

Ref: No. ABCL/SD/MUM/2025-26/MARCH/42

26 March 2026

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001
Scrip Code: 540691
Scrip ID: ABCAPITAL**National Stock Exchange of India Limited**
Exchange Plaza, 5th Floor,
Plot. C/1, G-Block,
Bandra-Kurla Complex,
Bandra (East),
Mumbai 400 051
Symbol: ABCAPITAL

Dear Sir/ Madam,

Sub: Results of Postal Ballot - Notice dated 24 February 2026 (Postal Ballot Notice)
Ref: Regulation 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

In continuation to our earlier intimation dated 03 February 2026 and 24 February 2026, the Members of the Company on 26 March 2026 have approved the below resolutions through Postal Ballot:

Sr. No.	Particulars	Type of Resolutions
1	Appointment of Ms. Saloni Narayan (DIN: 08771219) as an Independent Director of the Company for a term of five consecutive years with effect from 03 February 2026	Special
2	Appointment of Mr. Krishna Kishore Maheshwari (DIN: 00017572) as a Non-Executive Director of the Company with effect from 03 February 2026	Ordinary
3	Issuance of Non-Convertible Debentures (NCDs) on Private Placement Basis	Special

The e-voting for Postal Ballot commenced on Wednesday, 25 February 2026 at 9:00 a.m. (IST) and concluded on Thursday, 26 March 2026 at 5:00 p.m. (IST). The said resolutions were passed with the requisite majority. The resolutions are deemed to be passed on the last date of the e-voting, i.e., Thursday, 26 March 2026.

Mr. Vaibhav Dandawate (ACS No.: 51538), Partner from M/s. Makarand M. Joshi & Co., Practicing Company Secretaries was appointed as the Scrutinizer to scrutinize the voting process for the Postal Ballot. The Scrutinizer's Report dated 26 March 2026 is attached as Annexure 1.

The above is for your information and records.

Thanking you,

Yours sincerely,
For **Aditya Birla Capital Limited****Santosh Haldankar**
Company Secretary & Compliance Officer**Cc:**
Luxembourg Stock Exchange
Market & Surveillance Dept.,
P.O. Box 165, L-2011 Luxembourg,
Grand Duchy of Luxembourg**Citi Bank N.A.**
Custodial Services
FIFC, 11th Floor, C-54 & 55, G Block
Bandra Kurla Complex
Bandra (East), Mumbai 400 051**Citi Bank N.A.**
Depositary Receipt Services
388 Greenwich Street
14th Floor, New York,
NY 10013**Listing Agent**
Banque Internationale à Luxembourg SA
69 route d'Esch
L - 2953 Luxembourg
Grand Duchy of Luxembourg

Report of Scrutinizer for Voting on Postal Ballot through remote e-voting

To
Mr. Santosh Haldankar
Company Secretary
Aditya Birla Capital Limited
Indian Rayon Compound,
Veraval-362266, Gujarat, India.

Dear Sir,

Scrutinizer's Report on voting through remote e-voting for Postal Ballot conducted by Aditya Birla Capital Limited ("the Company") in terms of Sections 108 and 110 of the Companies Act, 2013 (the "Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014.

- A. In accordance with Sections 108 and 110 of the Act, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, I, Vaibhav Dandawate (Membership No. A51538), Partner of M/s. Makarand M. Joshi & Co., have been appointed as Scrutinizer by the Board of Directors of the Company at their meeting held on February 3, 2026 for scrutinizing the Postal Ballot voting conducted by way of remote e-voting process in respect of the resolutions as set out in the Postal Ballot Notice dated February 24, 2026 ("Notice").
- B. Member's approvals were sought for following special businesses:
- i. Appointment of Ms. Saloni Narayan (DIN: 08771219) as an Independent Director of the Company for a term of five consecutive years with effect from February 3, 2026.
 - ii. Appointment of Mr. Krishna Kishore Maheshwari (DIN: 00017572) as a Non-Executive Director of the Company with effect from February 3, 2026.
 - iii. Issuance of Non-Convertible Debentures (NCDs) on Private Placement Basis.
- C. Pursuant to Sections 108 and 110 of the Act and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, read with General Circular No. 03/2025 dated September 22, 2025 and other relevant Circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, and other applicable laws and regulations (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force), the resolutions as set out in the Notice was placed for approval of the members of the Company through remote e-voting only. The Company has confirmed that the electronic copy of the Notice and Explanatory Statement along with the process of remote e-voting in terms of the MCA Circulars were sent to those

