



ITALIAN EDIBLES LIMITED

(Formerly Known as Italian Edibles Private Limited)

(The Confectioners)



April 01, 2026

To,
The Listing Department
NATIONAL STOCK EXCHANGE OF INDIA LTD
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex Bandra-East, Mumbai-400051.

Sub: Submission of Outcome of Postal Ballot - Voting Result

Ref: Disclosure under Regulations 30 and 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Ma'am,

We wish to inform you that the Company had sought approval of the Members by way of Postal Ballot through electronic means (remote e-voting) for the following Resolutions:

Details of Resolution(s)	Type of Resolution
Approval of Material Related Party Transactions with Nutrabella Foods LLP	Ordinary Resolution
Re-appointment of Ms. Anjali Jain (DIN: 07757314) as an Independent Director of the Company	Special Resolution
Re-appointment of Mrs. Devyani Chhajed (DIN: 10276186) as an Independent Director of the Company	Special Resolution

In this regard, please find enclosed the following:

- Voting Results as required under Regulation 44(3) of the SEBI Listing Regulations - **Annexure A** and;
- Scrutinizer's Report dated April 01, 2026, pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 - **Annexure B**.

Details with respect to re-appointment of Independent Directors of the Company as required under Regulation 30 read with Para A (7) of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, are given hereunder as- **Annexure C**.

The e-voting results declared along with the Scrutinizer's Report shall be hosted on the website of the Company at <https://www.ofcoursegroup.com/>.

Kindly take the above on record.

Thanking you,

Yours Faithfully,

For Italian Edibles Limited

(Formerly known as Italian Edibles Private Limited)

Ajay Makhija
Managing Director
DIN: 02847288

Encl: As above



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Annexure A

Italian Edibles Limited (Formerly known as Italian Edibles Private Limited)

Details of voting results

Date of the Postal Ballot	April 01, 2026
Total no. of shareholders on cutoff date	1,284
Date of AGM/EGM	Not applicable
E-voting start date and time	Tuesday, March 03, 2026, at 9:00 a.m.
E-voting start date and time	Wednesday, April 01, 2026, at 5:00 p.m.
No. of shareholders present in the meeting either in person or through proxy: <ul style="list-style-type: none">Promoter and promoter GroupPublic	Not applicable
No. of shareholders who attended the meeting through VC/OVAM: <ul style="list-style-type: none">Promoter and Promoter GroupPublic	Not applicable

General information about company

Scrip code	000000
NSE Symbol	ITALIANE
MSEI Symbol	NOTLISTED
ISIN	INE0R7R01018
Name of the company	Italian Edibles Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	01-04-2026
Start time of the meeting	
End time of the meeting	

Scrutinizer Details

Name of the Scrutinizer	Mukesh Kumar Siroya
Firms Name	M. Siroya and Company
Qualification	CS
Membership Number	F5682
Date of Board Meeting in which appointed	24-02-2026
Date of Issuance of Report to the company	01-04-2026

Voting results	
Record date	24-02-2026
Total number of shareholders on record date	1284
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
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?				Yes				
Description of resolution considered				Approval of Material Related Party Transactions with Nutrabella Foods LLP				
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	10857151	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	10857151	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	3920000	150000	3.8265	148000	2000	98.6667	1.3333
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3920000	150000	3.8265	148000	2000	98.6667	1.3333
Total		14777151	150000	1.0151	148000	2000	98.6667	1.3333
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Ms. Anjali Jain (DIN: 07757314) as an Independent 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	10857151	10857151	100	10857151	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10857151	10857151	100	10857151	0	100
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
Public- Non Institutions	E-Voting	3920000	150000	3.8265	146000	4000	97.3333	2.6667
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3920000	150000	3.8265	146000	4000	97.3333
Total		14777151	11007151	74.4876	11003151	4000	99.9637	0.0363
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mrs. Devyani Chhajed (DIN: 10276186) as an Independent 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	10857151	10857151	100	10857151	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10857151	10857151	100	10857151	0	100
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
Public- Non Institutions	E-Voting	3920000	150000	3.8265	146000	4000	97.3333	2.6667
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3920000	150000	3.8265	146000	4000	97.3333
Total		14777151	11007151	74.4876	11003151	4000	99.9637	0.0363
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

M Siroya and Company
Company Secretaries

A-103, Samved Building (Madhukunj), Near Ekta Bhoomi Gardens, Rajendra Nagar, Borivali (E), Mumbai - 400 066
Tel.: +91 22 28706523; Cel.: +91 9324310151; E-mail: siroyam@gmail.com; www.msiroya.com

SCRUTINIZER'S REPORT

(Postal Ballot -Remote E-voting)

[Pursuant to Sections 108 & 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended]

To,
The Managing Director;
Italian Edibles Limited
(Formerly known as Italian Edibles Private Limited)
CIN: L15141MP2009PLC022797
Registered Office: 309/1/1/8 Block No.03,
Mangal Udhyog Nagar, Gram Palda,
Indore, Madhya Pradesh, India, 452020

Pursuant to the provisions of the Companies Act, 2013 ("Act") and rules framed thereunder (including any statutory modification(s)/ or re-enactment thereof for the time being in force), and provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the members was sought for the businesses as mentioned in the Notice of Postal ballot dated February 24, 2026 ("Notice").

