



SEC/65/2025-26

December 15, 2025

1.	National Stock Exchange of India Ltd. Exchange Plaza Plot No. C/1, G Block Bandra –Kurla Complex Bandra (E), Mumbai 400 051 Symbol: KALYANKJIL	2.	BSE Limited Corporate Relationship Dept. Phiroze Jeejeebhoy Towers, Dalal Street Mumbai 400001 Maharashtra, India Scrip Code: 543278
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Dear Sir/Madam,

Sub: Proceedings of Postal Ballot Notice dated November 07, 2025

Please find enclosed the Proceedings of the Postal Ballot for the Resolutions as set out in the Notice of Postal Ballot dated November 07, 2025 were duly passed with requisite majority as on December 14, 2025.

Kindly take the same on record.

Thanking You.

Yours Faithfully,

For **Kalyan Jewellers India Limited**

Jishnu RG

Company Secretary & Compliance Officer



**PROCEEDINGS OF THE POSTAL BALLOT FOR THE RESOLUTIONS AS SET OUT
INTHE NOTICE OF POSTAL BALLOT DATED NOVEMBER 07, 2025.**

Pursuant to the provisions of Sections 108 and 110 and all other applicable provisions of the Companies Act, 2013 ("the Act") read with Rule(s) 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and read with the General Circular No(s). 14/2020 dated April 8, 2020, and 17/2020 dated April 13, 2020, read with other relevant circulars including General Circular No 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs (herein collectively referred to as "MCA Circulars") and other applicable laws and regulations (including statutory modifications or re-enactments thereof), as amended from time to time, Notice of Postal Ballot dated November 07, 2025 was sent only by email to all its shareholders who have registered their email addresses with the Company/ Registrar and Share Transfer Agent ("RTA") or Depository/ Depository Participants on November 13, 2025 to obtain the approval of the shareholders through Postal Ballot (e-Voting) for the following items of the business:

Item No.	Details of Agenda	Resolution required
1	AMENDMENT IN 'KALYAN JEWELLERS INDIA LIMITED -EMPLOYEE STOCK OPTION PLAN 2020' ("ESOP 2020")	Special Resolution

The Board of Directors approved the said Notice and also appointed Mr. M R Thiagarajan, (Membership No ACS-5327/COP: 6487) Practicing Company Secretary, as Scrutinizer for conducting the Postal Ballot process (including e-Voting) in a fair and transparent manner. A newspaper advertisement as required under the Companies Act, 2013 was published in The Indian Express (English) and Deepika (Malayalam) on November 14, 2025.

The Company engaged the services of National Securities Depository Limited ('NSDL') to provide e-Voting facility to all its members to exercise their votes electronically as on the cut-off date i.e. November 08, 2025. The e-Voting portal for voting purpose was remained open from 09:00 hours, November 15, 2025 to 17:00 hours on December 14, 2025 and thereafter, the same was disabled.



The Scrutinizer after carrying out the scrutiny of votes cast through e-Voting facility as received up to 17:00 hours on December 14, 2025, submitted his Report on Voting on December 15, 2025 and the said Report was taken on record.

Based on the Scrutinizer's Report, Mr. Vinod Rai, Chairman announced the Results of the Voting by Postal Ballot through e-Voting, as under:

1. AMENDMENT IN KALYAN JEWELLERS INDIA LIMITED –EMPLOYEE STOCK OPTION PLAN 2020 (“ESOP-2020”)

The resolution was passed as a Special Resolution.

No. of total votes polled	No. of votes in favour	% of votes in favour	No. of votes against	% of votes against
865917880	731600945	84.49	134316935	15.51

Based on the Scrutinizer's report, the result of Postal ballot was declared on December 15, 2025. The resolutions as mentioned in the Notice of Postal Ballot dated November 07, 2025 were duly passed with requisite majority as on December 14, 2025.