



SEC/64/2025-2026

December 15, 2025

| | |
|--|---|
| 1. National Stock Exchange of India Ltd. Exchange Plaza Plot No. C/1, G Block Bandra –Kurla Complex Bandra (E), Mumbai 400 051 Symbol: KALYANKJIL | 2. BSE Limited Corporate Relationship Dept. Phiroze Jeejeebhoy Towers, Dalal Street Mumbai 400001 Maharashtra, India Scrip Code: 543278 |
|--|---|

Dear Sir/Madam,

Sub: Results of Postal Ballot (e-voting)

Pursuant to the provisions of Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, the Company had conducted the process of Postal Ballot for seeking the consent of the shareholders for the Resolutions as set out in the Postal Ballot Notice dated November 07, 2025.

Further, pursuant to Regulation 44(3) of the SEBI (LODR) Regulations, 2015, please find enclosed voting results for the resolutions and Scrutinizer's Report dated December 15, 2025.

We would like to inform you that the Resolutions mentioned in the aforesaid notice have been passed by the members of the Company by requisite majority. The approval is deemed to have been received on the last date of e-voting, i.e. December 14, 2025.

The voting results along with the scrutinizer's report will also be made available on the website of the Company at <http://www.kalyanjewellers.net>

Kindly take the same on record.

Thanking You.

Yours Faithfully,

For **Kalyan Jewellers India Limited**

Jishnu RG

Company Secretary & Compliance Officer

Kalyan Jewellers India Limited

Corporate Office -TC-32/204/2, Sitaram Mill Road, Punnamm, Thrissur, Kerala – 680 002

CIN - L36911KL2009PLC024641

T -0487 2437333 Email – cs@kalyanjewellers.net

WWW.KALYANJEWELLERS.NET



KALYAN JEWELLERS INDIA LIMITED

Disclosure of voting results by the listed entities in terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

| | |
|---|--------------------------------|
| Name of the company | KALYAN JEWELLERS INDIA LIMITED |
| Type of meeting | POSTAL BALLOT |
| Date of Postal Ballot Notice | 07/11/2025 |
| Voting Start Date | 15/11/2025 |
| Voting End Date | 14/12/2025 |
| Total number of Members as on record date/ Cut-off date i.e. November 08, 2025 | 691282 |
| No. of Members present in the meeting either in person or through proxy | |
| Promoters and Promoter Group: | Not Applicable |
| Public: | Not Applicable |
| No. of Members attended the meeting through Video Conferencing | |
| Promoters and Promoter Group: | Not Applicable |
| Public: | Not Applicable |
| No. of resolution passed in the Meeting/Postal Ballot | 1 |

Kalyan Jewellers India Limited

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| Resolution Required :Special | | | 1 - Amendment in 'Kalyan Jewellers India Limited -Employee Stock Option Plan 2020' ("ESOP 2020") | | | | | |
|---|----------------|--------------------|--|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | NO | | | | | |
| 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 | 648174977 | 614354791 | 94.7822 | 614354791 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 614354791 | 94.7822 | 614354791 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 300140317 | 250805722 | 83.5628 | 116514725 | 134290997 | 46.4562 | 53.5438 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 250805722 | 83.5628 | 116514725 | 134290997 | 46.4562 | 53.5438 |
| Public Non Institutions | E-Voting | 84237297 | 757367 | 0.8991 | 731429 | 25938 | 96.5752 | 3.4248 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 757367 | 0.8991 | 731429 | 25938 | 96.5752 | 3.4248 |
| Total | | 1032552591 | 865917880 | 83.8619 | 731600945 | 134316935 | 84.4885 | 15.5115 |

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M R THIAGARAJAN

Company Secretary in Practice

C-18, United Nagar, Veerakeralam Post, Coimbatore-641007
Mobile: +919443720540- E-mail id: mrthiagarajan@gmail.com

SCRUTINIZER'S REPORT

[Pursuant to Section((s) 108 and 110 of the Companies Act, 2013 read with Rule(s) 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)]

To

The Chairman
Kalyan Jewellers India Limited
TC-32/204/2, Sitaram Mill Road
Punkunnam, Thrissur, 680 002, Kerala State

Dear Sir:

I, M R Thiagarajan, Company Secretary in Practice, was appointed as the Scrutinizer by the Board of Directors of Kalyan Jewellers India Limited ("the Company") for scrutinizing the postal ballot process which was conducted through electronic means , in respect of the resolution contained in the Postal Ballot Notice dated 7th November 2025 and for ascertaining the requisite majority for the resolution as contained in the said Postal Ballot Notice dated 7th November 2025 proposed to be passed in accordance with the provisions of Section(s) 108 and 110 of the Companies Act, 2013 ("Act") read with Rule(s) 20 and 22 of the Companies(Management and Administration) Rules, 2014 ("Rules") Secretarial Standards on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015("SEBI Listing Regulations") and General Circular No(s) 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, read with other relevant circulars including General Circular No 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs (herein collectively referred to as "MCA Circulars") and other applicable laws and regulations (including statutory modifications or re-enactments thereof) , for the time being in force.

