

**30<sup>th</sup> September, 2026**

**The Calcutta Stock Exchange Limited  
7, Lyons Range,  
Kolkata-700001**

**Stock Code : 29405  
Scrip ID : SUDHA APPARELS LTD.**

**Subject: Voting Results and Scrutinizer's Report of the 45<sup>th</sup> Annual General Meeting as per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), 2015.**

Dear Sir/Madam,

This is to inform that the 45<sup>th</sup> Annual General Meeting of the Company was held on Wednesday, 30<sup>th</sup> September, 2026 at 10:30 A.M. at the registered office of the Company at 2/5 Sarat Bose Road, Sukh Sagar, Flat No. 8A, 8th Floor, Kolkata – 700020.

Please find the enclosed following disclosures pursuant to the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), 2015 pertaining to the said Annual General Meeting.

1. Scrutinizer's Report
2. Voting Results of the AGM

Submitted for your information and record.

Thanking You,

Yours Faithfully,  
For **Sudha Apparels Limited**

**Tanmay** Digitally signed by  
**Bhasker** Tanmay Bhasker  
Date: 2026.09.30  
16:27:07 +05'30'

**TANMAY BHASKER  
COMPANY SECRETARY**

**CONSOLIDATED SCRUTINIZER'S REPORT**

(Pursuant to Section 108 of the Companies Act, 2013 and rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014)

To,  
The Chairman of the 45<sup>th</sup> Annual General Meeting of  
**Sudha Apparels Limited**  
2/5, Sarat Bose Road,  
Sukh Sagar, Flat No. 8A, 8<sup>th</sup> Floor,  
Kolkata-700020, West Bengal

Dear Sir,

**Subject: Consolidated Scrutinizer's Report on voting done through remote e-voting process and by Polling at 45<sup>th</sup> Annual General Meeting of Sudha Apparels Limited held on Wednesday, September 30<sup>th</sup>, 2026.**

1. I, Sandeep Agarwal, Chartered Accountant, was appointed as the Scrutinizer by the Board of Directors of **Sudha Apparels Limited** ('the Company') in its meeting held on 12<sup>th</sup> August, 2026 for the purpose of scrutinizing the voting done through remote e-voting process and by use of polling papers at the meeting pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 and 21 of The Companies (Management and Administration) Rules, 2014 as amended, for passing of the as mentioned under item numbers 1 to 2 as set out in the Notice of 45<sup>th</sup> Annual General Meeting of the shareholders of the Company dated 12<sup>th</sup> August, 2026.
2. The management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and polling papers for voting on the resolutions contained in the said notice of 45<sup>th</sup> Annual General Meeting (AGM) of the Company. My responsibility as scrutinizer for the remote e-voting process and poll conducted at the 45<sup>th</sup> Annual General Meeting is restricted to make the Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the said notice based on the report generated by the National Securities Depository Limited (NSDL), the agency engaged by the Company to provide e-voting and poll conducted at the 45<sup>th</sup> AGM.
3. The Notice of 45<sup>th</sup> AGM dated 12<sup>th</sup> August, 2026 was sent through permitted mode on 5<sup>th</sup> September, 2026. The said notice was dispatched on the basis of Register of Members and list of beneficiaries as provided by the depositories as on 28<sup>th</sup> August, 2026.
4. As per the provision of Rule 20 of The Companies (Management and Administration) Rules, 2014, the Company has published advertisement about having dispatched the notice of the 45<sup>th</sup> AGM and providing e-voting facility in the English newspaper "Financial Express" and Bengali Newspaper "Duranta Barta" on 6<sup>th</sup> September, 2026.
5. The shareholders of the Company holding shares as on the "cut-off" date of 23<sup>rd</sup> September, 2026 were entitled to vote on the resolutions as contained in the Notice of the Annual General Meeting.