Head Office

Ecstasy, 802-805, 8th Floor, Citi Of Joy, JSD, Mulund West, Mumbai-400080, Maharashtra
Board Number: +91 22 3100 8600 **Website:** www.mmjc.in, www.csrcare.in

members on Tuesday, February 24, 2026 whose e-mail addresses were registered with the Company/Depositories and whose names appeared in the Register of Members of the Company or Register of Beneficial Owners maintained by the Depositories as on Thursday, February 19, 2026.

- D. The Company had appointed KFin Technologies Limited ("KFin") its Registrar and Transfer Agent as the agency for providing remote e-voting facility to the members of the Company.
- E. Members were required to communicate their assent or dissent only through remote e-voting system in terms of the MCA Circulars.
- F. Pursuant to Rule 20 of the Companies (Management and Administration) Rules 2014, as amended, the Company had published the Newspaper advertisements in "Business Standard" (English-all editions) and in "Sandesh" (Gujarati - Rajkot edition) on Wednesday, February 25, 2026.
- G. The remote e-voting period commenced on Wednesday, February 25, 2026, from 09:00 a.m. (IST) and ended on Thursday, March 26, 2026, at 05:00 p.m. (IST).
- H. Accordingly, the votes cast through remote e-voting were taken into account and at the end of the remote e-voting period, on Thursday, March 26, 2026, at 05:00 p.m. (IST), the remote e-voting module was thereafter disabled for voting by Scrutinizer. The remote e-voting summary statement was thereafter downloaded from e-voting website of KFin i.e. <https://evoting.kfintech.com>.
- I. The register, in accordance with Rules 20(4)(xiv) and 22(10) of the Companies (Management and Administration) Rules, 2014, has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or DP ID Client ID of the members, number of shares held by them and nominal value of such shares. There were no shares with differential voting rights in the Company, hence there is no requirement of maintaining the list of shares with differential voting rights.
- J. On the basis of the votes exercised by the Members of the Company through remote e-Voting facility, I have issued this Scrutinizer's Report dated Thursday, March 26, 2026 to the Company.

Result of the Postal Ballot through remote e-voting are as under:

Resolution Item No. 1 – Special Resolution:

Appointment of Ms. Saloni Narayan (DIN: 08771219) as an Independent Director of the Company for a term of five consecutive years with effect from February 3, 2026.

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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	Remote e-voting through Postal Ballot	1,79,47,99,952	1,76,11,83,824	98.1270	1,76,11,83,824	0	100.0000	0.0000
Public Institutions		54,20,79,191	42,02,44,049	77.5245	42,01,99,593	44,456	99.9894	0.0106
Public Non-Institutions		28,12,41,419	2,61,84,239	9.3102	2,59,72,540	2,11,699	99.1915	0.8085
Total		2,61,81,20,562	2,20,76,12,112	84.3205	2,20,73,55,957	2,56,155	99.9884	0.0116

Resolution Item No. 2 - Ordinary Resolution:

Appointment of Mr. Krishna Kishore Maheshwari (DIN: 00017572) as a Non-Executive Director of the Company with effect from February 3, 2026.

