

VEDANT FASHIONS LIMITED

CIN: L51311WB2002PLC094677

Email: secretarial@manyavar.com | Website: www.vedantfashions.com | Phone: 033-61255353

Notice of the Twenty-Third Annual General Meeting of the members of Vedant Fashions Limited

Notice is hereby given that the **Twenty-Third (23rd) Annual General Meeting ('AGM')** of the Members of Vedant Fashions Limited ("the Company") will be held on **Thursday, the 4th day of September, 2025, at 3:30 P.M. (IST)**, through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM"), to transact the following business(es):

ORDINARY BUSINESS(ES):

1. Adoption of Audited Financial Statements of the Company for the financial year ended March 31, 2025 and the Reports of the Board of Directors and Auditors thereon

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

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

"RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 and Rules thereunder, the Audited Financial Statements of the Company for the Financial Year ended March 31, 2025, comprising the Balance Sheet as on March 31, 2025, the Statement of Profit and Loss, the Statement of Cash Flows and the Statement of Changes in Equity for the year ended as on that date, together with the Annexures / Schedules / Notes thereon and the Reports of Directors and Auditors thereon, as circulated to the Members, be and are hereby approved and adopted."

2. Declaration of Dividend

To declare a Dividend for the financial year ended March 31, 2025. The Board of Directors has recommended a Dividend of ₹8.00/- (Indian Rupees Eight only), per fully paid-up equity share of ₹1/- (Indian Rupees One only) each.

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 123 and other applicable provisions of the Companies Act, 2013, read with Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force)

and as per the power entrusted in the provisions of the Articles of Association of the Company, the members of the Company do hereby approve a final dividend at the rate of ₹8/- (Indian Rupees Eight only) per equity share of ₹1/- (Indian Rupee One only), to be paid out of the surplus in the profit and loss account or out of the profits of the Company for the year ended March 31, 2025, as the case may be and remit the same to the respective members.

RESOLVED FURTHER THAT the Board of Directors of the Company (which shall include any Committee and/or officer(s) authorised thereto) be and are hereby authorised to take all necessary steps to ensure remittance of the dividend to the Shareholders after complying with provisions of the applicable law, if any and to do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper and expedient for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto."

3. Re-appointment of Mr. Ravi Modi, as a Director liable to retire by rotation

To appoint a Director in place of Mr. Ravi Modi (DIN: 00361853), who retires by rotation and being eligible, offers himself for re-appointment as a Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, read with rules made thereunder, Mr. Ravi Modi (DIN: 00361853), Director of the Company who retires by rotation at this meeting and being eligible offers himself for re-appointment, be and is hereby re-appointed as Director of the Company, in the same capacity and at the same terms and conditions, liable to retirement by rotation."

SPECIAL BUSINESS:

4. Appointment of Secretarial Auditor

To approve the appointment of M/s. M & A Associates, a Firm of Company Secretaries (FRN: P2019WB076400), as the Secretarial Auditor of the Company for a term of 5 (Five) consecutive years, i.e. from financial year

2025-26 to financial year 2029-30 and to fix their remuneration.

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’), read with the Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and in accordance with the provision of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and other applicable laws, rules and regulations (including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force), including any circulars issued thereunder and pursuant to the recommendation of the Audit Committee and the Board of Directors of the Company (‘the Board’ at their respective meetings held on June 25, 2025, consent of the members

of the Company be and is hereby accorded for the appointment of M/s. M & A Associates, a Firm of Company Secretaries (FRN: P2019WB076400), who have confirmed their eligibility as per the requirements of Regulation 24A of the SEBI Listing Regulations and circulars issued thereunder, as the Secretarial Auditor of the Company for a term of five (5) consecutive financial years, commencing from FY 2025-26 up to FY 2029-30, at such remuneration as set out in the Explanatory Statement annexed hereto.

RESOLVED FURTHER THAT the Chairman & Managing Director, the Chief Financial Officer and the Compliance Officer of the Company, be and are hereby severally authorized to vary, alter, enhance or widen the annual remuneration, plus applicable taxes and out-of-pocket expenses, payable to the Secretarial Auditor for the said tenure, from time to time and to do all such acts, deeds, matters, and things as may be considered necessary, desirable, incidental or expedient to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard.”

Date: July 30, 2025
Place: Kolkata

By Order of the Board of Directors,
VEDANT FASHIONS LIMITED

Registered Office:

A501-502, 4th Floor, SDF-I,
Paridhan Garment Park,
19, Canal South Road, Kolkata 700015, West Bengal (INDIA)
CIN- L51311WB2002PLC094677
Phone - 033 6125 5353
Website - www.vedantfashions.com
Email - secretarial@manyavar.com

SD/-
NAVIN PAREEK
Company Secretary
(ICSI Memb. No. F10672)

NOTES:

1. **Explanatory Statement:** The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") setting out material facts concerning the business under Item No. 4 of the accompanying Notice, are annexed hereto.
2. **Holding of AGM through VC/OAVM:** The Ministry of Corporate Affairs ("MCA") has vide its circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 and the Securities and Exchange Board of India ("SEBI") vide its circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023, October 7, 2023 and October 3, 2024 (collectively referred to as "Applicable Circulars") permitted holding of the Annual General Meeting through VC/OAVM, without the physical presence of the Members at a common venue till September 30, 2025.

