

To,

**BSE Limited**

Corporate Relationship Department

Phiroze Jeejeebhoy Towers,

Dalal Street, Mumbai- 400001

**Scrip Code: 544391**

**Ref: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015  
(Listing Regulations)**

**Sub: Disclosure of voting results of the Extra Ordinary General Meeting “EGM” of the Company  
held on Thursday, 11<sup>th</sup> December, 2025.**

Dear Sir / Madam,

At the Extra Ordinary General Meeting of the Company held on Thursday, 11<sup>th</sup> December, 2025 at 02:00 p.m. through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'), all the items of business contained in the Notice of the EGM dated 13<sup>th</sup> November, 2025 were transacted and approved by the shareholders with requisite majority.

The details of the combined voting results (i.e. the results of remote e-voting together with that of the Poll conducted at the EGM) in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Scrutinizer's Report are enclosed herewith.

You are requested to kindly take the same on records

**FOR RETAGGIO INDUSTRIES LIMITED**

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**(Savinay Lodha)**

**Managing Director**

**Date: 12<sup>th</sup> December, 2025**

**Place: Mumbai**

FORM NO. MGT-13

SCRUTINIZER'S CONSOLIDATED REPORT

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rules 20 and 21 of the Companies  
(Management and Administration) Rules, 2014]

To,

**Retaggio Industries Limited**

Unit- 204, Options Primo, Plot No. X-21,  
Next to Akruti Software Park, Andheri (E),  
Mumbai 400 093

Dear Sir,

**Re: Consolidated Scrutinizer's Report on remote e-voting and E-Voting during the EGM conducted pursuant to the provisions of Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Extra Ordinary General Meeting ("EGM") of Retaggio Industries Limited held on Thursday, 11<sup>th</sup> December, 2025 at 02:00 P.M. (IST)**

We, Nishant Bajaj & Associates, Practicing Company Secretary (COP No. 21538) were appointed as Scrutinizer by the Board of Directors pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended in accordance Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the purpose of Scrutinizing the remote e-Voting and e-Voting conducted during the EGM in respect of the below mentioned resolutions proposed at the EGM of Retaggio Industries Limited held on Thursday, 11<sup>th</sup> December, 2025 at 02:00 p.m. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

The Management of the Company is responsible to ensure Compliance with the requirement of the Companies Act, 2013 and Rules relating to voting [i.e. by remote e-voting and e-voting during the EGM] for the resolutions contained in the notice of EGM to the Shareholders of the Company.

Our responsibility as a Scrutinizer for the remote e-Voting and e-voting during the EGM is restricted in making a consolidated scrutinizer's report on the votes cast 'In Favour' or 'Against' the resolutions, set out in the Notice of EGM based on the reports generated from the e-Voting system provided by National Securities Depository Limited ("NSDL"), the authorised agency to provide remote e-Voting facilities before and e-voting during the EGM, engaged by the Company.

Further, to the above, we submit our report as under:

1. The Company had appointed National Securities Depository Limited (NSDL) as the service provider, for extending the facility for the remote e-voting to the Shareholders of the Company from Sunday, 07<sup>th</sup> December, 2025 at 9:00 A.M. and closed on Wednesday, 10<sup>th</sup> December, 2025 at 5:00 P.M.
2. The voting rights were reckoned as on 04<sup>th</sup> December, 2025, being cut-off date for the purpose of deciding the entitlements of Members at the remote e-voting and voting at the Meeting.
3. The Company facilitated the Members present in the Meeting who could not participate in the remote e-voting to cast their votes through e-voting during the EGM.
4. The votes cast under e-voting facility were thereafter unblocked. On completion of e-voting during the EGM, the results of the remote e-voting and e-voting by members at the EGM were unblocked, on the NSDL e-voting platform and downloaded the results.
5. The Results of the voting are as under:

