

E-102, 103, EPIP, Sitapura Industrial Area, Jaipur – 302022, INDIA

Ref- BCFRL/SE/2026-27/28

Date: September 30, 2026

To,

Corporate Relationship Department, BSE Limited Phioze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001	Listing Department, National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051.
Scrip Code-539399	Symbol-BELLACASA

Subject- Regulation 44(3) SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015- Details of voting results of the 30th Annual General Meeting of the Company and Scrutinizer's Report for the 30th Annual General Meeting.

Dear Sir/Ma'am,

Pursuant to Regulation 44(3) SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, please find enclosed details of the voting results of remote e-voting and e-voting during the AGM of the Company held on Tuesday, September 29, 2026, commenced at 01:00 PM through Video Conferencing (VC)/Other Audio Video (OAVM).

We are also submitting the Consolidated Scrutinizer's Report on Results of the 30th Annual General Meeting (AGM) of the Company pursuant to Section 108 of the Companies Act, 2013, and Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014.

Kindly take this information on record.

For and on behalf of Bella Casa Fashion & Retail Limited

Sonika

Gupta

Company Secretary & Compliance Officer

M. No. A38676

Digitally signed by

Sonika Gupta

Date: 2026.09.30

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General information about company	
Scrip code	539399
NSE Symbol	BELLACASA
MSEI Symbol	NOTLISTED
ISIN	INE344T01014
Name of the company	BELLA CASA FASHION & RETAIL LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-09-2026
Start time of the meeting	01:00 PM
End time of the meeting	01:30 PM

Scrutinizer Details	
Name of the Scrutinizer	Manish Sancheti
Firms Name	CSM & CO.
Qualification	CS
Membership Number	8972
Date of Board Meeting in which appointed	13-08-2026
Date of Issuance of Report to the company	30-09-2026

Voting results	
Record date	22-09-2026
Total number of shareholders on record date	4836
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	5
b) Public	17
No. of resolution passed in the meeting	4
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				TO CONSIDER, AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026 TOGETHER WITH THE REPORT OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.				
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	7809962	7809962	100	7809962	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	7809962	7809962	100	7809962	0	100	0
Public- Institutions	E-Voting	6664	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	6664	0	0	0	0	0	0
Public- Non Institutions	E-Voting	5570874	1754118	31.4873	1754116	2	99.9999	0.0001
	Poll							
	Postal Ballot (if applicable)							
	Total	5570874	1754118	31.4873	1754116	2	99.9999	0.0001
Total		13387500	9564080	71.4404	9564078	2	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO APPOINT A DIRECTOR IN PLACE OF MR. GAURAV GUPTA (DIN: -07106587), DIRECTOR, LIABLE TO RETIRE BY ROTATION IN TERMS OF SECTION 152 (6) OF THE COMPANIES ACT, 2013 AND BEING ELIGIBLE OFFERS, HIMSELF FOR REAPPOINTMENT.				
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	7809962	7809962	100	7809962	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	7809962	7809962	100	7809962	0	100	0
Public- Institutions	E-Voting	6664	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	6664	0	0	0	0	0	0
Public- Non Institutions	E-Voting	5570874	1754118	31.4873	1754116	2	99.9999	0.0001
	Poll							
	Postal Ballot (if applicable)							
	Total	5570874	1754118	31.4873	1754116	2	99.9999	0.0001
Total		13387500	9564080	71.4404	9564078	2	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				TO APPROVE THE REMUNERATION OF MR. PAWAN KUMAR GUPTA (DIN: 01543446), MANAGING DIRECTOR 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	7809962	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	7809962	0	0	0	0	0	0
Public- Institutions	E-Voting	6664	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	6664	0	0	0	0	0	0
Public- Non Institutions	E-Voting	5570874	1754118	31.4873	1754116	2	99.9999	0.0001
	Poll							
	Postal Ballot (if applicable)							
	Total	5570874	1754118	31.4873	1754116	2	99.9999	0.0001
Total		13387500	1754118	13.1027	1754116	2	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				TO APPROVE THE REMUNERATION OF MR. HARISH KUMAR GUPTA (DIN: 01323944), CHAIRMAN & WHOLE-TIME DIRECTOR 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	7809962	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	7809962	0	0	0	0	0	0
Public- Institutions	E-Voting	6664	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	6664	0	0	0	0	0	0
Public- Non Institutions	E-Voting	5570874	1754118	31.4873	1754116	2	99.9999	0.0001
	Poll							
	Postal Ballot (if applicable)							
	Total	5570874	1754118	31.4873	1754116	2	99.9999	0.0001
Total		13387500	1754118	13.1027	1754116	2	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