In compliance with the applicable provisions of the Act, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") read with the Applicable Circulars, the Company has decided to convene the 23rd AGM as an e-AGM and the Members can attend and participate in 23rd AGM through VC/OAVM through log in credentials provided to them for the same. The deemed venue for 23rd AGM shall be the Registered Office of the Company, i.e., Paridhan Garment Park, 19 Canal South Road, SDF-1, 4th Floor, A501-A502, Kolkata - 700015.

3. Since the AGM will be held through VC/OAVM Facility, the Route Map is not annexed in this Notice.
4. Your Company has appointed KFin Technologies Limited ("KFin" or "KFintech" or "RTA") to provide facility for voting through remote e-Voting, e-Voting during e-AGM and for participation in 23rd AGM through VC/OAVM Facility.
5. **Re-appointment of Director:** Pursuant to the provisions of 36(3) of the Listing Regulations and the Secretarial Standard on General Meetings ('SS2'), the relevant information in respect of the Director seeking re-appointment at the AGM is attached as an Annexure and forms an integral part of this Notice.
6. **Dispatch of Annual Report through Electronic Mode & Procedure for obtaining the Annual Report, AGM Notice, and e-voting instructions by Members whose email addresses are not registered with the Depositories/not submitted to the RTA:**

Pursuant to Section 101 and Section 136 of the Act read with the relevant Rules made thereunder, to support the "Green Initiative" announced by the Government of India; read with the MCA Circulars and Regulation 36(1)(a) of the Listing Regulations, the Annual Report

for the Financial Year 2024-25 including the Notice of the e-AGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. It is accordingly requested that those members who have not yet registered their email addresses are requested to get their email addresses registered by following the procedure given below.

Further, in compliance with Regulation 36(1)(b) of the Listing Regulations, a letter providing the web-link, including the exact path, where Annual Report for the financial year 2024-25 is available is being sent to those members whose e-mail address are not registered with the Depositories/not submitted to the RTA.

In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of <https://evoting.kfintech.com> (KFintech Website) or contact Mr. Anandan, at evoting@kfintech.com or call KFintech's toll free No. 1-800-309-4001 for any further clarifications.

Further, the Annual Report 2024-25 including Notice of 23rd AGM will be available on the Company's corporate website at www.vedantfashions.com. The same can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com and on the website of KFin at <https://evoting.kfintech.com>.

However, the Shareholders of the Company may request physical copy of the Annual Report (inclusive of AGM Notice) from the Company by sending a request at complianceofficer@manyavar.com, in case they wish to obtain the same.

7. **Proxy & Authorized Representative:** Pursuant to Section 105 of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf, who may or may not be a Member of the Company. In terms of the Applicable Circulars, since the physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the 23rd AGM, and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

However, in pursuance of Section 112 and Section 113 of the Act, Institutional / Corporate Shareholders (i.e., other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the e-AGM on its behalf and to vote either through remote e-voting or during the e-AGM. The said Resolution/Authorization should be sent electronically through their

registered email address to the Scrutinizer at info@mandaassociates.in with a copy marked to evoting@kfintech.com and secretarial@manyavar.com.

8. **Attending the AGM:** Pursuant to the provisions of the circulars of AGM on the VC / OAVM:

- A. Members can attend the meeting through log in credentials provided to them to connect to Video Conferencing. Physical attendance of the Members at the Meeting venue is not required.
- B. The Members can join e-AGM fifteen minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
- C. As per the Applicable Circulars up to 2,000 Members will be able to join e-AGM on a first-come-first-served basis. However, the large shareholders (i.e., shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc. can attend e-AGM without any restriction on account of first-come-first-served principle.
- D. Member's log-in to the Video Conferencing platform using the remote e-voting credentials shall be considered for record of attendance of such member for e-AGM and such Member attending the Meeting will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

9. **Procedure / Instructions for joining the e-AGM through VC / OAVM:**

- A. Member will be provided with a facility to attend the e-AGM through Video Conferencing platform provided by KFin, which can be accessed at <https://emeetings.kfintech.com/> by clicking "Video Conference" and login by using the remote e-voting credentials. The link for e-AGM will be available in 'shareholders / members' login where the EVENT and the Name of the Company can be selected.
- B. Please note that the Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice.
- C. Members are encouraged to join the Meeting through Desktop/Laptops with Google Chrome for better experience.

D. Further, Members will be required to allow camera when they speak and hence Members are requested to use high speed Internet to avoid any disturbance during the meeting.

E. Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

F. Members who will be present in the e-AGM and have not cast their vote through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting at the e-AGM. Please use your login credentials for accessing both the remote e-voting and e-AGM through VC / OAVM platform. If you forget your password, you can reset your password by using "Forgot user details/Password" option available on <https://evoting.kfintech.com>.

10. **Electronic voting:** In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI vide circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to e-Voting Facility Provided by Listed Entities, the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by KFintech, on all the resolutions set forth in this Notice. The instructions for e-Voting are given herein below.

However, in pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on "e-Voting facility provided by Listed Companies", e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.

Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.

11. Procedure for 'remote e-voting' and 'e-voting at the AGM' ("Insta Poll"):

A. Remote E-Voting Facility:

The Company is providing to its members, facility to exercise their right to vote on the resolutions proposed to be passed at the AGM by electronic means ("e-voting"). Members may cast their votes remotely, using an electronic voting system on the dates mentioned herein below ("remote e-voting").

The remote e-voting period commences on Monday, September 01, 2025 from 9.00 a.m. IST and ends on Wednesday, September 03, 2025, at 5.00 p.m. IST and Members holding shares in dematerialized form, as on cut-off date, may cast their votes electronically. The remote e-voting module shall be disabled thereafter. Once the vote on a resolution is cast by the Member, the Member

shall not be allowed to change it subsequently. A person who is not a member as on the cut-off date should treat this Notice for information purpose only.

B. Instructions for Voting through electronic means (Remote e-voting)

The details of the process and manner for remote e-Voting and e-AGM are explained herein below:

Step 1 : Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access to KFinTech e-Voting system in case of shareholders holding shares in physical and non-individual shareholders in demat mode.

Step 3 : Access to join virtual meeting (e-AGM) of the Company on KFin system to participate e-AGM and vote at the AGM.

Details on Step 1 are mentioned below:

I) Login method for remote e-Voting for Individual shareholders holding securities in demat mode.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	1. User already registered for IDeAS facility: <ol style="list-style-type: none"> Visit URL: https://eservices.nsdl.com Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting" Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period.
	2. User not registered for IDeAS e-Services <ol style="list-style-type: none"> To register click on link : https://eservices.nsdl.com Select "Register Online for IDeAS" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Proceed with completing the required fields. Follow steps given in points 1
	3. Alternatively by directly accessing the e-Voting website of NSDL <ol style="list-style-type: none"> Open URL: https://www.evoting.nsdl.com/ Click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen. Post successful authentication, you will be requested to select the name of the company and the e-Voting Service Provider name, i.e.KFinTech. On successful selection, you will be redirected to KFinTech e-Voting page for casting your vote during the remote e-Voting period.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<p>1. Existing user who have opted for Easi / Easiest</p> <p>I. Visit URL: https://web.cdslindia.com/myeasitoken/home/login OR URL: www.cdslindia.com</p> <p>II. Click on New System Myeasi</p> <p>III. Login with your registered user id and password.</p> <p>IV. The user will see the e-Voting Menu. The Menu will have links of ESP i.e. KFintech e-Voting portal.</p> <p>V. Click on e-Voting service provider name to cast your vote.</p> <p>2. User not registered for Easi/Easiest</p> <p>I. Option to register is available at https://web.cdslindia.com/myeasitoken/home/login OR URL: www.cdslindia.com</p> <p>II. Proceed with completing the required fields.</p> <p>III. Follow the steps given in point 1</p> <p>3. Alternatively, by directly accessing the e-Voting website of CDSL</p> <p>I. Visit URL: www.cdslindia.com</p> <p>II. Provide your demat Account Number and PAN No.</p> <p>III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account.</p> <p>IV. After successful authentication, user will be provided links for the respective ESP, i.e KFintech where the e- Voting is in progress.</p>
Individual Shareholder login through their demat accounts / Website of Depository Participant	<p>I. You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility.</p> <p>II. Once logged-in, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature.</p> <p>III. Click on options available against company name or e-Voting service provider – Kfintech and you will be redirected to e-Voting website of KFintech for casting your vote during the remote e-Voting period without any further authentication.</p>

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.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Securities held with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000
Securities held with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Details on Step 2 are mentioned below:

II) Login method for e-Voting for shareholders other than Individual's shareholders holding securities in demat mode and shareholders holding securities in physical mode.

- (A) Members whose email IDs are registered with the Company/ Depository Participants (s), will receive an email from KFintech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:
- 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) xxxx, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.
 - iii. After entering these details appropriately, click on "LOGIN".
 - iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 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 you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
 - v. You need to login again with the new credentials.
 - vi. On successful login, the system will prompt you to select the "EVEN" i.e., 'Vedant Fashions Limited - AGM' 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, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the 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.
 - viii. Members holding multiple folios/ demat accounts shall choose the voting process separately for each folio/ demat accounts.
 - ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
 - x. You may then cast your vote by selecting an appropriate option and click on "Submit".
 - xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
 - xii. Corporate/ Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to cast its vote through remote e-voting. Together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email id info@mandaassociates.in with a copy marked to evoting@kfintech.com. The scanned image of the above-mentioned documents should be in the naming format "Corporate Name_ Even No."