**Resolution No. 1 as an Ordinary Resolution:**

**Increase in Authorised Share Capital of the Company from Rs. 16,00,00,000 to Rs. 36,00,00,000**

**i. Voted in favour of the resolution:**

Particulars	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	8	99,74,010	100
Voting at the EGM	0	0	0
<b>Total</b>	<b>8</b>	<b>99,74,010</b>	<b>100</b>

ii. Voted against the resolution:

Particulars	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	-	-	-
Voting at the EGM	-	-	-
Total	-	-	-

iii. Invalid Votes:

Particulars	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	-	-
Voting at the EGM	-	-
Total	-	-

**Resolution No. 2 as a Special Resolution:**

**Alteration of Share Capital Clause of the Memorandum of Association of the Company**

i. Voted in favour of the resolution:

Particulars	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	8	99,74,010	100
Voting at the EGM	0	0	0
Total	8	99,74,010	100

ii. Voted against the resolution:

Particulars	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	-	-	-
Voting at the EGM	-	-	-
Total	-	-	-

iii. Invalid Votes:

Particulars	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	-	-
Voting at the EGM	-	-
Total	-	-

**Resolution No. 3 as a Special Resolution:**

Issue, Offer & Allot 1,91,10,000 Convertible Warrants On Preferential Basis

i. Voted in favour of the resolution:

Particulars	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	4	600	100
Voting at the EGM	0	0	0
Total	4	600	100

ii. Voted against the resolution:

Particulars	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	-	-	-
Voting at the EGM	-	-	-
Total	-	-	-

iii. Invalid Votes:

Particulars	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	-	-
Voting at the EGM	-	-
Total	-	-



Based on the forgoing, the Resolution No.(s) 1 to 3 as stated in the Notice dated 13<sup>th</sup> November, 2025 of the Extra Ordinary General Meeting held on 11<sup>th</sup> December, 2025 shall be deemed to be passed with the requisite Majority.

**For Nishant Bajaj & Associates**  
**Practicing Company Secretaries**  
**Peer Reviewed Firm- 2582/2022**

**Countersigned and received the report**  
**FOR RETAGGIO INDUSTRIES LIMITED**

**Nishant Bajaj**  
**Practicing Company Secretary**  
**Membership No. 12990**  
**COP No. 21538**  
**Date: 11<sup>th</sup> December, 2025**  
**Place: Mumbai**  
**UDIN: F012990G002351282**

**Mr. Savinay Lodha**  
**Managing Director**  
  
**Date: 11<sup>th</sup> December, 2025**  
**Place: Mumbai**

General information about company	
Scrip code	544391
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE0KWJ01014
Name of the company	Retaggio Industries Limited
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	11-12-2025
Start time of the meeting	02:00 PM
End time of the meeting	02:10 PM

Scrutinizer Details	
Name of the Scrutinizer	Nishant Bajaj
Firms Name	Nishant Bajaj & Associates
Qualification	CS
Membership Number	12990
Date of Board Meeting in which appointed	13-11-2025
Date of Issuance of Report to the company	12-12-2025



Voting results	
Record date	04-12-2025
Total number of shareholders on record date	550
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	2
b) Public	8
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Increase in Authorised Share Capital of the Company from Rs. 16,00,00,000 to Rs. 36,00,00,000				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9367410	9367410	100	9367410	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9367410	9367410	100	9367410	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	6198750	606600	9.7858	606600	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6198750	606600	9.7858	606600	0	100	0
Total		15566160	9974010	64.075	9974010	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Alteration of Share Capital Clause of the Memorandum of Association of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9367410	9367410	100	9367410	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9367410	9367410	100	9367410	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	6198750	606600	9.7858	606600	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6198750	606600	9.7858	606600	0	100	0
Total		15566160	9974010	64.075	9974010	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Issue, Offer & Allot 1,91,10,000 Convertible Warrants On Preferential Basis				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9367410	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9367410	0	0	0	0	0	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	6198750	600	0.0097	600	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6198750	600	0.0097	600	0	100	0
Total		15566160	600	0.0039	600	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								