1. In terms of provisions of Section 110 of the Act read with Companies (Management and Administration) Rules, 2014, I was appointed as Scrutinizer by the Board of Directors at its meeting held on February 24, 2026, to conduct the Postal Ballot exercise for passing of the Resolutions as contained in the Notice. My responsibility as the Scrutinizer of the voting process is restricted only to scrutinize the e-voting process in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favor and against the resolutions stated in the Notice, based on the reports generated from the E-voting system provided by National Securities Depository Limited ("NSDL"), the service provider.
2. On the basis of the Register of Members and the List of Beneficial Owners as received by the Company from the Depositories/ Bigshare Services Private Limited, the Company's Registrar and Transfer Agent ('RTA'), as on Tuesday, February 24, 2026, the Company had sent emails on Monday, March 02, 2026 to 1,237 Members who had registered their email-ids with the Company. In compliance with the General Circulars issued by the Ministry of Corporate Affairs, Government of India (the 'MCA Circulars') read with relevant SEBI Circulars, physical copy of the Notice along with Postal Ballot Forms and pre-paid business envelope were not sent to the Members for this Postal Ballot. The communication of assent / dissent of the members was taken through the remote e-voting system only.

3. In terms of the aforesaid Notice, Members were required to convey their Assent or Dissent, as the case may be, on or before 5:00 p.m. on Wednesday, April 01, 2026, in respect of the Resolutions as set out therein.
4. Members cast their votes on the remote e-voting platform for the Resolutions (which includes those who had registered their participation but abstained from E-voting), till 5:00 p.m. on Wednesday, April 01, 2026, being the last day for remote e-voting service facility arranged by National Securities Depository Limited (“NSDL”), as per the said Notice.
5. In case of E-voting, Members’ demographic details, their voting rights and voting pattern were provided by National Securities Depository Limited (“NSDL”).
6. After the scrutiny of e-voting results, I report that the **Resolutions**, as contained in the said Notice, have been passed with Requisite Majority.

I have annexed with this Report, the details of the remote e-voting and the analysis of the Result of the Resolutions (**Annexure I**) as contained in the said Notice.

For M Siroya and Company
Company Secretaries

Mukesh Siroya
Proprietor
Membership No.: F5682
CP No.: 4157
PR No.: 1075/2021
UDIN: F005682H000003702
Firm Registration No.: S2003MH061300

Date: April 01, 2026
Place: Mumbai

Analysis of Results of the Resolution as set out in the Notice

Special Businesses:

Item No. 1: Ordinary Resolution

Approval of Material Related Party Transactions with Nutrabella Foods LLP

i) Details of Votes in favour and against the resolution:

Particulars	Number of members who have voted through Remote e-votes	Number of corresponding Remote e-votes	Percentage (%)
Assent	09	148000	98.6667
Dissent	01	2000	1.3333
Total	10	150000	100.00

ii) Details of Invalid/Abstained Votes:

Mode of Voting	Invalid votes		Abstained Votes	
	No. of Members who have voted through e-voting	No. of Votes	No. of Members who have abstained on voting through E-voting	No. of Votes
Remote E-voting	0	0	0	0

Accordingly, out of the total valid votes polled through E-votes, **148000 votes** were cast **ASSENTING** to the Ordinary Resolution constituting **98.67% (Approx.)** of the valid votes polled and **2000 votes** were cast **DISSENTING** to the Ordinary Resolution constituting **1.33% (Approx.)** of the valid votes polled.

Based on the above result, I report that the Ordinary Resolution as set out in Item No. 1 of the Notice is passed with **Requisite Majority**

Item No. 2: Special Resolution

Re-appointment of Ms. Anjali Jain (DIN: 07757314) as an Independent Director of the Company

i) Details of Votes in favour and against the resolution:

Particulars	Number of members who have voted through Remote e-votes	Number of corresponding Remote e-votes	Percentage (%)
Assent	15	11003151	99.9637
Dissent	2	4000	0.0363
Total	17	11007151	100

ii) Details of Invalid/Abstained Votes:

Mode of Voting	Invalid votes		Abstained Votes	
	No. of Members who have voted through e-voting	No. of Votes	No. of Members who have abstained on voting through E-voting	No. of Votes
Remote E-voting	0	0	0	0

Accordingly, out of the total valid votes polled through E-votes, **11003151 votes** were cast **ASSENTING** to the Special Resolution constituting **99.96 % (Approx.)** of the valid votes polled and **4000 votes** were cast **DISSENTING** to the Special Resolution constituting **0.04 % (Approx.)** of the valid votes polled.