- (B) Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the Annual Report, Notice of AGM and e-voting instructions cannot be serviced, will have to follow the following process:

Details on Step 3 are mentioned below

III) Instructions for all the shareholders, including Individual, other than Individual and Physical, for attending the AGM of the Company through VC/OAVM and e-Voting during the meeting.

- i. Member will be provided with a facility to attend the AGM through VC / OAVM platform provided by KFinTech. Members may access the same at <https://emeetings.kfintech.com/> by using the e-voting login credentials provided in the email received from the Company/KFinTech. After logging in, click on the Video Conference tab and select the EVEN of the Company. Click on the video symbol and accept the meeting etiquettes to join the meeting. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned above.
- ii. Facility for joining AGM through VC/OAVM shall open 15 minutes before the commencement of the Meeting.
- iii. Members are encouraged to join the Meeting through Laptops/ Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox 22.
- iv. Members will be required to grant access to the webcam to enable VC / OAVM. Further, Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- v. As the AGM is being conducted through VC / OAVM, for the smooth conduct of proceedings of the AGM, Members are encouraged to express their views / send their queries in advance mentioning their name, demat account number / folio number, email id. Questions / queries received by the Company till 24 hours before the AGM date shall only be

considered and responded during the AGM.

- vi. Facility of joining the AGM through VC / OAVM shall be available for at least 2000 members on first come first served basis.
- vii. Institutional Members are encouraged to attend and vote at the AGM through VC / OAVM.

C. Instructions for e-voting at the AGM (Insta Poll)

- i. Only those Members, who will be attending the e-AGM and who have not already cast their votes by remote e-voting prior to the meeting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system at e-AGM. Members who have cast their votes by remote e-voting prior to the meeting, may attend e-AGM but shall not be entitled to cast their votes again at the meeting. Kindly refer remote e-voting instruction to understand e-voting during the e-AGM.
- ii. The Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the AGM. E-voting during the AGM is integrated with the VC / OAVM platform. The Members may click on the voting icon displayed on the screen to cast their votes.
- iii. A Member can opt for only single mode of voting i.e., through Remote e-voting or voting at the AGM. If a Member cast votes by both modes, then voting done through Remote e-voting shall prevail and vote at the AGM shall be treated as invalid.
- iv. The procedure for e-voting during the AGM is same as the instructions mentioned above for remote e-voting since the AGM is being held through VC / OAVM. The e-voting window shall be activated upon instructions of the Chairman of the AGM during the AGM. E-voting during the AGM is integrated with the VC / OAVM platform, and no separate login is required for the same.
- v. The Voting Rights shall be in proportion to their shares in the paid-up equity shares capital of the company as on the cut-off date i.e., Thursday, August 28, 2025. A person, whose name is recorded in the Register of Members or in the Register of beneficial owners (in case of electronic shareholding) maintained by the depositories as on the cut-off date, i.e., Thursday, August 28, 2025 only shall be entitled to avail the facility of remote e-voting provided to cast votes or for participation and voting in the e-AGM.

12. Procedure to raise questions / seek clarifications with respect to the Annual Report

A. Submission of questions / queries prior to e-AGM: Members desiring any additional information with regard to Accounts/ Annual Reports or having any other question or query are requested to write to the Company Secretary on the Company's email id i.e. secretarial@manyavar.com at least 2 days before the date of the e-AGM so as to enable the Management to keep the information ready. Please note that, members questions will be answered only if they continue to hold the shares as of cut-off date. The Members who wish to post their questions prior to the meeting can do the same by visiting <https://emeetings.kfintech.com>. Please login through the user id and password provided in the mail received from Kfintech. On successful login, select 'Post Your Question' option in the window provided. The window shall be activated during the remote e-voting period and shall be closed 24 hours before the time fixed for the e-AGM.

B. Speaker Registration: The Members who wish to speak during the meeting may register themselves as speakers for the AGM to express their views. They can visit <https://emeetings.kfintech.com> and login through the user id and password provided in the mail received from Kfintech. On successful login, select 'Speaker Registration' which will be opened during the remote e-voting period and shall be closed 24 hours before the time fixed for the e-AGM. Members shall be provided a 'queue number' before the meeting. The Company reserves the right to restrict the speakers at the AGM to only those Members who have registered themselves, depending on the availability of time for the AGM.

C. Due to limitations of transmission and coordination during the e-AGM, the Company may have to dispense with or curtail the Speaker Session and/ or limit the number of Speakers at its discretion, hence shareholders are encouraged to send their questions etc. in advance as provided hereinabove. Please note that, Members' questions will be answered only if they continue to hold shares as on the cut-off date.