6. The voting period for remote e-voting commenced on Saturday, 26<sup>th</sup> September, 2026 at 09:00 A.M. (IST) and concluded on Tuesday, 29<sup>th</sup> September, 2026 at 05:00 p.m. (IST) at the NSDL e-voting platform provided by the National Securities Depository Limited (NSDL). The Company also provided Polling Papers for casting vote at the 45<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> September, 2026 to the members present, who did not vote through remote e-voting facility.
7. After the closure of the voting at the 45<sup>th</sup> Annual General Meeting, the votes cast through polling papers were counted, and the votes cast under remote e-voting facility provided by National Securities Depository Limited (NSDL) were unblocked in the presence of 2 witnesses, who are not in the employment with the Company.
8. The summary of the voting through e-voting and polling papers are as follows:

**Resolution 1:**

| <b>Resolution required: (Ordinary)</b>                                         |                       |                           | <b>To consider and adopt (a) the Audited Financial Statements of the Company for the financial year ended 31st March, 2026, together with the Reports of the Directors and Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2026, together with the Report of the Auditors thereon.</b> |                                                |                               |                             |                                             |                                           |
|--------------------------------------------------------------------------------|-----------------------|---------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------|-------------------------------|-----------------------------|---------------------------------------------|-------------------------------------------|
| <b>Whether promoter/promoter group are interested in the agenda/resolution</b> |                       |                           | <b>No</b>                                                                                                                                                                                                                                                                                                                                                              |                                                |                               |                             |                                             |                                           |
| <b>Category</b>                                                                | <b>Mode of Voting</b> | <b>No. of shares held</b> | <b>No. of votes polled</b>                                                                                                                                                                                                                                                                                                                                             | <b>% of Votes Polled on outstanding shares</b> | <b>No. of Votes in favour</b> | <b>No. of Votes against</b> | <b>% of Votes in favour on votes polled</b> | <b>% of Votes against on votes polled</b> |
| Promoter and Promoter Group                                                    | E-Voting              | 570012                    | 430112                                                                                                                                                                                                                                                                                                                                                                 | 75.46                                          | 430112                        | -                           | 100                                         | -                                         |
|                                                                                | Poll                  |                           | -                                                                                                                                                                                                                                                                                                                                                                      | -                                              | -                             | -                           | -                                           | -                                         |
|                                                                                | Total                 | 570012                    | 430112                                                                                                                                                                                                                                                                                                                                                                 | 75.46                                          | 430112                        | -                           | 100                                         | -                                         |
| Public-Institutions                                                            | E-Voting              | -                         | -                                                                                                                                                                                                                                                                                                                                                                      | -                                              | -                             | -                           | -                                           | -                                         |
|                                                                                | Poll                  |                           | -                                                                                                                                                                                                                                                                                                                                                                      | -                                              | -                             | -                           | -                                           | -                                         |
|                                                                                | Total                 | -                         | -                                                                                                                                                                                                                                                                                                                                                                      | -                                              | -                             | -                           | -                                           | -                                         |
| Public-Non Institutions                                                        | E-Voting              | 219800                    | 148400                                                                                                                                                                                                                                                                                                                                                                 | 67.52                                          | 148400                        | -                           | 100                                         | -                                         |
|                                                                                | Poll                  |                           | 12                                                                                                                                                                                                                                                                                                                                                                     | 0.01                                           | 12                            | -                           | 100                                         | -                                         |
|                                                                                | Total                 | 219800                    | 148412                                                                                                                                                                                                                                                                                                                                                                 | 67.52                                          | 148412                        | -                           | 100                                         | -                                         |
| Total                                                                          |                       | 789812                    | 578524                                                                                                                                                                                                                                                                                                                                                                 | 73.25                                          | 578524                        | -                           | 100                                         | -                                         |