CONSOLIDATED REPORT OF THE SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

To,
The Chairman
30th Annual General Meeting,
BELLA CASA FASHION & RETAIL LIMITED,
E-102, 103 EPIP, Sitapura Industrial Area
Jaipur, Rajasthan - 302022

Dear Sir,

BELLA CASA FASHION & RETAIL LIMITED ("Company") at its meeting held on 13th August, 2026 had approved to provide the facility for voting by Shareholders through electronic mode, for the items set out in the Notice of 30th Annual General Meeting ("AGM") of the Company held on Tuesday, 29th September, 2026 in terms of provisions of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ("Rules") read along with General Circular No. 14/2020, 17/2020, 20/2020, 22/2020, 33/2020, 39/2020, 02/2021, 02/2022, 10/2022, 09/2023, 09/2024 dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 15th June, 2020, 28th September, 2020, 31st December, 2020, 13th January, 2021, 5th May, 2022, 28th December, 2022, 25th September, 2023 and 19th September, 2024, respectively and subsequent circulars issued in this regard, the latest being 03/2025 dated 22nd September, 2025 issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022, Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October, 2023 and Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024 (hereinafter referred to as "SEBI Circulars") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), to determine the result of the voting on resolutions set out in the Notice of AGM.

I, CS Manish Sancheti, partner of CSM & Co., Company Secretaries, was appointed as the Scrutinizer by the Board of Directors of Company to scrutinize the voting by Shareholders through Remote e-voting and E-voting at the AGM in terms of the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules) in a fair and transparent manner for the resolution(s) as contained in the Notice of the said AGM. I am pleased to submit my report as under, which is comprehensive and self-explanatory in all respects.

Management's Responsibility:

The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder; the MCA Circulars; the SEBI Circulars; and Listing Regulations pertaining to remote e-voting and e-voting during the AGM on the resolutions contained in the Notice of the AGM.

Scrutinizer's Responsibility:

My responsibility as a scrutinizer for the voting through electronic means i.e. by remote e-voting and evoting at the AGM is to make a Consolidated Scrutinizer's report of the total votes cast, votes cast in favour and against including the details of invalid votes, if any, on the resolutions contained in the Notice of AGM, based on the reports generated from the e-voting platform i.e. <https://www.evotingindia.com/> provided by Central Depository Services (India) Limited ("CDSL"), the authorised agency to provide e-voting facilities, engaged by the Company.

Dispatch of Notice Convening the Meeting:

Pursuant to MCA Circulars and SEBI Circulars, the Notice dated 13th August, 2026 convening the 30th Annual General Meeting of the Company held on Tuesday, 29th September, 2026 along with explanatory statement setting out material facts under Section 102 of the Act was sent to the Members of the Company through electronic mode on 2nd September, 2026.

Cut-off Date:

The Shareholders of the Company as on **Tuesday, September 22, 2026**, being the cut-off as set out in the Notice were entitled to vote on the Resolutions (item nos. 1 to 4 as set out in the Notice convening the AGM).

Remote E-Voting:

The Company has engaged CDSL as an agency for providing the remote e-voting platform. The remote e-voting period commenced on **Saturday, September 26, 2026** at 9:00 a.m. I.S.T. and concluded on **Monday, September 28** at 5:00 p.m. I.S.T. on CDSL e-voting platform.

Voting Process during the AGM:

The Company had extended the facility of e-voting at the AGM for the Shareholders who had not cast their vote during the remote e-voting period.

As prescribed under Rules, for the purpose of ensuring that Shareholders who have cast their votes through remote e-voting before the AGM do not vote again during the AGM, the Scrutinizer had access, after closure of period of remote e-voting and before the start of AGM, to only such details pertaining to Shareholders who have cast their votes through remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted.

Accordingly, CDSL, the e-voting agency provided us with the names, DP ID / Folio numbers and shareholding of the Shareholders who have cast their votes through remote e-voting after my validation on the e-voting platform.

I have obtained complete record of votes cast by remote e-voting and e-voting during the meeting from CDSL e-voting portal which was unblocked after the conclusion of AGM.