Based on the above result, I report that the Special Resolution as set out in Item No. 2 of the Notice is passed with **Requisite Majority**

Item No. 3: Special Resolution

Re-appointment of Mrs. Devyani Chhajed (DIN: 10276186) as an Independent Director of the Company

i) Details of Votes in favour and against the resolution:

Particulars	Number of members who have voted through Remote e-votes	Number of corresponding Remote e-votes	Percentage (%)
Assent	15	11003151	99.9637
Dissent	2	4000	0.0363
Total	17	11007151	100

ii) Details of Invalid/Abstained Votes:

Mode of Voting	Invalid votes		Abstained Votes	
	No. of Members who have voted through e-voting	No. of Votes	No. of Members who have abstained on voting through E-voting	No. of Votes
Remote E-voting	0	0	0	0

Accordingly, out of the total valid votes polled through E-votes, **11003151 votes** were cast **ASSENTING** to the Special Resolution constituting **99.96 % (Approx.)** of the valid votes polled and **4000 votes** were cast **DISSENTING** to the Special Resolution constituting **0.04 % (Approx.)** of the valid votes polled.

Based on the above result, I report that the Special Resolution as set out in Item No. 3 of the Notice is passed with **Requisite Majority**

The electronic data and all other relevant records relating to remote e-voting are under my safe custody and will be handed over to the ~~Company Secretary~~/Managing Director for preserving safely after the results of the postal ballot are declared.

**For M Siroya and Company
Company Secretaries**

**Countersigned
For Italian Edibles Limited**

**Mukesh Siroya
Proprietor
Membership No.: F5682
CP No.: 4157
PR No.: 1075/2021
UDIN: F005682H000003702
Firm Registration No.: S2003MH061300**

**Ajay Makhija
Managing Director
DIN- 02847288**

Date: April 01, 2026
Place: Mumbai

Date: April 01, 2026
Place: Indore



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Annexure C

The details as required under Regulation 30 read with Para A (7) of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated January 30, 2026, concerning the above re-appointment of Ms. Anjali Jain and Mrs. Devyani

Sr. No.	Particulars	Details	
		Ms. Anjali Jain	Mrs. Devyani Chhajed
1	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	<p>The term of Ms. Anjali Jain as the Independent Director of the Company shall end on August 13, 2026.</p> <p>The board of Directors at its meeting dated February 24, 2026, based on recommendation of Nomination and Remuneration Committee (NRC) approved the re-appointment of Ms. Anjali Jain as the Independent Director of the Company.</p>	<p>The term of Mrs. Devyani Chhajed as the Independent Director of the Company shall end on August 13, 2026.</p> <p>The board of Directors at its meeting February 24, 2026, based on recommendation of Nomination and Remuneration Committee (NRC) approved the re-appointment of Mrs. Devyani Chhajed as the Independent Director of the Company.</p>
2	Date of appointment/reappointment/cessation (as applicable) & term of appointment/re-appointment;	<p>August 14, 2026</p> <p>The proposed term is for the period of Five (5) years commencing from August 14, 2026, to August 13, 2031</p>	<p>August 14, 2026</p> <p>The proposed term is for the period of Five (5) years commencing from August 14, 2026, to August 13, 2031</p>
3	Brief profile (in case of appointment);	<p>Ms. Anjali Jain is Non - Executive Independent Director of our Company. She is an Associate member of the Institute of Company Secretaries of India with effect from October 20, 2015. Currently she is Company Secretary & Compliance Officer of Gagan Gases Limited. She was appointed on the Board on August 14, 2023, as the Independent Director of the Company. She has over 9+ years of experience in the field of secretarial compliance.</p>	<p>Ms. Devyani Chhajed serves as a Non-Executive Independent Director of the Company. She is a practicing Chartered Accountant and an Associate Member of the Institute of Chartered Accountants of India, holding a valid Certificate of Practice.</p> <p>She was appointed to the Board of the Company as an Independent Director on August 14, 2023.</p> <p>Ms. Chhajed has over four years of experience in the field of Accounting and Finance. She has also been serving as an Independent Director on the boards of various companies, contributing her expertise in financial oversight, governance, and compliance</p>



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4	Disclosure of relationships between directors (in case of appointment of a director)	Ms. Anjali Jain is not related to any other Director or any Key Managerial Personnel of the Company.	Mrs. Devyani Chhajed is not related to any other Director or any Key Managerial Personnel of the Company.
5	Information as required pursuant to National Stock Exchange of India Ltd with ref. no. NSE/ CML/2018/ 24, dated June 20, 2018.	Ms. Anjali Jain is not debarred from holding the office of Director on account of any order of SEBI or any other such authority.	Mrs. Devyani Chhajed is not debarred from holding the office of Director on account of any order of SEBI or any other such authority.

For Italian Edibles Limited
(Formerly known as Italian Edibles Private Limited)

Ajay Makhija
Managing Director
DIN: 02847288