13. Dividend Related Information

The dividend, as recommended by the Board of Directors, if approved at the AGM, will be paid on or after Friday, September 05, 2025 to those Members, whose names are registered in the Company's Register of Members as Beneficial Owners as at the end of business hours on Thursday, August 28, 2025 as per the lists to be furnished by NSDL and CDSL in respect of the shares held in electronic form, which are maintained with KFin (RTA) having their address at

Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana – 500032 (India).

The Company shall make the payment of dividend to those Members directly in their bank accounts whose bank account details are available with the Company and those who have given their mandate for receiving dividends directly in their bank accounts through the National Electronic Clearing Service ("NECS").

In case, the Company is unable to electronically transfer the dividend to any Member due to non-availability of their bank account details, the Company/RTA shall dispatch the dividend warrant/cheque to them by post.

Pursuant to Finance Act 2020, dividend income is taxable in the hands of members w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to members at rates prescribed in the Income Tax Act, 1961 ("IT Act"). For the prescribed rates for various categories, the members are requested to refer to the Finance Act, 2020 and amendments thereof. The members are requested to update their Residential Status, PAN and category as per the IT Act with the Depositories Participants (in case of shares held in demat mode).

(A) Resident Shareholders

For resident shareholders, taxes shall be deducted at source under Section 194 of the IT Act as follows:

Particulars	TDS Rate
Members having valid Permanent Account Number (PAN)	10%
Members not having PAN* / invalid PAN* / inoperative PAN**	20%

** As per Section 206AA of the IT Act, TDS will be deducted at 20%, regardless of dividend amount, if PAN of the member other than individual is not registered with the Company / KFinTech / Depository Participant. In case of individual members, if PAN is not registered with the Company / KFinTech / Depository Participant & cumulative dividend payment to an individual member is more than INR 10,000/- during the financial year 2025-26, TDS / Withholding tax will be deducted at 20% under Section 206AA of the IT Act.*

*** As per Section 139AA of the IT Act read with Rule 114AAA of the Income Tax Rules, 1962 ("IT Rules"), every person who has been allotted a PAN and who is eligible to obtain Aadhaar, shall be required to link the PAN with Aadhaar. In case of failure to comply with this, the PAN allotted shall be deemed to be invalid/inoperative and he shall be liable to all consequences under the IT Act and tax shall be deducted at the higher rates as prescribed under the IT Act.*

However, no tax shall be deducted on the dividend payable to a resident individual if the total dividend to be received by them during the financial year 2025-26 does not exceed INR 10,000. Also, no TDS shall be deducted if the Resident Individual

Shareholder provides duly signed Form 15G or Form 15H (as applicable), provided that form is accurately filled, and it meets the prescribed eligibility conditions under the IT Act and IT Rules.

With respect to shareholders being Mutual Funds, self-attested copy of registration certificate with SEBI and PAN card along with self-declaration that the mutual fund is notified mutual fund u/s 10(23D) of IT Act will be required for non-deduction of TDS.

With respect to shareholders being Life Insurance Corporation ("LIC"), General Insurance Company ("GIC"), Other Insurer for whom Section 194 of the IT Act is not applicable, self-attested copy of registration / exemption certificate substantiating applicability of section 194 of the IT Act along with PAN card will be required for non-deduction of TDS.

With respect to shareholders submitting order under Section 197 of the IT Act, lower/NIL withholding tax certificate obtained from Income Tax authorities along with self-attested copy of PAN card will be required. Accordingly, the rate of tax mentioned in the order under Section 197 of the IT Act will be taken for the purpose of withholding tax.

With respect to shareholders being Category I or Category II Alternative Investment Fund (AIF), a self-declaration that its income is exempt under Section 10(23FBA) of the IT Act, self-attested copy of SEBI registration certificate and self-attested copy of the PAN card will also be required for non-deduction of TDS.

In case of any other entity exempt from withholding tax under the provisions of Section 197A of the IT Act and entities as provided in Circular No.18 of 2017, the authorized signatory shall submit a self-declaration duly signed with stamp affixed for the purpose of claiming exemption from TDS along with self-attested copy of PAN card.

With respect to shareholders mentioned under Section 196 of the IT Act such as Government, Reserve Bank of India and/or any corporation established by or under a Central Act which is, under any law for the time being in force, exempt from income- tax on its income, self-declaration along with any documentary evidence that the person is covered under section 196 of the Act and a self-attested copy of the PAN card.

(B) Non-Resident Shareholders

Non-resident shareholders [including Foreign Institutional Investors (FIIs) / Foreign Portfolio

Investors(FPIs)] are subject to TDS @ 20% (plus applicable surcharge and cess) or rates specified under Double Taxation Avoidance Agreement, whichever is lower.

