  
For Kemp & Company Limited

Karan Gudhka  
Company Secretary

Encl. a/a

## Kemp & Company Limited

Resolution Required :Ordinary		1 - To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2025 together with the Reports of the Board of Directors and the Auditors thereon.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	806993	806993	100.0000	806993	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
	<b>Total</b>		<b>806993</b>	<b>100.0000</b>	<b>806993</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	920	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	272287	218809	80.3597	218808	1	99.9995	0.0005
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>218809</b>	<b>80.3597</b>	<b>218808</b>	<b>1</b>	<b>99.9995</b>	<b>0.0005</b>
<b>Total</b>		<b>1080200</b>	<b>1025802</b>	<b>94.9641</b>	<b>1025801</b>	<b>1</b>	<b>99.9999</b>	<b>0.0001</b>

## Kemp & Company Limited

Resolution Required :Ordinary		2 - To appoint a director in place of Mr. Dilip Piramal (DIN- 00032012), Non-Executive, Non-Independent Director, who retires by rotation and being eligible, seeks re-appointment.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	806993	806993	100.0000	806993	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
	<b>Total</b>		<b>806993</b>	<b>100.0000</b>	<b>806993</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	920	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	272287	218479	80.2385	218478	1	99.9995	0.0005
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>218479</b>	<b>80.2385</b>	<b>218478</b>	<b>1</b>	<b>99.9995</b>	<b>0.0005</b>
<b>Total</b>		<b>1080200</b>	<b>1025472</b>	<b>94.9335</b>	<b>1025471</b>	<b>1</b>	<b>99.9999</b>	<b>0.0001</b>

## Kemp & Company Limited

Resolution Required :Ordinary		3 - To consider appointment of M/s. Ragini Chokshi & Co., Practicing Company Secretary as Secretarial Auditors of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	806993	806993	100.0000	806993	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
	<b>Total</b>		<b>806993</b>	<b>100.0000</b>	<b>806993</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	920	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	272287	218809	80.3597	218808	1	99.9995	0.0005
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>218809</b>	<b>80.3597</b>	<b>218808</b>	<b>1</b>	<b>99.9995</b>	<b>0.0005</b>
<b>Total</b>		<b>1080200</b>	<b>1025802</b>	<b>94.9641</b>	<b>1025801</b>	<b>1</b>	<b>99.9999</b>	<b>0.0001</b>

## Kemp & Company Limited

Resolution Required :Special		4 - To consider Continuation of Directorship of Mr. Dilip Piramal (DIN: 00032012) as Non-Executive, Non-Independent Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	806993	806993	100.0000	806993	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
	<b>Total</b>		<b>806993</b>	<b>100.0000</b>	<b>806993</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	920	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	272287	218479	80.2385	218478	1	99.9995	0.0005
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>218479</b>	<b>80.2385</b>	<b>218478</b>	<b>1</b>	<b>99.9995</b>	<b>0.0005</b>
<b>Total</b>		<b>1080200</b>	<b>1025472</b>	<b>94.9335</b>	<b>1025471</b>	<b>1</b>	<b>99.9999</b>	<b>0.0001</b>

## Kemp & Company Limited

Resolution Required :Special		5 - To consider Authorisation for the sale of shares of VIP Industries Limited held by the Company and the execution of a share purchase agreement and shareholders' agreement.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	806993	806993	100.0000	806993	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
	<b>Total</b>		<b>806993</b>	<b>100.0000</b>	<b>806993</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	920	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	272287	218809	80.3597	218808	1	99.9995	0.0005
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>218809</b>	<b>80.3597</b>	<b>218808</b>	<b>1</b>	<b>99.9995</b>	<b>0.0005</b>
<b>Total</b>		<b>1080200</b>	<b>1025802</b>	<b>94.9641</b>	<b>1025801</b>	<b>1</b>	<b>99.9999</b>	<b>0.0001</b>