Results:

The details containing inter-alia, list of Equity Shareholders, who voted "for" or "against" or whose votes were considered as invalid on each of the resolutions that were put to vote, were generated from the e-voting platform of CDSL. Considering the report from CDSL e-voting portal through remote e-voting and e-voting during the meeting the consolidated results with respect to each item on the agenda as set out in the Notice of the AGM are enclosed as 'Annexure A'.

Recommendation:

Based on the aforesaid results, the Ordinary Resolutions as contained in item no. 1 to 2 and the Special Resolution as contained in item no. 3 to 4 of the Notice of AGM have been passed / approved with requisite majority by the shareholders of the company.

Thank you

**MANISH
SANCHETI**

Manish Sancheti
Partner, CSM & Co.
Company Secretaries
FCS: 7972 | C.P. No.: 8997
UDIN: F007972H001683349

Date: 30.09.2026

Place: Jaipur

For Bella Casa Fashion & Retail Limited

**HARISH
KUMAR
GUPTA**

Digitally signed by
HARISH KUMAR GUPTA
Date: 2026.09.30
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Harish Kumar Gupta
Chairman & Whole-Time Director
DIN: 01323944

Date: 30.09.2026

Place: Jaipur

ITEM No.1:								
Resolution required: (Ordinary Resolution)	To receive, consider, and adopt the audited financial statements of the Company for the financial year ended March 31, 2026 together with report of the Board of Directors and Auditors thereon.							
Voting Mode	Valid votes						Invalid Votes	
	Voting in favour (Assent)			Voted Against (Dissent)				
	No. of Members who cast their votes	No. of Votes Cast	% of Valid Votes	No. of Members who cast their votes	No. of Votes Cast	% of Valid Votes	No. of Members who cast their votes	No. of Votes Cast
Remote e-voting	44	95,64,078	99.99998	2	2	0.00002	NIL	NIL
e-voting during AGM	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Total	44	95,64,078	99.99998	2	2	0.00002	NIL	NIL

ITEM No.2:								
Resolution required: (Ordinary Resolution)	To appoint a director in place of Mr. Gaurav Gupta (DIN: -07106587), Director, liable to retire by rotation in terms of section 152 (6) of the Companies Act, 2013 and being eligible offers, himself for reappointment.							
Voting Mode	Valid votes						Invalid Votes	
	Voting in favour (Assent)			Voted Against (Dissent)				
	No. of Members who cast their votes	No. of Votes Cast	% of Valid Votes	No. of Members who cast their votes	No. of Votes Cast	% of Valid Votes	No. of Members who cast their votes	No. of Votes Cast
Remote e-voting	44	95,64,078	99.99998	2	2	0.00002	NIL	NIL
e-voting during AGM	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Total	44	95,64,078	99.99998	2	2	0.00002	NIL	NIL

ITEM No.3:								
Resolution required: (Special Resolution)	Approval of the remuneration of Mr. Pawan Kumar Gupta (DIN: 01543446), Managing Director of the Company.							
Voting Mode	Valid votes						Invalid Votes	
	Voting in favour (Assent)			Voted Against (Dissent)				
	No. of Members who cast their votes	No. of Votes Cast	% of Valid Votes	No. of Members who cast their votes	No. of Votes Cast	% of Valid Votes	No. of Members who cast their votes	No. of Votes Cast
Remote e-voting	36	17,54,116	99.99989	2	2	0.00011	NIL	NIL
e-voting during AGM	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Total	36	17,54,116	99.99989	2	2	0.00011	NIL	NIL

ITEM No.4:								
Resolution required: (Special Resolution)	Approval of the remuneration of Mr. Harish Kumar Gupta (DIN: 01323944), Chairman & Whole-Time Director of the Company.							
Voting Mode	Valid votes						Invalid Votes	
	Voting in favour (Assent)			Voted Against (Dissent)				
	No. of Members who cast their votes	No. of Votes Cast	% of Valid Votes	No. of Members who cast their votes	No. of Votes Cast	% of Valid Votes	No. of Members who cast their votes	No. of Votes Cast
Remote e-voting	36	17,54,116	99.99989	2	2	0.00011	NIL	NIL
e-voting during AGM	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Total	36	17,54,116	99.99989	2	2	0.00011	NIL	NIL