



February 5, 2025

To,
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C-1,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400051

To,
Dept. of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai – 400001

NSE Symbol: MANYAVAR

BSE Scrip Code: 543463

Sir / Madam,

Sub: Submission of Notice of Postal Ballot

Ref: Information under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations") regarding the Postal Ballot Notice

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith a copy of the Postal Ballot Notice being sent to the Members of Vedant Fashions Limited ("the Company").

In accordance with the General Circulars issued by the Ministry of Corporate Affairs from time to time, the Postal Ballot Notice is being sent only in electronic mode to those members whose names appear on the Register of Members or List of Beneficial Owners as on the close of working hours on Friday, January 31, 2025 ("Cut-off Date") and whose e-mail address is registered with the Company/RTA. The Company has also made arrangements for those Members who have not updated their email addresses with the Company are requested to update the same as per the procedures given in the enclosed Notice.

The Company has engaged in the services of KFin Technologies Limited (KFin) to facilitate the e-voting process to Members. The voting rights of the Members shall be in proportion to their holding of Equity Shares with the paid-up equity share capital of the Company as on Cut-off Date. The e-voting period commences on Friday, February 7, 2025, at 9:00 a.m. (IST) and ends on Sunday, March 9, 2025, at 5:00 p.m. (IST).

The Postal Ballot Notice has also been uploaded on the website of the Company at www.vedantfashions.com and on the website of KFin Technologies Limited (KFin) at <https://evoting.kfintech.com>.

We request you to kindly take the aforesaid information on record and disseminate the same on your respective websites.

Thanking you,

For, **Vedant Fashions Limited**

Navin Pareek
Company Secretary and Compliance Officer
ICSI Memb. No.: F10672

Encl – As above



VEDANT FASHIONS
— LIMITED —

CIN: L51311WB2002PLC094677

Email: secretarial@manyavar.com | Website: www.vedantfashions.com

NOTICE OF POSTAL BALLOT

(Pursuant to Sections 108 and 110 of the Companies Act, 2013, read with Rules 20 and 22 (1) of the Companies (Management and Administration) Rules, 2014)

REMOTE E-VOTING STARTS ON	REMOTE E-VOTING ENDS ON
7 th February, 2025	9 th March, 2025

Dear Member(s),

NOTICE is hereby given to the shareholders (“**Members**”) of Vedant Fashions Limited (“**Company**”) that pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 (“**the Act**”), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“**the Rules**”), and the Regulation 44 and other applicable regulations, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended read with various circulars issued by the Ministry of Corporate Affairs referred to as (“**MCA Circulars**”) and the circulars issued by SEBI referred to as (“**SEBI Circulars**”) from time to time, and the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India (“**SS-2**”) and any other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), that the resolutions appended below are proposed to be passed by the Members of the Company, by way of Postal Ballot, only through remote e-voting process.

In terms of the requirements specified in the MCA/SEBI Circulars, the Company is sending this Notice only by e-mail to all its members whose names appear in the Register of Members/List of Beneficial Owners as received from the KFin Technologies Limited, the Company’s Registrar and Transfer Agent (“**RTA**”) as on Friday, 31st January, 2025 (“**Cut-Off Date**”) and whose e-mail addresses are registered with the Company/RTA/Depositories/ Depository Participant(s). Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot. The communication of assent or dissent of Members would only take place through the e-voting system. If your e-mail address is not registered with the Company/RTA/ Depositories, please follow the process provided in the Notes to receive this Notice. The Company has engaged in the services of KFin Technologies Limited (‘KFin’) to facilitate the e-voting process.

Members are requested to carefully read the instructions in the notes under the section “**Process and manner of e-voting**” in this postal ballot notice (“**Postal Ballot Notice / Notice**”) to cast their vote(s) electronically. The period of voting through remote e-voting starts on **Friday, 7th February 2025 at 9:00 a.m. (IST)** and ends on **Sunday, 9th March, 2025 at 5:00 p.m. (IST)**. The e-voting shall not be allowed beyond 5:00 p.m. on 9th March 2025. The e-voting facility will be disabled by KFin Technologies Limited (‘KFin’) immediately thereafter.

This Notice is also available on the websites of the Company at www.vedantfashions.com and KFin Technologies Limited (KFin) at <https://evoting.kfintech.com>. Further the same has also been uploaded on the websites of BSE Limited (‘BSE’) at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com (‘NSE’) (collectively referred as “Stock Exchanges”).