## Kemp & Company Limited

Resolution Required :Special		6 - To consider Amendment and Restatement of the Articles of Association of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	806993	806993	100.0000	806993	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
	<b>Total</b>		<b>806993</b>	<b>100.0000</b>	<b>806993</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	920	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	272287	218809	80.3597	218808	1	99.9995	0.0005
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>218809</b>	<b>80.3597</b>	<b>218808</b>	<b>1</b>	<b>99.9995</b>	<b>0.0005</b>
<b>Total</b>		<b>1080200</b>	<b>1025802</b>	<b>94.9641</b>	<b>1025801</b>	<b>1</b>	<b>99.9999</b>	<b>0.0001</b>

## Kemp & Company Limited

Resolution Required :Special		7 - To consider appointment of Mr. Prateek Diwan (DIN: 11206865) as Non-Executive, Independent Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	806993	806993	100.0000	806993	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
	<b>Total</b>		<b>806993</b>	<b>100.0000</b>	<b>806993</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	920	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	272287	218809	80.3597	218808	1	99.9995	0.0005
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>218809</b>	<b>80.3597</b>	<b>218808</b>	<b>1</b>	<b>99.9995</b>	<b>0.0005</b>
<b>Total</b>		<b>1080200</b>	<b>1025802</b>	<b>94.9641</b>	<b>1025801</b>	<b>1</b>	<b>99.9999</b>	<b>0.0001</b>



# Ragini Chokshi & Co.

Tel. : 022-2283 1120  
022-2283 1134

## Company Secretaries

34, Kamer Building, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai - 400 001.  
E-mail : ragini.c@rediffmail.com / mail@csraginichokshi.com  
web: csraginichokshi.com

Date : 09/09/2025

### CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]]

To,  
The Chairman,  
144<sup>th</sup> Annual General Meeting (AGM)  
of **KEMP & COMPANY LIMITED**  
Held on Tuesday, September 09, 2025 at 03:00 P.M.

Dear Sir,

#### **1. Appointment as Scrutinizer:**

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Company, a Company Secretary Firm, having its registered office at 34, 5<sup>th</sup> Floor, Kamer Building, 38, Cawasji Patel Street, Fort, Mumbai 400001, have been appointed as the Scrutinizer by the Board of Directors of **KEMP & COMPANY LIMITED** (the "Company") for the purpose of scrutinizing the remote e-voting and voting through electronic voting system during the Annual General Meeting ('AGM') carried out as per the provisions of Section 108 of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto, read with MCA General Circular No. 14/2020 dated April 8, 2020, MCA General Circular No. 17/2020 dated April 13, 2020, MCA General Circular No. 20/2020 dated May 5, 2020, Circular no. 02/2021 dated January 13, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 2/2022 dated May 05, 2022, Circular No. 09/2023 dated September 25, 2023, and subsequent circulars issued in this regard, the latest being 09/2025 dated September 19, 2024 and the provisions of Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015('SEBI Listing Regulations') read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 on the businesses contained in the Notice of the AGM of the Members of the Company, held on Tuesday, September 09, 2025 at 03:00 P.M. (IST) through Video Conferencing facility / Other Audio Visual Means ('VC / OAVM').

#### **2. Our Responsibility**

The management of the Company is responsible to ensure the compliance with the requirements of the Act, Rules and notifications and SEBI Listing Regulations relating to voting through electronic means on the businesses set out in the Notice of the 144<sup>th</sup> AGM of the Members of the Company. Our responsibility as a Scrutinizer is to scrutinize remote e-voting and e-voting conducted during the AGM in a fair and transparent manner and to ascertain requisite majority and is restricted in submitting a Consolidated Scrutinizer's Report on the voting on the resolutions set out in the Notice, based on the reports generated from the e-Voting

system of National Securities Depository Limited (NSDL), the authorized agency to provide remote e-Voting facilities before and during the AGM, engaged by the Company.