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]	$[3]=\frac{[2]}{[1]}\times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]}\times 100$	$[7]=\frac{[5]}{[2]}\times 100$
Promoter and Promoter Group	Remote e-voting through Postal Ballot	1,79,47,99,952	1,76,11,83,824	98.1270	1,76,11,83,824	0	100.0000	0.0000
Public Institutions		54,20,79,191	42,02,44,049	77.5245	41,92,68,171	9,75,878	99.7678	0.2322
Public Non-Institutions		28,12,41,419	2,61,84,246	9.3102	2,59,75,039	2,09,207	99.2010	0.7990
Total		2,61,81,20,562	2,20,76,12,119	84.3205	2,20,64,27,034	11,85,085	99.9463	0.0537

Resolution Item No. 3 – Special Resolution:

Issuance of Non-Convertible Debentures (NCDs) on Private Placement 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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	Remote e-voting through Postal Ballot	1,79,47,99,952	1,76,11,83,824	98.1270	1,76,11,83,824	0	100.0000	0.0000
Public Institutions		54,20,79,191	42,02,46,382	77.5249	42,00,47,058	1,99,324	99.9526	0.0474
Public Non-Institutions		28,12,41,419	2,61,83,397	9.3099	2,59,76,928	2,06,469	99.2115	0.7885
Total		2,61,81,20,562	2,20,76,13,603	84.3205	2,20,72,07,810	4,05,793	99.9816	0.0184

It is to be noted that:

1. Voting rights on the shares transferred to 'Unclaimed Suspense Account' are frozen.
2. The votes cast does not include abstained votes on above resolutions.
3. There were no invalid votes cast in relation to the above resolutions.
4. The aforesaid resolutions were passed by the members of the Company with requisite majority.
5. Voting rights of Foreign Portfolio Investors, if any, who have not submitted additional disclosures by the end of the prescribed period as notified by SEBI Master Circular No. SEBI/HO/AFD/AFD-PoD-2/P/CIR/2024/70 dated May 30, 2024 have been restricted as provided in the said Circular.

Thanking you,

For Makarand M. Joshi & Co.
Company Secretaries
ICSI UIN: P2009MH007000
Peer Review Cert. No.: 6832/2025

For Aditya Birla Capital Limited

Vaibhav Dandawate
Partner
ACS No.: 51538
CP No.: 27947
UDIN: A051538G004123441
Date: March 26, 2026
Place: Mumbai

Santosh Haldankar
Company Secretary
ACS 19201
Date: March 26, 2026
Place: Mumbai

Company Name	ADITYA BIRLA CAPITAL LIMITED							
Date of the AGM/EGM								
Total number of shareholders on record date	548618							
No. of shareholders present in the meeting either in								
Promoters and Promoter Group:								
Public:								
No. of Shareholders attended the meeting through Video								
Promoters and Promoter Group:	0							
Public:	0							

Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Ms. Saloni Narayan (DIN: 08771219) as an Independent Director of the Company for a term of five consecutive years							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,794,799,952	1,761,183,824	98.1270	1,761,183,824	-	100.0000	0.0000
Public- Institutions	E-Voting	542,079,191	420,244,049	77.5245	420,199,593	44,456	99.9894	0.0106
Public- Non Institutions	E-Voting	281,241,419	26,184,239	9.3102	25,972,540	211,699	99.1915	0.8085
Total		2,618,120,562	2,207,612,112	84.3205	2,207,355,957	256,155	99.9884	0.0116

Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Krishna Kishore Maheshwari (DIN: 00017572) as a Non-Executive Director of the Company with effect from 03							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,794,799,952	1,761,183,824	98.1270	1,761,183,824	-	100.0000	0.0000
Public- Institutions	E-Voting	542,079,191	420,244,049	77.5245	419,268,171	975,878	99.7678	0.2322
Public- Non Institutions	E-Voting	281,241,419	26,184,246	9.3102	25,975,039	209,207	99.2010	0.7990
Total		2,618,120,562	2,207,612,119	84.3205	2,206,427,034	1,185,085	99.9463	0.0537

Resolution required: (Ordinary/ Special)	SPECIAL - Issuance of Non-Convertible Debentures (NCDs) on Private Placement Basis							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,794,799,952	1,761,183,824	98.1270	1,761,183,824	-	100.0000	0.0000
Public- Institutions	E-Voting	542,079,191	420,246,382	77.5249	420,047,058	199,324	99.9526	0.0474
Public- Non Institutions	E-Voting	281,241,419	26,183,397	9.3099	25,976,928	206,469	99.2115	0.7885
Total		2,618,120,562	2,207,613,603	84.3205	2,207,207,810	405,793	99.9816	0.0184