Pursuant to Rule 22(5) of the Rules, the Board of Directors of the Company has appointed Mr. Anil Kumar Dubey, Partner, M/s. M & A Associates, Practicing Company Secretaries, Kolkata, as the Scrutinizer to scrutinize the voting, including remote e-voting process in a fair and transparent manner, and he has communicated his willingness for appointment and availability for this purpose.

Registered Office:

19, Canal South Road, Paridhan Garment Park, SDF-1, 4th Floor, A501-A502, Kolkata-700015, WB (IN) | Phone: 033-61255353



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After completion of scrutiny of the votes, the Scrutinizer will submit his report to the Chairperson of the Company or to Company Secretary of the Company after completion of the scrutiny of the e-voting. The results of the Postal Ballot shall be announced within two working days of the conclusion of remote e-voting. The said results along with the Scrutinizer's Report shall be placed on the Company's website at www.vedantfashions.com and on the RTA website at inward.ris@kfintech.com immediately.

The Company shall simultaneously forward the results to BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed. The resolution, if approved, shall be deemed to have been passed on the last date of remote e-voting i.e., Sunday, 9th March 2025.

The results of the postal ballot will be declared on Monday, 10th March, 2025 at the Registered Office of the Company. The voting results along with the scrutinizer's report would be intimated to BSE Limited and National Stock Exchange of India Limited, where the equity shares of the Company are listed. The same will also be uploaded on the Company's website i.e. www.vedantfashions.com and website of KFin at <https://evoting.kfintech.com>. Additionally, the results will be placed on the noticeboard at the Registered Office of the Company.

The explanatory statement under Section 102(1) of the Act ("**Explanatory Statement**") setting out the material facts concerning the proposed resolutions, and the reasons thereof are annexed hereto for your consideration.

The Resolution, if passed with the requisite majority through Postal Ballot shall be deemed to have been passed, on the last date specified for e-voting i.e. on Sunday, 9th March 2025.

SPECIAL BUSINESS:

Enhancement of the existing limit under Section 186 of the Companies Act, 2013:

To consider and, if thought fit, to pass, with or without modification (s), the following resolution as a **Special Resolution**:

"RESOLVED THAT in supersession of the earlier resolution passed by the members at their meeting held on 4th September 2021, and pursuant to the provisions of Section 186 of the Companies Act, 2013 ('the Act') read with the Companies (Meetings of Board and its Powers) Rules, 2014, and other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force and as may be enacted from time to time), the consent of the shareholders be and is hereby accorded to the Board of Directors of the Company (hereinafter called 'the Board' which term shall deemed to include any Committee which Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution) to provide loans, give guarantees, provide securities and make investments covered under Section 186 of the Act, up to an aggregate limit of ₹ 1,500,00,00,000/- (Indian Rupees One Thousand and Five Hundred Crores only), within which the total amount for providing loans, giving guarantees and providing securities shall not exceed ₹ 1,000,00,00,000/- (Indian Rupees One Thousand Crores only)."

"RESOLVED FURTHER THAT the Board or any other person authorized by the Board be and is hereby authorized to take all necessary decisions and steps from time to time to give effect to the above resolution as it may deem appropriate and to do and perform all such acts, deeds, matters and things as may be necessary, proper or desirable and to settle any questions, difficulties or doubts that may arise in this regard, including power to sub-delegate in order to give effect to this resolution."



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Date: **30th January, 2025**

Place: **Kolkata**

By order of the Board of Directors
VEDANT FASHIONS LIMITED

Registered Office:

19, Canal South Road, Paridhan Garment Park, SDF-1,
A501-502, 4th Floor, Kolkata 700015
West Bengal (INDIA)
CIN- L51311WB2002PLC094677
Phone - 033 61255353
Website www.vedantfashions.com

SD/
Navin Pareek
Company Secretary & Compliance Officer
(ICSI Memb. No. F10672)

NOTES:

1. The Explanatory Statement and reasons for the proposed Special Resolutions pursuant to Section 102 read with Section 110 of the Companies Act, 2013 (“**the Act**”) and Secretarial Standards on General Meetings (“**SS-2**”) setting out material facts are appended herein below.
2. In compliance with the provisions of Sections 108 and 110 and other applicable provisions of the Act read with the Management Rules, the Company is pleased to offer an e-voting facility to all the Members of the Company. For this purpose, the Company has engaged in the services of KFin Technologies Limited (KFin) to facilitate e-voting to enable the Members to cast their votes electronically.
3. In compliance with the MCA Circulars, the Postal Ballot Notice is being sent by electronic mode to those Members whose names appear in the Register of Members/ List of Beneficial Owners maintained by the Company/ RTA as on Friday, 31st January 2025 (“**Cut-off date**”) as received from KFin Technologies Limited (collectively referred to as ‘RTA’) and whose e-mail address is registered with the Company’s RTA.
4. The members whose name appears in the Register of Members/ list of Beneficial Owners as on the cut-off-date, are entitled to vote on the Resolutions set forth in this Postal Ballot Notice. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date. Any person who is not a member as on the cut-off-date should treat this notice for information purposes only.
5. Members can vote only through the e-voting process and accordingly physical copies of this Postal Ballot Notice; Postal Ballot forms and pre-paid Business Reply Envelopes are not being sent to Members for this Postal Ballot.
6. Members may please note that the Postal Ballot Notice will also be available on the Company’s website at www.vedantfashions.com and on the websites of the stock exchanges, i.e., BSE Limited (BSE) at www.bseindia.com and National Stock Exchange of India Limited (NSE) at www.nseindia.com respectively, and on the website of KFin at <https://evoting.kfintech.com>
7. All the material documents referred to in the Explanatory Statement, or as may be relevant to/ connected with the proposed resolutions, shall be available for inspection from 10:00 A.M. to 12:00 Noon on all working days from the date of dispatch of this Postal Ballot Notice at the registered office of the Company till the last date of e-voting by the Members. Members desirous of inspecting the documents referred to in the Notice or Statement may send their requests to complianceofficer@manyavar.com in from their registered e-mail addresses mentioning their names, folio numbers, DP ID and Client ID.

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8. A Member cannot exercise his/ her vote by proxy on Postal Ballot.
9. The Board of Directors has appointed Mr. Anil Kumar Dubey, Partner, M/s. M & A Associates, Practicing Company Secretaries, Kolkata, as the Scrutinizer, to scrutinize the postal ballot process in a fair and transparent manner.
10. The Special Resolution, if passed by the requisite majority, shall be deemed to have been passed on **Sunday, 9th March, 2025** being the last date specified by the Company for e-voting.
11. The resolution passed by Members with requisite majority, through Postal Ballot shall be deemed to have been passed at a General Meeting of Members convened on that behalf.
12. The Resolution, if passed by the requisite majority through postal ballot, shall be deemed to have been passed at a general meeting of the Members.
13. **Process and manner of e-voting:**
 1. The procedure for remote e-voting is as under:

I) Method of login / access to Depositories (NSDL / CDSL) e-voting system in case of individual members holding shares in demat mode

Type of member	Login Method
<u>Individual members holding securities in demat mode with NSDL</u>	<p>A. Instructions for existing Internet-based Demat Account Statement (“IDeAS”) facility Users:</p> <ol style="list-style-type: none">i. Visit the e-services website of NSDL https://eservices.nsdl.com.ii. On the e-services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section.iii. A new page will open, Enter the existing user id and password for accessing IDeAS.iv. After successful authentication, members will be able to see e-voting services under ‘Value Added Services’. Please click on “Access to e-voting” under e-voting services, after which the e-voting page will be displayed.v. Click on company name, i.e. ‘Vedant Fashions Limited’, or e-voting service provider, i.e. KFin.vi. Members will be re-directed to KFin’s website for casting their vote during the remote e-voting period and voting during the Meeting. <p>B. Instructions for those Members who are not registered under IDeAS:</p> <ol style="list-style-type: none">i. Visit https://eservices.nsdl.com for registering.ii. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp.iii. Visit the e-voting website of NSDL https://www.evoting.nsdl.com/.iv. Once the home page of e-voting system is launched, click on the icon “Login” which is available under ‘Shareholder / Member’ section. A new screen will open.v. Members will have to enter their User ID (i.e. the sixteen digits demat account number held with NSDL), password / OTP and a Verification Code as shown on the screen.vi. After successful authentication, members will be redirected to NSDL Depository site wherein they can see e-voting page.