**Resolution 2:**

| Resolution required: (Ordinary)                                         |                |                    | To Re-appoint Mrs. Savita Jindal (DIN- 00449740) who retire by rotation. |                                         |                        |                      |                                      |                                    |
|-------------------------------------------------------------------------|----------------|--------------------|--------------------------------------------------------------------------|-----------------------------------------|------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoter group are interested in the agenda/resolution |                |                    | No                                                                       |                                         |                        |                      |                                      |                                    |
| Category                                                                | Mode of Voting | No. of shares held | No. of votes polled                                                      | % of Votes Polled on outstanding shares | No. of Votes in favour | No. of Votes against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| Promoter and Promoter Group                                             | E-Voting       | 570012             | 430112                                                                   | 75.46                                   | 430112                 | -                    | 100                                  | -                                  |
|                                                                         | Poll           |                    | -                                                                        | -                                       | -                      | -                    | -                                    | -                                  |
|                                                                         | Total          | 570012             | 430112                                                                   | 75.46                                   | 430112                 | -                    | 100                                  | -                                  |
| Public-Institutions                                                     | E-Voting       | -                  | -                                                                        | -                                       | -                      | -                    | -                                    | -                                  |
|                                                                         | Poll           |                    | -                                                                        | -                                       | -                      | -                    | -                                    | -                                  |
|                                                                         | Total          | -                  | -                                                                        | -                                       | -                      | -                    | -                                    | -                                  |
| Public-Non Institutions                                                 | E-Voting       | 219800             | 148400                                                                   | 67.52                                   | 148400                 | -                    | 100                                  | -                                  |
|                                                                         | Poll           |                    | 12                                                                       | 0.01                                    | 12                     | -                    | 100                                  | -                                  |
|                                                                         | Total          | 219800             | 148412                                                                   | 67.52                                   | 148412                 | -                    | 100                                  | -                                  |
| Total                                                                   |                | 789812             | 578524                                                                   | 73.25                                   | 578524                 | -                    | 100                                  | -                                  |

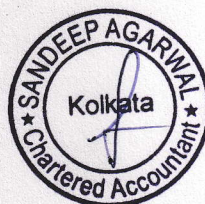
The Register, all other papers and relevant records relating to poll and e-voting shall remain in my custody until the Chairman considers, approves and sign the minutes of the above said meeting and the same will be handed over to the Company Secretary for safe keeping.

*Sandeep Agarwal*  
Sandeep Agarwal

Chartered Accountant

Membership No. 065643

UDIN: 26065643ARUNCW6988



Place: Kolkata

Date: 30<sup>th</sup> September, 2026

For Sudha Apparels Limited

**YOGESH SHARMA**  
Digitally signed by YOGESH SHARMA  
Date: 2026.09.30 16:28:35 +05'30'

Chairman of the AGM/Authorised Representative

213, Todi Chamber,  
2, Lal Bazar Street  
Kolkata 700001

Contact No. (033)2230-2329  
e-mail- rashmico@icai.org

## SUDHA APPARELS LIMITED

|                                                                                      |                             |
|--------------------------------------------------------------------------------------|-----------------------------|
| <b>Date of the AGM</b>                                                               | <b>30th September, 2026</b> |
| <b>Total number of shareholders on record date (23.09.2026)</b>                      | <b>57</b>                   |
| <b>No. of shareholders present in the meeting either in person or through proxy:</b> |                             |
| <b>Promoters and Promoter Group:</b>                                                 | <b>2</b>                    |
| <b>Public:</b>                                                                       | <b>8</b>                    |
| <b>No. of Shareholders attended the meeting through Video Conferencing</b>           |                             |
| <b>Promoters and Promoter Group:</b>                                                 | <b>N.A.</b>                 |
| <b>Public</b>                                                                        |                             |

