



Date: February 12, 2026

To,

National Stock Exchange of India Limited

Listing & Compliance Department

Exchange Plaza, 5th Floor, Plot No. C/1,

G Block, Bandra-Kurla Complex, Bandra

Mumbai - 400051, India

Company Symbol : **CELLECOR**

Company ISIN : **INE0OMO01025**

Subject: Disclosure under Regulation 44 (3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015- Voting results and Scrutinizer's Report

Dear Sir / Madam,

This is with reference to the 01/2025-26 Extra-ordinary General Meeting of the members of the company held through Video conference/other audio-visual means providing e voting facility to members to cast their votes on the below mentioned resolutions:

S.No.	Description of Resolution	Type of Resolution
1.	To Make Loan And Investment Exceeding The Ceiling Prescribed Under Section 186 Of The Companies Act, 2013.	Special Resolution
2.	Giving Loan And Guarantee Or Providing Security In Connection With Loan Availed By Any Specified Person Under Section 185 Of The Companies, Act, 2013.	Special Resolution
3.	To Approve The Limits For Related Party Transactions Under Section 188 Of The Companies Act, 2013.	Ordinary Resolution

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we are pleased to inform you that the resolution placed before the members in the 01/2025-26 Extra-ordinary General Meeting of the company have been passed with requisite majority.

The details of voting results along with Scrutinizer's Report received from Ms. Anu Malhotra (CP No. 16221), Proprietor, of M/s. Anu Malhotra and Associates, Company Secretaries is enclosed with this letter.

You are requested to take the same on record.

Thanking You,

Yours Faithfully,

For and on behalf of

Cellecor Gadgets Limited

Ravi Agarwal

Managing Director

DIN: 08471502

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General information about company

Scrip code	000000
NSE Symbol	CELLECOR
MSEI Symbol	NOTLISTED
ISIN	INE00MO01025
Name of the company	CELLECOR GADGETS LIMITED
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	11-02-2026
Start time of the meeting	02:10 PM
End time of the meeting	02:29 PM

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Scrutinizer Details

Name of the Scrutinizer	ANU MALHOTRA
Firms Name	Anu Malhotra & Associates
Qualification	CS
Membership Number	39971
Date of Board Meeting in which appointed	19-01-2026
Date of Issuance of Report to the company	12-02-2026

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Voting results	
Record date	04-02-2026
Total number of shareholders on record date	5258
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	33
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	Add Notes

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO MAKE LOAN AND INVESTMENT EXCEEDING THE CEILING PRESCRIBED UNDER SECTION 186 OF THE COMPANIES ACT, 2013				
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	102164850	102164850	100.0000	102164850	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		102164850	102164850	100.0000	102164850	0	100.0000
Public- Institutions	E-Voting	17433500	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		17433500	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	101079450	4671000	4.6211	4671000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		101079450	4671000	4.6211	4671000	0	100.0000
Total		220677800	106835850	48.4126	106835850	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Giving loan and guarantee or providing security in connection with loan availed by any specified person under section 185 of the Companies, Act, 2013				
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	102164850	5108000	4.9998	5108000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		102164850	5108000	4.9998	5108000	0	100.0000
Public- Institutions	E-Voting	17433500	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		17433500	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	101079450	4671000	4.6211	4671000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		101079450	4671000	4.6211	4671000	0	100.0000
Total		220677800	9779000	4.4313	9779000	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	97056850
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve the limits for related party transactions under section 188 of the Companies Act, 2013				
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	102164850	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		102164850	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	17433500	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		17433500	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	101079450	4671000	4.6211	4671000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		101079450	4671000	4.6211	4671000	0	100.0000
Total		220677800	4671000	2.1167	4671000	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

ANU MALHOTRA & ASSOCIATES

PRACTICING COMPANY SECRETARIES

Scrutinizer's Report

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

To,
The Chairman,
Cellecor Gadgets Limited
AG-12, Shalimar Bagh, Delhi – 110088

First (1st) Extra-ordinary General Meeting (“EGM”) of the financial year 2025-26 of the Members Cellecor Gadgets Limited held on Wednesday, February 11, 2026 at 02.00 P.M. (IST) through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”)

Dear Sir,

I, **Anu Malhotra**, Practicing Company Secretary, proprietor of M/s. Anu Malhotra and Associates, Company Secretaries have been appointed by the Board of Directors of Cellecor Gadgets Limited (“the Company”) to act as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting and voting through electronic voting system during the **First (1st) Extra-ordinary General Meeting (“EGM”) of the financial year 2025-26** of the Company held on **Wednesday, February 11, 2026 at 02.00 P.M.** through VC/OAVM pursuant to Section 108 of the Companies Act, 2013 (“Act”) and Rule 20 of the Companies (Management and Administration) Rules, 2014 read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 20/2020 dated May 05, 2020, the General Circular No. 02/2021 dated January 13, 2021, the General Circular No. 19/2021 dated December 08, 2021, the General Circular No. 21/2021 dated December 14, 2021, the General Circular No. 02/2022 dated May 05, 2022, the General Circular No. 10/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023 and the General Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs, Government of India (hereinafter referred to as “MCA Circulars”) and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/4 dated January 5, 2023, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by Securities and Exchange Board of India (“SEBI”) vide its (collectively referred to as “SEBI Circulars”) and Secretarial Standards on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India in respect of the Resolutions as set out in the Notice convening the EGM, do hereby submit the report as follows:

1. The Notice dated January 20, 2026 of the 1ST EGM of the financial year 2025-26 was sent on Tuesday, January 20, 2026 through electronic mode to those Members whose email addresses were registered with the Company or the Depositories/Depository Participants/Registrar and Transfer Agent of the Company in compliance with MCA and SEBI circulars.
2. The Resolutions were transacted through the process of remote e-voting and through electronic voting system during the EGM. For the purpose of remote e-voting, the Company had engaged the services of National Securities Depository Limited (“NSDL”).

**UMA-121, ANSAL PLAZA MALL, SECTOR-1, VAISHALI, GHAZIABAD - 201010,
INDIA**

Mobile No. +91 98102 81482, +91 97181 20308

Email ID: csanumalhotra0403@gmail.com, csanumalhotra282@gmail.com

3. The members of the Company holding shares as on the “cut off” date i.e. Wednesday, February 04, 2026 were entitled to vote on the resolutions stated in the Notice of the EGM.
4. The period for remote e-voting commenced on Sunday February 08, 2026 (9:00 A.M. IST) and ended on Tuesday, February 10, 2026 (05:00 P.M. IST). The Remote e-voting module was disabled by NSDL for voting thereafter.
5. The facility for e-voting was made available during the EGM for the members attending the meeting through VC/OAVM and who did not cast their vote through remote e-voting.
6. After the closure of e-voting at the EGM, the report on the voting done at the EGM and votes cast through remote e-voting facility done prior to the EGM were unblocked from NSDL e-voting website www.evoting.nsdl.com
7. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules thereunder, MCA Circulars and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting prior and during the EGM on the resolutions contained in the Notice of the 1ST EGM of the financial year 2025-26.
8. My responsibility as a scrutinizer for the e-voting process (i.e., remote e-voting and e-voting during EGM) is restricted to making a Consolidated Scrutinizer’s Report of the votes cast in favor or against the resolutions.
9. The consolidated results of remote e-voting and voting through electronic voting system at the 1st EGM of the financial year 2025-26 are enclosed as an Annexure to this report.

Yours faithfully,

For Anu Malhotra & Associates
Practicing Company Secretary
(Peer Reviewed Unit)

ANU
MALHOTR
A

Digitally signed
by ANU
MALHOTRA
Date: 2026.02.12
16:27:42 +05'30'

Anu Malhotra
Proprietor
Membership No.: A39971
COP No.: 16221

Peer Review No.: 3819/2023

UDIN: A039971G003923939

Counter signed by

Ravi Agarwal
Managing Director
DIN: 08471502
Cellecor Gadgets Limited

Place: Delhi
Date: February 12, 2026

Item No. 1: Special Resolution

To Make Loan And Investment Exceeding The Ceiling Prescribed Under Section 186 Of The Companies Act, 2013							
Particulars	Remote e-voting		Voting through electronic voting system during the EGM		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted	Number of shares for which votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of Votes OF total Number of valid votes cast
Voted in favour of the resolution	44	106835850	0	0	44	106835850	100.00
Votes against the resolution	0	0	0	0	0	0	0.00
Invalid votes/ Abstained	0	0	0	0	0	0	0.00

Item No. 2: Special Resolution

Giving Loan And Guarantee Or Providing Security In Connection With Loan Availed By Any Specified Person Under Section 185 Of The Companies, Act, 2013							
Particulars	Remote e-voting		Voting through electronic voting system during the EGM		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted	Number of shares for which votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of Votes OF total Number of valid votes cast
Voted in favour of the resolution	41	9779000	0	0	41	9779000	9.15
Votes against the resolution	0	0	0	0	0	0	0.00
Invalid votes/ Abstained *	3	97056850	0	0	3	97056850	90.85

Item No. 3: Ordinary Resolution

To Approve The Limits For Related Party Transactions Under Section 188 Of The Companies Act, 2013							
Particulars	Remote e-voting		Voting through electronic voting system during the EGM		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted	Number of shares for which votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of Votes OF total Number of valid votes cast
Voted in favour of the resolution	39	4671000	0	0	39	4671000	100.00
Votes against the resolution	0	0	0	0	0	0	0.00
Invalid votes/ Abstained	0	0	0	0	0	0	0.00

*The total number of votes cast was 106,835,850, out of which 97,056,850 votes cast by the member were considered invalid pursuant to the provisions of the Act