### 3. Dispatch of Notice convening AGM

Pursuant to MCA General Circulars No. 14/2020, 17/2020, 20/2020 and 02/2021, 21/2021, 02/2022, 10/2022, 09/2023 dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 14, 2021, May 05, 2022, December 28, 2022, September 25, 2023 and latest being 09/2024 dated September 19, 2024 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133, advertisement was published on Monday, August 18, 2025 in Pratahkal, Mumbai (Marathi Edition) and in Business Standard, Mumbai (English Edition), both the newspapers having electronic editions specifying all the necessary information prescribed in the rules and circulars.

The Company hosted the notice of AGM on its website namely [www.kempnco.com](http://www.kempnco.com) and also uploaded the same on the website of the Stock Exchange i.e. [www.bseindia.com](http://www.bseindia.com).

The Company completed dispatch of Notice of AGM on Saturday, 16<sup>th</sup> August, 2025 by E-mail to Members who had registered their email addresses with the Company / Depositories.

### 4. Cut-off date

Voting rights were reckoned as on Friday, August 08, 2025 being the cut-off date for deciding the entitlements of members for remote e-voting and e-voting during the AGM.

### 5. Remote e-voting process

i) **Agency:** The Company had appointed National Securities Depository Limited as the agency for providing the platform for remote e-voting and e-voting during the AGM.

ii) **Remote e-voting period:** The Remote e-voting remained open from Saturday, September 06, 2025 at 9:00 a.m. and ended on Monday, September 08, 2025 at 5:00 p.m.

The votes cast were unblocked on Tuesday, September 09, 2025 after the conclusion of the AGM and was witnessed by two witnesses, who are not in the employment of the Company. They have signed below in confirmation of the same.



.....  
Mr. Harsh Pandey



.....  
Ms. Isha Thakkar

iii) **Voting at the AGM:** After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by National Securities Depository Limited (NSDL).

The e-votes cast were unblocked on Tuesday, September 09, 2025 after 15 minutes of conclusion of proceedings of AGM.

I hereby submit the Consolidated Scrutinizer's Report based on the results of remote e-voting and e-voting during the AGM based on the reports downloaded from the e-voting website of National Securities Depository Limited (NSDL) and relied upon by me as under:



## CONSOLIDATED RESULTS

### ORDINARY BUSINESS:

#### **Item No. 1: Ordinary Resolution**

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2025 together with the Reports of the Board of Directors and the Auditors thereon.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	14	1025801	0	0	14	1025801	99.9999
Dissent	1	1	0	0	1	1	0.0001
<b>Total</b>	<b>15</b>	<b>1025802</b>	<b>0</b>	<b>0</b>	<b>15</b>	<b>1025802</b>	<b>100.0000</b>

#### SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
<b>Total Valid votes cast</b>	<b>1025802</b>	<b>100.0000</b>
<b>Assented to Resolution</b>	1025801	99.9999
<b>Dissented to Resolution</b>	1	0.0001



**Item No. 2: Ordinary Resolution**

To appoint a Director in place of Mr. Dilip Piralal (DIN: 00032012), Non-Executive, Non-Independent Director, who retires by rotation and being eligible, seeks re-appointment.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	13	1025471	0	0	13	1025471	99.9999
Dissent	1	1	0	0	1	1	0.0001
Total	14	1025472	0	0	14	1025472	100.0000

**SUMMARY OF E-VOTING**

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	1025472	100.0000
Assented to Resolution	1025471	99.9999
Dissented to Resolution	1	0.0001



**Special Business:**

**Item No. 3: Ordinary Resolution**

To consider appointment of M/s. Ragini Chokshi & Co., Practicing Company Secretary as Secretarial Auditors of the Company.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	14	1025801	0	0	14	1025801	99.9999
Dissent	1	1	0	0	1	1	0.0001
<b>Total</b>	<b>15</b>	<b>1025802</b>	<b>0</b>	<b>0</b>	<b>15</b>	<b>1025802</b>	<b>100.0000</b>