### Resolution 1:

| <b>Resolution required: (Ordinary)</b>                                         |                       |                           | <b>To consider and adopt (a) the Audited Financial Statements of the Company for the financial year ended 31st March, 2026, together with the Reports of the Directors and Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2026, together with the Report of the Auditors thereon.</b> |                                                |                               |                             |                                             |                                           |
|--------------------------------------------------------------------------------|-----------------------|---------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------|-------------------------------|-----------------------------|---------------------------------------------|-------------------------------------------|
| <b>Whether promoter/promoter group are interested in the agenda/resolution</b> |                       |                           | <b>No</b>                                                                                                                                                                                                                                                                                                                                                              |                                                |                               |                             |                                             |                                           |
| <b>Category</b>                                                                | <b>Mode of Voting</b> | <b>No. of shares held</b> | <b>No. of votes polled</b>                                                                                                                                                                                                                                                                                                                                             | <b>% of Votes Polled on outstanding shares</b> | <b>No. of Votes in favour</b> | <b>No. of Votes against</b> | <b>% of Votes in favour on votes polled</b> | <b>% of Votes against on votes polled</b> |
| Promoter and Promoter Group                                                    | E-Voting              | 570012                    | 430112                                                                                                                                                                                                                                                                                                                                                                 | 75.46                                          | 430112                        | -                           | 100                                         | -                                         |
|                                                                                | Poll                  |                           | -                                                                                                                                                                                                                                                                                                                                                                      | -                                              | -                             | -                           | -                                           | -                                         |
|                                                                                | Total                 | 570012                    | 430112                                                                                                                                                                                                                                                                                                                                                                 | 75.46                                          | 430112                        | -                           | 100                                         | -                                         |
| Public-Institutions                                                            | E-Voting              | -                         | -                                                                                                                                                                                                                                                                                                                                                                      | -                                              | -                             | -                           | -                                           | -                                         |
|                                                                                | Poll                  |                           | -                                                                                                                                                                                                                                                                                                                                                                      | -                                              | -                             | -                           | -                                           | -                                         |
|                                                                                | Total                 | -                         | -                                                                                                                                                                                                                                                                                                                                                                      | -                                              | -                             | -                           | -                                           | -                                         |
| Public-Non Institutions                                                        | E-Voting              | 219800                    | 148400                                                                                                                                                                                                                                                                                                                                                                 | 67.52                                          | 148400                        | -                           | 100                                         | -                                         |
|                                                                                | Poll                  |                           | 12                                                                                                                                                                                                                                                                                                                                                                     | 0.01                                           | 12                            | -                           | 100                                         | -                                         |
|                                                                                | Total                 | 219800                    | 148412                                                                                                                                                                                                                                                                                                                                                                 | 67.52                                          | 148412                        | -                           | 100                                         | -                                         |
| Total                                                                          |                       | 789812                    | 578525                                                                                                                                                                                                                                                                                                                                                                 | 73.25                                          | 578525                        | -                           | 100                                         | -                                         |

| Number of Members voted on the Resolution |           |
|-------------------------------------------|-----------|
| In Favour                                 | 15        |
| Against                                   | 0         |
| <b>Total</b>                              | <b>15</b> |

**Invalid votes – Nil**

**Result – The resolution is passed with requisite majority**

**Resolution 2:**

| Resolution required: (Ordinary)                                         |                |                    | To Re-appoint Mrs. Savita Jindal (DIN- 00449740) who retire by rotation. |                                         |                        |                      |                                      |                                    |
|-------------------------------------------------------------------------|----------------|--------------------|--------------------------------------------------------------------------|-----------------------------------------|------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoter group are interested in the agenda/resolution |                |                    | No                                                                       |                                         |                        |                      |                                      |                                    |
| Category                                                                | Mode of Voting | No. of shares held | No. of votes polled                                                      | % of Votes Polled on outstanding shares | No. of Votes in favour | No. of Votes against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| Promoter and Promoter Group                                             | E-Voting       | 570012             | 430112                                                                   | 75.46                                   | 430112                 | -                    | 100                                  | -                                  |
|                                                                         | Poll           |                    | -                                                                        | -                                       | -                      | -                    | -                                    | -                                  |
|                                                                         | Total          | 570012             | 430112                                                                   | 75.46                                   | 430112                 | -                    | 100                                  | -                                  |
| Public-Institutions                                                     | E-Voting       | -                  | -                                                                        | -                                       | -                      | -                    | -                                    | -                                  |
|                                                                         | Poll           |                    | -                                                                        | -                                       | -                      | -                    | -                                    | -                                  |
|                                                                         | Total          | -                  | -                                                                        | -                                       | -                      | -                    | -                                    | -                                  |
| Public-Non Institutions                                                 | E-Voting       | 219800             | 148400                                                                   | 67.52                                   | 148400                 | -                    | 100                                  | -                                  |
|                                                                         | Poll           |                    | 12                                                                       | 0.01                                    | 12                     | -                    | 100                                  | -                                  |
|                                                                         | Total          | 219800             | 148412                                                                   | 67.52                                   | 148412                 | -                    | 100                                  | -                                  |
| Total                                                                   |                | 789812             | 578525                                                                   | 73.25                                   | 578525                 | -                    | 100                                  | -                                  |

| Number of Members voted on the Resolution |           |
|-------------------------------------------|-----------|
| In Favour                                 | 15        |
| Against                                   | 0         |
| <b>Total</b>                              | <b>15</b> |

**Invalid votes – Nil**

**Result – The resolution is passed with requisite majority**