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Type of member	Login Method
	<p>vii. Click on company name, i.e. Vedant Fashions Limited, or e-voting service provider name, i.e. KFin, after which the member will be redirected to e-voting service provider website for casting their vote during the remote e-voting period and voting during the Meeting.</p> <p>C. NSDL Mobile APP</p> <p>i) Members can also download the NSDL Mobile App “NSDL Speede” facility by scanning the QR code for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p> App Store  Google Play</p> <p> </p>
<u>Individual members holding securities in demat mode with CDSL</u>	<p>A. Instructions for existing users who have opted for Electronic Access to Securities Information (“Easi / Easiest”) facility:</p> <p>i. Visit https://web.cdslindia.com/myeasitoken/home/login or www.cdslindia.com</p> <p>ii. Click on New System MyEasi.</p> <p>iii. Login to MyEasi option under quick login.</p> <p>iv. Enter the registered user ID and password for accessing Easi / Easiest.</p> <p>v. Members will be able to view the e-voting Menu.</p> <p>vi. The Menu will have links of KFin e-voting portal and will be redirected to the e-voting page of KFin to cast vote without any further authentication.</p> <p>B. Instructions for users who have not registered for Easi / Easiest</p> <p>i. Visit https://web.cdslindia.com/myeasitoken/home/login for registering.</p> <p>ii. Proceed to complete registration using the DP ID, Client ID (BO ID), etc.</p> <p>iii. After successful registration, please follow the steps given in point no. A above to cast vote.</p> <p>C. Alternatively, instructions for directly accessing the e-voting website of CDSL</p> <p>i. Visit www.cdslindia.com</p> <p>ii. Provide demat Account Number and PAN</p> <p>iii. System will authenticate user by sending OTP on registered mobile and email as recorded in the demat Account.</p> <p>iv. After successful authentication, please enter the e-voting module of CDSL. Click on the e-voting link available against the name of the Company, viz., ‘Vedant Fashions Limited’ or select KFin.</p> <p>v. Members will be re-directed to the e-voting page of KFin to cast vote without any further authentication.</p>
<u>Individual members login through their demat accounts / Website of</u>	<p>A. Instructions for login through Demat Account / website of Depository Participant</p> <p>i. Members can also login using the login credentials of their demat account through their DP registered with the Depositories for e-voting facility.</p> <p>ii. Once logged-in, members will be able to view e-voting option.</p>

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Type of member	Login Method
<u>Depository Participant(s)</u>	<ul style="list-style-type: none"> iii. Upon clicking on e-voting option, members will be redirected to the NSDL / CDSL website after successful authentication, wherein they will be able to view the e-voting feature. iv. Click on options available against Vedant Fashions Limited or KFin. v. Members will be redirected to e-voting website of KFin for casting their vote during the remote e-voting period without any further authentication.
<u>Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.</u>	
<u>Helpdesk for Individual members holding securities in demat mode for any technical issues related to login through NSDL / CDSL:</u>	
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 022-48867000 and 022-24997000.
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43.

II) **Method of login / access to KFin e-voting system in case of individual members holding shares in physical mode and non-individual members in demat mode**

Type of member	Login Method
Members whose email IDs are registered with the Company / Depository Participant(s)	<p>A. Instructions for Members whose email IDs are registered with the Company / Depository Participant(s)</p> <p>Members whose email IDs are registered with the Company / Depository Participant(s) will receive an email from KFin which will include details of E-voting Event Number (EVEN), USER ID and password. They will have to follow the following process:</p> <ul style="list-style-type: none"> i. Launch internet browser by typing the URL: https://evoting.kfintech.com/ ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number), followed by folio number. In case of Demat account, User ID will be DP ID and Client ID. However, if a member is registered with KFin for e-voting, they can use their existing User ID and password for casting the vote. iii. After entering these details appropriately, click on “LOGIN”. iv. Members will now reach password change Menu wherein they are required to mandatorily change the password. The new password shall comprise of a minimum of 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #,\$, etc.). The system will prompt the members to change their password and update their contact details viz. mobile number, email ID etc. on first login. Members may also enter a secret question and answer of their choice to retrieve their password in case they forget it. It is strongly recommended that members do not share their password with any other person and that they take utmost care to keep their password confidential. v. Members would need to login again with the new credentials. vi. On successful login, the system will prompt the member to select the “EVEN”, i.e. ‘Vedant Fashions Limited and click on “Submit”. vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under “FOR/AGAINST” or alternatively, a member may partially enter any number in “FOR” and partially “AGAINST” but the total number in “FOR/AGAINST” taken together shall not exceed the total shareholding as