Non-resident shareholder can avail beneficial rates under tax treaty between India and their country of tax residence, subject to providing necessary documents –

- (i) Self-attested copy of PAN Card. In case of persons not having a PAN, Tax Identification Number of the shareholder in the country or specified territory of his residence and in case no such number is available, then a unique number on the basis of which the shareholder is identified by the Government of that country or the specified territory of which he claims to be a resident.
- (ii) Tax Residency Certificate obtained from the tax authorities of the country of which the shareholder is a resident.
- (iii) Copy of Form 10F as per the rules prescribed in the Income Tax Rules, 1962 filed electronically on the Indian Income Tax Portal ***
- (iv) Self-declaration from Non-resident shareholders, primarily covering the following:
 - Non-resident is eligible to claim the benefit of respective tax treaty;
 - Non-resident will continue to remain a tax resident of the country of your residency during the Financial Year 2025-26;
 - Non-resident receiving the dividend income is the beneficial owner of such income.
 - Dividend income is not attributable / effectively connected to any Permanent Establishment (PE) or Fixed Base or Business Connection or Place of Effective Management in India.
 - Non-resident complies with any other condition prescribed in the relevant Tax Treaty and provisions under the Multilateral Instrument ('MLI').

*** Furnishing Form 10F on the Indian Income Tax Portal is mandated by Notification No. 03/2022, dated 16-07-2022. Shareholders shall need to login into the Income Tax Portal and file the Form 10F online and share the final copy with us.

Note - The Company is not obligated to automatically apply the beneficial DTAA rates at the time of tax deduction/withholding on dividend amounts. Application of DTAA rates shall depend upon the

completeness of the documents submitted by the Non-Resident shareholders and review to the satisfaction of the Company.

Declaration under Rule 37BA

In terms of Rule 37BA of the Income Tax Rules 1962, if dividend income on which tax has been deducted at source is assessable in the hands of a person other than the deductee, then such deductee should file a declaration with the company in the manner prescribed in the Rules.

For this purpose the shareholder may submit the above documents (PDF / JPG Format) by uploading with KFin at <https://ris.kfintech.com/form15> or email to einward.ris@kfintech.com or complianceofficer@manyavar.com. The aforesaid declarations and documents need to be submitted by the shareholders by Friday, August 29, 2025.

Kindly note any forms, declarations and documents that are incomplete and/or unsigned or submitted after Friday, August 29, 2025 (7.00 pm I.S.T.) will not be considered by the Company.

Members may please note that in case the tax on said dividend is deducted at a higher rate in absence of receipt, non-compliance of prescribed procedure or insufficiency of the aforementioned details/documents from you, an option is available to you to file the return of income as per IT Act and claim appropriate refund, if eligible. No claim shall lie against the Company for such taxes deducted. Shareholders, whose valid PAN is updated, will be able to see the credit of TDS in Form 26AS, which can be downloaded from their e-filing account.

In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided / to be provided by the Shareholder(s), such Shareholder(s) will be responsible to indemnify the Company and also, provide the Company with all information / documents and co-operation in any appellate proceedings.

This communication is not exhaustive and does not purport to be a complete analysis or listing of all potential tax consequences in the matter of dividend payment. Members should consult their tax advisors for requisite action to be taken by them.

Unclaimed Dividend: The details of members who have not claimed their dividend for the financial year 2021-22, 2022-23 and 2023-24 are made available on the Company's website at <https://www.vedantfashions.com/>. Members who have not encashed/claimed their dividend pertaining to the financial year 2021-22, 2022-23 and 2023-24 are advised to write to the Company or KFin immediately, claiming dividends declared by the Company. Pursuant to the provisions

of Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer & Refund) Rules, 2016, the amount of dividend and the underlying shares on which dividends remain unpaid or unclaimed for a period of seven consecutive years or more shall be transferred to the Investor Education and Protection Fund (IEPF) Authority as notified by the Ministry of Corporate Affairs.

14. Other Instructions:

- I. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM.
- II. Any person who acquires shares of the Company and becomes a Member of the Company after despatch of the Notice and holding shares as of the cut-off date i.e., Thursday, August 28, 2025, may obtain the User ID and Password in the manner as mentioned below:
 - a. If the mobile number of the Member is registered against Folio No. / DP ID Client ID, the Member may send SMS: MYEPWDE-voting Event Number + Folio No. or DP ID Client ID to +91 9212993399
 Example for NSDL:
 MYEPWD IN12345612345678
 Example for CDSL:
 MYEPWD 1402345612345678
 - b. 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.
 - c. Members may call KFin toll free number 1800 309 4001.
 - d. 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.
- III. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Thursday, August 28, 2025, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.

General Information

15. **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 secretarial@manyavar.com in that regard, by mentioning "Request for Inspection" in the subject of the Email.

The Register of Directors and Key Managerial Personnel and their shareholdings, maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Act and the Certificate from Auditors of the Company in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021, will also be made available for inspection by the Members on request made as above.