SERVICE PROVIDER

The Company had availed the services offered by National Securities Depository Limited ("NSDL") for facilitating e-voting to enable the members to cast their votes electronically using remote e-voting system on special business(es) sought to be transacted through postal ballot by the Company.

MANAGEMENT RESPONSIBILITY

The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules made thereunder, SEBI Listing Regulations, MCA Circulars or any other provisions, as applicable for conducting postal ballot of the Company.

THIAGARAJAN Digitally signed by THIAGARAJAN
Date: 2025.12.15 05:23:41 +05'30'

SCRUTINIZER'S RESPONSIBILITY

My responsibility as Scrutinizer is restricted to ensure that the voting process through electronic means is conducted in a fair and transparent manner and to make and submit the Scrutinizer's Report of the Votes cast "For" and "Against" the resolutions contained in the Notice of Postal Ballot, based on the report generated from the e-voting system provided by NSDL.

CUT OFF DATE

The Members of the Company holding equity shares either in physical form or in dematerialized form as on the "Cut-off Date" i.e., November 08, 2025 were entitled to cast their votes electronically through remote e-voting on the resolutions as set out in the Notice of Postal Ballot dated 7th November 2025.

REMOTE E-VOTING PROCESS

The remote e-voting period commenced from Saturday, November 15, 2025 at 9.00 am (IST) and ended on Sunday, December 14, 2025 at 5.00 pm (IST) on the designated website of NSDL [www.evoting.nsdl.com]. The e-voting module was disabled by NSDL thereafter.

NOTICE IN ELECTRONIC MODE

Pursuant to the provisions of the Act and MCA Circulars issued by the Ministry of Corporate Affairs, the Company has sent Postal Ballot notice to its Members/Beneficiaries whose name(s) appeared in the Register of Members /List of Beneficial Owners as on the Cut-off Date i.e. November 08, 2025 and whose e-mail IDs were registered with the Company /RTA or Depository /Depository Participant through electronic means only and has not dispatched physical copies of Postal Ballot Notice, Postal Ballot Forms etc. to any member.

NEWSPAPER ADVERTISEMENT

Pursuant to Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, the Company published the requisite notice by way of advertisement in The Indian Express (English) and in Deepika (Malayalam) newspapers having wide circulation on November 14, 2025.

E-VOTING

1. I monitored the process of electronic voting (i.e., Remote e-voting) through the scrutinizer's secured link provided by NSDL through its designated website.
2. After completion of the e-voting, votes cast by the members were duly unblocked in the presence of two witness namely -Ms. Anju S Raj and Ms. Lakshmi SM, being individuals who are not in the employment of the Company.
3. The remote e-voting data/report downloaded from the website of NSDL have been kept separately for the purpose of postal ballot.
4. After having scrutinized and ascertained the votes cast by remote e-voting based on the data downloaded from the website of NSDL for the remote e-voting system, and on the basis of the report derived on the electronic voting system, I now provide below the summary of the remote e-voting and submit my report as under on the result of the remote e-voting:

THIAGARAJAN

Digitally signed by THIAGARAJAN
Date: 2025.12.15 05:23:09 +05'30'

ITEM NO 1 OF THE POSTAL BALLOT NOTICE: Special Resolution

AMENDMENT IN KALYAN JEWELLERS INDIA LIMITED -EMPLOYEE STOCK OPTION PLAN 2020 ("ESOP-2020")

(i) Voted **in favour** of the Resolution:

| Number of Members Voted | No of Valid Votes (Shares) cast | % of valid votes cast |
|-------------------------|---------------------------------|-----------------------|
| 1299 | 731600945 | 84.49 |

(ii) Voted **against** the Resolution:

| Number of Members Voted | No of Valid Votes (Shares) cast | % of valid votes cast |
|-------------------------|---------------------------------|-----------------------|
| 493 | 134316935 | 15.51 |

(iii) **Invalid Votes** in respect of the Resolution:

| Total Number of Members whose votes were declared invalid | No of invalid Votes (Shares) cast by them |
|---|---|
| 0 | 0 |

RESULT: - Based on the aforesaid result, I report that the Special Resolution as set out in ITEM No 1 of the Postal Ballot Notice dated 7th November 2025 has been passed with requisite majority.

Thanking you

Yours faithfully

THIAGARAJAN Digitally signed by THIAGARAJAN
Date: 2025.12.15 05:22:23 +05'30'

M R THIAGARAJAN
Company Secretary in Practice
ACS-5327/CoP 6487
UDIN: A005327G002409511
Peer Review Certificate 3334/2023
Place: Trissur
Date: 15.12.2025