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Type of member	Login Method
	<p>mentioned herein above. A member may also choose the option ABSTAIN. If a member does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.</p> <p>viii. Members holding multiple folios / demat accounts shall choose the voting process separately for each folio / demat account.</p> <p>ix. Voting has to be done for each item of the Notice separately. In case members do not desire to cast their vote on any specific item, it will be treated as abstained.</p> <p>x. Members may then cast their vote by selecting an appropriate option and click on “Submit”.</p> <p>xi. A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once members have voted on the resolution(s), they will not be allowed to modify their vote. During the voting period, members can login any number of times till they have voted on the Resolution(s).</p> <p>xii. Corporate/ Institutional members (corporate / FIs / FIIs / trust / mutual funds / banks, etc.) are required to send scanned copy (pdf format) of the relevant board resolution to the Scrutinizer through e-mail to xxxxxxxxxxxx with a copy to evoting@kfintech.com. The file scanned image/pdf file of the board resolution should be in the naming format “Vedant Fashions Limited”.</p>
Members whose email IDs are not registered with the Company/ Depository Participant(s)	<p>B. Instructions for Members whose email IDs are not registered with the Company / Depository Participant(s), and consequently the Notice of Meeting and e-voting instructions cannot be serviced</p> <p>i. Members, who have not registered their email address may send an email request at the email id einward.ris@kfintech.com along with scanned copy of the request letter, duly signed, providing their email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the Notice and e-voting instructions.</p> <p>ii. After receiving the e-voting instructions, please follow all the above steps to cast vote by electronic means.</p> <p>iii. It is clarified that for permanent registration of the email address,</p> <ul style="list-style-type: none">• Shareholders holding shares in physical mode are hereby notified that based on SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023, all holders of physical securities in listed companies shall register the postal address along with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. Moreover, to avail online services, the security holders can register their email IDs. Shareholders can register/update the contact details through submitting the requisite Form ISR-1 along with the supporting documents. Form ISR-1 can be obtained by clicking on the link https://ris.kfintech.com/clientservices/isc/isrforms.aspx. Form ISR-1 and the supporting documents can be provided by any one of the following modes:<ul style="list-style-type: none">a) Through ‘In Person Verification’ (IPV), the authorised person of KFin shall verify the original documents furnished by the shareholder and retain copy(ies) with IPV stamping with date and initials;b) Through hard copies which are self-attested, which can be shared on the address of KFin;c) Through electronic mode with e-sign by following the link https://ris.kfintech.com/clientservices/isc/default.aspx.

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Type of member	Login Method
	Detailed FAQs are available on KFin's weblink https://ris.kfintech.com/faq.html . <ul style="list-style-type: none">Shareholders holding shares in electronic mode may reach out to the respective Depository Participant(s), where the Demat account is being held for updating the email IDs and mobile number.

III) Method for obtaining User ID and password for shareholders who have forgotten the User ID and password

Members who have forgotten the User ID and password or any person who acquires shares of the Company and becomes a member after despatch of the Notice and holding shares as on Cut-off date	<p>Members who have forgotten the User ID and password or any person who acquires shares of the Company and becomes a member after despatch of the Notice and holding shares as on Cut-off date, may obtain / retrieve the same in the manner mentioned below:</p> <p>i) If the mobile number of the member is registered against Folio No. / DP ID Client ID, the member may send SMS: MYEPWD<space>E-voting Event Number (EVEN) + Folio No. or DP ID Client ID to +91 9212993399</p> <p>Example for NSDL: MYEPWD<SPACE> IN12345612345678 Example for CDSL: MYEPWD<SPACE> 1402345612345678 Example for Physical: MYEPWD<SPACE> XXXX1234567890</p> <p>ii) If email ID of the member is registered against Folio No. / DP ID Client ID, then on the home page of https://evoting.kfintech.com, the member may click 'Forgot password' and enter Folio No. or DP ID Client ID and PAN to generate a password.</p> <p>iii) Members may send an email request to evoting@kfintech.com. If the member is already registered with the KFin e-voting platform, then such member can use his / her existing User ID and password for casting the vote through remote e-voting.</p> <p>iv) Members may call KFin toll free number 1-800-309-4001 for any clarifications / assistance that may be required.</p>
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2. In case of any queries, the shareholders may refer the Frequently Asked Questions (FAQs) and e-voting User Manual available at the download section of <https://evoting.kfintech.com>. In case of any queries / concern / grievances, the shareholders may contact Mr. Ganesh Chandra Patro, Depy. Vice President, KFin, Selenium, Tower B, Plot 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Rangareddi-500032, Telangana India, at email: einward.ris@kfintech.com; 1-800-309-4001 (toll free).