**SUMMARY OF E-VOTING**

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
<b>Total Valid votes cast</b>	<b>1025802</b>	<b>100.0000</b>
<b>Assented to Resolution</b>	1025801	99.9999
<b>Dissented to Resolution</b>	1	0.0001



**Item No. 4: Special Resolution**

To consider Continuation of Directorship of Mr. Dilip Piramal (DIN: 00032012) as Non-Executive, Non-Independent Director of the Company.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	13	1025471	0	0	13	1025471	99.9999
Dissent	1	1	0	0	1	1	0.0001
<b>Total</b>	<b>14</b>	<b>1025472</b>	<b>0</b>	<b>0</b>	<b>14</b>	<b>1025472</b>	<b>100.0000</b>

**SUMMARY OF E-VOTING**

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	<b>1025472</b>	<b>100.0000</b>
Assented to Resolution	1025471	99.9999
Dissented to Resolution	1	0.0001



**Item No. 5: Special Resolution**

To consider Authorisation for the sale of shares of VIP Industries Limited held by the Company and the execution of a share purchase agreement and shareholders' agreement.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	14	1025801	0	0	14	1025801	99.9999
Dissent	1	1	0	0	1	1	0.0001
<b>Total</b>	<b>15</b>	<b>1025802</b>	<b>0</b>	<b>0</b>	<b>15</b>	<b>1025802</b>	<b>100.0000</b>

**SUMMARY OF E-VOTING**

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	<b>1025802</b>	<b>100.0000</b>
Assented to Resolution	1025801	99.9999
Dissented to Resolution	1	0.0001



**Item No. 6: Special Resolution**

To consider Amendment and Restatement of the Articles of Association of the Company.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	14	1025801	0	0	14	1025801	99.9999
Dissent	1	1	0	0	1	1	0.0001
<b>Total</b>	<b>15</b>	<b>1025802</b>	<b>0</b>	<b>0</b>	<b>15</b>	<b>1025802</b>	<b>100.0000</b>

**SUMMARY OF E-VOTING**

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
<b>Total Valid votes cast</b>	<b>1025802</b>	<b>100.0000</b>
Assented to Resolution	1025801	99.9999
Dissented to Resolution	1	0.0001



**Item No. 7: Special Resolution**

To consider appointment of Mr. Prateek Diwan (DIN: 11206865) as Non-Executive, Independent Director of the Company.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	14	1025801	0	0	14	1025801	99.9999
Dissent	1	1	0	0	1	1	0.0001
Total	15	1025802	0	0	15	1025802	100.0000

**SUMMARY OF E-VOTING**

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	1025802	100.0000
Assented to Resolution	1025801	99.9999
Dissented to Resolution	1	0.0001



**RESULTS:**

The Electronic Records containing details of the Members, who voted "IN FAVOUR", or "AGAINST" for each resolution under remote e-Voting and e-voting at the AGM has been handed over to the Company Secretary for safe custody.

The above-mentioned resolutions are passed with requisite majority as on the date of the 144<sup>th</sup> AGM of the Company i.e. Tuesday, September 09, 2025.

Yours faithfully,

Thanking You,

**Place: Mumbai**

**Date: 09/09/2025**

**Countersigned by  
KEMP & COMPANY LIMITED**

**Karan Gudhka  
Company Secretary**

**For RAGINI CHOKSHI & COMPANY  
(Company Secretaries)**



Ragini  
Kamal  
Chokshi

Digitally signed by  
Ragini Kamal  
Chokshi  
Date: 2025.09.09  
20:14:18 +05'30'

**RAGINI CHOKSHI**

**(Partner)**

**Membership No.: F2390**

**C.P. No.: 1436**

**UDIN: F002390G001215316**

**Date: 09/09/2025**

**Place: Mumbai**