16. 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.
17. The Scrutinizer shall, immediately after the conclusion of voting at the meeting, first count the votes cast vide e-voting at the e-AGM and thereafter, 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.
18. Once declared, the Results along with the consolidated 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 meeting. The Results on resolutions shall be declared not 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., Thursday, September 04, 2025.
19. **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.

20. **Submission of PAN:** The SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in 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
21. Shareholders who hold shares in dematerialized form and wish to update their PAN, KYC and nomination details are requested to contact their respective Depository Participants.
22. **Nomination:** Pursuant to Section 72 of the Act read with the Rules made thereunder, Members holding shares in electronic form may contact their respective DPs for availing the facility of nomination in respect of shares held by them. The Nomination form can be downloaded from the Company's website at <https://www.vedantfashions.com/assets/pdf/Form-ISR-1.pdf> or KFin's website at <https://ris.kfintech.com/clientservices/isr/sh13.aspx>.
23. SEBI has established a common Online Dispute Resolution Portal ('ODR Portal') vide Circular dated July 31, 2023 (updated as on December 20, 2023), introduced the Online Dispute Resolution (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.
24. **Online application for Investor Query:** Members are hereby notified that our RTA, KFin Technologies Limited, basis the SEBI Circular (SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/72) dated Jun 08, 2023, has launched an online application which can be accessed at <https://ris.kfintech.com/default.aspx#>Investor Services>Investor Support>. Members are requested to register / signup, using the Name, PAN, Mobile and email ID. Post registration, user can login via OTP and execute activities like, raising Service Request, Query, Complaints, check for status, KYC details, Dividend, Interest, Redemptions, e-Meeting and e-Voting details.

Quick link to access the signup page : <https://kprism.kfintech.com/signup>

25. Senior Citizens - Investor Support:

As part of the initiative, our RTA, in order to enhance the investor experience for Senior Citizens, has newly formed a Senior Citizens investor cell to assist exclusively Senior Citizens in redressing their grievances, complaints, and queries. The special cell closely monitors the complaints coming from Senior Citizens through this channel and handholds them at every stage of the service request till closure of the grievance.

Senior Citizens wishing to avail this service can send the communication with the below details to the email id, senior.citizen@kfintech.com. Senior Citizens (above 60 years of age) have to provide the following details :

1. ID proof showing Date of Birth
2. Folio Number
3. Company Name
4. Nature of Grievance

A dedicated Toll-free number for Senior Citizens can also be accessed at 1-800-309-4006 for any queries or information

26. **Gift distribution:** The Company does not give gifts, gift coupons or cash in lieu of gifts to its Members and also does not offer its products at discounted rates. However, the Company is committed to the Members' wealth maximization through superior performance reflected in corporate benefits like dividend and increased market capitalization.

Explanatory statement pursuant to section 102(1) of the companies act, 2013 (“THE ACT”)

The following Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, sets out all the material facts relating to the item of special business mentioned in this AGM Notice:

Item No. 4:

In terms of the provisions of Section 204 of the Companies Act, 2013 (“the Act”) read with the Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (“the Rules”), and pursuant to the provision of Regulation 24A of the Listing Regulations, 2015, every listed company is required to undertake Secretarial Audit by a Peer Reviewed Company Secretary in practice and annex with its Board Report, the secretarial audit report given by the secretarial auditor, who shall be appointed by the shareholders of the Company, on the recommendation of the Board of Directors, for a period of five consecutive years.

The Members may please note that SEBI vide its notification dated December 12, 2024, amended Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”). The Amended regulation read with the SEBI circular no. SEBI/HO/CFD/CFDPoD-2/CIR/P/2024/185 dated December 31, 2024 (“the SEBI Circular”) have inter-alia prescribed the term of appointment/ re-appointment, eligibility, qualifications and disqualifications of Secretarial Auditor of a Listed Company

After evaluating and considering various factors such as audit experience, list of clientele and size of the firm, independent assessment and in fulfilment of the eligibility criteria and qualification prescribed under the Listing Regulations and SEBI Circular and based on the recommendation of the Audit Committee, the Board of Directors at its meeting held on June 25 2025, has approved and recommended to the Members of the Company, the appointment of M/s. M & A Associates, a Firm of Company Secretaries (FRN: P2019WB076400) a peer reviewed firm, as Secretarial Auditor of the Company for a period of (5) five consecutive financial years, commencing from the Financial Year 2025-26 to Financial Year 2029-30.

The Company has received written consent from M/s M & A Associates confirming their eligibility and willingness to be appointed as the Secretarial Auditor of the Company and a certificate that they satisfy the qualification criteria provided under the SEBI Circular and that the appointment, if made, shall be in accordance with the

applicable provisions of the Act, Rules framed thereunder, Listing Regulations, SEBI Circular and other applicable circulars, if any, in this regard. They have further confirmed that they are hold a valid certificate issued by the Peer Review Board of ICSI and that they have not incurred any of the disqualifications as specified by the SEBI and also confirmed that their appointment, if made, would be within the limit specified by the ICSI.