General Information

14. Documents for inspection: The relevant documents referred to in this Notice are available for inspection by the Members through electronic mode. The Members may write to the Company at complianceofficer@manyavar.com in that regard, by mentioning "Request for Inspection" in the subject of the Email.
15. The Scrutinizer shall, immediately after the conclusion of voting on Sunday, 9th March, 2025, unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company, and make a consolidated Scrutinizer's report of the total votes cast in favor or against, if any, and submit the same to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of voting forthwith.



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16. Once declared, the Results along with the Scrutinizer's report will be placed on the Company's website at www.vedantfashions.com and website of KFin at <https://evoting.kfintech.com>. The Company shall forward the results to BSE Limited and the National Stock Exchange of India Limited, where the shares of the Company are listed, as also displayed in the Notice Board at the Registered Office of the Company, within 2 working days from the conclusion of the voting. The Results on resolutions shall be declared no later than 2 working days from the conclusion of the meeting of the Company and subject to the receipt of requisite number of votes, the resolutions shall be deemed to be passed on the meeting date i.e., Sunday, 9th March, 2025.
17. KPRISM - Mobile service application by KFin: Members are requested to note that KFin has launched a mobile application - KPRISM and website <https://kprism.kfintech.com/app/> for online service to Members. Members can download the mobile application, register themselves (one time) for availing host of services viz., consolidated portfolio view serviced by KFin, dividend status and send requests for change of address, change/update bank mandate. Through the mobile application, Members can download annual reports, standard forms and keep track of upcoming general meetings and dividend disbursements. The mobile application is available for download from Android Play Store.
18. Submission of PAN: The SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are therefore requested to submit their PAN to their DPs with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company or to KFin.
19. SEBI has established a common Online Dispute Resolution Portal ('ODR Portal') for resolution of disputes arising in the Indian Securities Market. Pursuant to this, post exhausting the option to resolve their grievance with the RTA/Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>) and the same can also be accessed through the Company's Website.



VEDANT FASHIONS
- LIMITED -

CIN: L51311WB2002PLC094677

Email: secretarial@manyavar.com | Website: www.vedantfashions.com

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 1

The shareholders in the Extra-Ordinary General Meeting held on 4th September 2021, had approved providing loans, giving guarantees, providing securities and making investments, up to an aggregate amount of ₹ 1,000,00,00,000.00 (Indian Rupees One Thousand Crores only).

In supersession of the resolution passed by shareholders on 4th September 2021 and considering the current state of investment, increasing bank balances and business performance, the Board proposes increasing the overall limit for loans, guarantees, securities and investments covered under Section 186 of the Act to ₹ 1,500,00,00,000/- (Indian Rupees One Thousand and Five Hundred Crores Only). However, the total limit for providing loans, giving guarantees and providing securities shall not exceed ₹ 1,000,00,00,000/ (Indian Rupees One Thousand Crores only). The additional amount of ₹ 500,00,00,000 (Indian Rupees Five Hundred Crores Only) will only be utilized for the purpose of making investments under the purview of section 186 of the Companies Act 2013.

The Board recommends passing of the resolution set out in Item No.1 as a special resolution.

No Director, Key Managerial Personnel of the Company, and their relatives are in any way concerned or interested, financially or otherwise, in the passing of the Resolution at Item No.1 of the accompanying Postal Ballot Notice.

Date: **30th January 2025**

Place: **Kolkata**

Registered Office:

19, Canal South Road, Paridhan Garment Park, SDF-1,
A501-502, 4th Floor, Kolkata 700015
West Bengal (INDIA)
CIN- L51311WB2002PLC094677
Phone - 033 61255353
Website www.vedantfashions.com

By order of the Board of Directors
VEDANT FASHIONS LIMITED

SD/
Navin Pareek
Company Secretary & Compliance Officer
(ICSI Memb. No. F10672)