The details required to be disclosed under Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) are as under:

- A. Proposed fees payable to the Secretarial Auditor:** ₹0.21 million, plus applicable taxes, out of pocket expenses (if any) at actuals in connection with the secretarial audit for the financial year ending March 31, 2026. For the subsequent years, audit fees will be determined by the Chairman & Managing Director or the Chief Financial Officer or the Compliance Officer in consultation with the Secretarial Auditor and as per the recommendations of the Audit Committee.
- B. Terms of appointment:** Appointment as Secretarial Auditor of the Company commencing from the Financial Year 2025-26 till Financial Year 2029-30.
- C. Basis of recommendation for appointment:** The recommendations are based on the evaluation and consideration of various factors such as audit experience, list of clientele and size of the firm, independent assessment and fulfilment of the eligibility criteria prescribed in the Act, Rules and Listing Regulations.
- D. Credentials of the Secretarial Auditor proposed to be appointed:** Established in 2019 and headquartered in Kolkata, M&A Associates has a presence across India. The firm is led by experienced partners and supported by a competent team of professionals and associates. It offers compliance support and strategic solutions to provides businesses and corporates to help them manage regulatory and operational challenges. M&A Associates is a peer-reviewed firm, known for maintaining high professional standards and brings deep expertise across a range of practice areas—from strategic advisory to legal representation.

None of the Directors or Key Managerial Personnel and their relatives to the extent of their shareholding interest in the Company, if any, are concerned or interested financially or otherwise, in the resolution set out at Item No. 4 of the accompanying Notice.

Annexure

Details of Director seeking appointment / re-appointment / fixation of remuneration at the meeting

(including information pursuant to Regulation 36(3) of the Listing Regulations)

Particulars	Mr. Ravi Modi
Category of Director / Designation / Position in the Company	Chairman & Managing Director / Executive.
DIN	00361853
Date of Birth / Age	March 13, 1977 / 48 years
Profile / Background Details, Recognition or awards Qualifications	Please refer to the detailed profile of the Directors given in the Annual Report. The same should be read as part of this explanatory statement/ details of Director.
Experience and Expertise in specific functional areas	Ravi Modi is the Chairman and Managing Director of our Company. He has studied commerce from St. Xavier's College, Calcutta University. He has more than two decades of experience in the garment industry. He oversees the design and marketing functions of our Company. His areas of expertise are General management, Sales and Marketing management, Interpersonal Relations management, Design etc.
Terms and conditions of appointment or reappointment	Mr. Ravi Modi retires by rotation and being eligible, offers himself for re-appointment.
Remuneration last drawn by such person, if applicable	₹34.80 Millions in the financial year 2024-25
Remuneration sought to be paid	It will be same as the existing remuneration as mentioned below: (a) Fixed salary of ₹30.00 million per annum; payable on monthly basis. (b) Variable salary will be ₹6.00 million per annum, payable in the manner as may be decided by the Board.
Date of first appointment on the Board	May 24, 2002
Membership / Chairmanship of Committees of the Board of the Company	Member of Audit Committee and Stakeholders Relationship Committee; Chairperson of Risk Management Committee and Corporate Social Responsibility Committee of the Company.
Directorships in Unlisted Companies (excluding foreign companies)	<ul style="list-style-type: none"> Modi Fiduciary Services Private Limited
Directorships in Other listed Companies (excluding foreign companies)	None
Membership / Chairmanship of Committees of such other Companies	None
Listed Entities from which resigned as Director in past 3 years	None
No. of shares held in the Company	16,88,134 equity shares of 1/- each, representing 0.69% of the paid-up share capital of the Company
Relationship with other Directors, Manager and other KMP of the Company	He is the spouse of Mrs. Shilpi Modi, Wholetime Director of the Company.
No. of Meetings of the Board attended during the FY 2024-25 and FY 2025-26	During FY 2024-25: 6 out of 6 meetings. During FY 2025-26 (till AGM date): 4 out of 4 meetings.

Mr. Ravi Modi is not disqualified under the Companies Act, 2013 (as amended) or disqualified and/or debarred by virtue of any order passed by the Securities and Exchange Board of India, Ministry of Corporate Affairs, any Court or any such other Statutory Authority, to be appointed / re-appointed / continue as a director in any company.

Date: July 30, 2025
Place: Kolkata

By Order of the Board of Directors,
VEDANT FASHIONS LIMITED

Registered Office:

A501-502, 4th Floor, SDF-I,
Paridhan Garment Park,
19, Canal South Road, Kolkata 700015, West Bengal (INDIA)
CIN- L51311WB2002PLC094677
Phone - 033 6125 5353
Website - www.vedantfashions.com
Email – secretarial@manyavar.com

SD/-
NAVIN PAREEK
Company Secretary
(ICSI Memb. No. F10672)