

Date: 8th August 2025

To,

| | |
|---|---|
| National Stock Exchange of India Limited Exchange Plaza, Block G, C/1, Bandra Kurla Complex, Bandra (E), Mumbai – 400051 Symbol: SAPPHIRE | BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001 Scrip Code: 543397 |
|---|---|

Dear Sir/Madam,

Subject: Voting Results in respect of the 16th Annual General Meeting of the Company

Pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), please find enclosed herewith voting results of the business transacted at the Sixteenth (16th) Annual General Meeting of the Company held on 8th August 2025, along with Scrutinizer’s Report dated 8th August 2025.

Request you to kindly take the same on record.

Thanking you,
For Sapphire Foods India Limited



Sachin Dudam
Company Secretary and Compliance Officer

Encl: a/a



| | |
|---|-----------------------------|
| Date of Annual General Meeting | 8 th August 2025 |
| Record/ Cut-off Date | 31 st July 2025 |
| Total number of shareholders on record date | 53,523 |
| Number of shareholders present in the meeting either in person or through proxy: a). Promoters and Promoter Group: b). Public: | Not Applicable |
| Number of shareholders attended the meeting through video conferencing: a). Promoters and Promoter Group: b). Public: | 2 41 |

Sapphire Foods India Limited

| Resolution Required :Ordinary | | 1 - To receive, consider, approve and adopt: a) the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March 2025, together with the Reports of the Board of Directors and the Auditors Report thereon; and b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2025, together with the Reports of the Auditors thereon. | | | | | | |
|---|----------------|--|---------------------|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| 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 | 83728225 | 83728225 | 100.0000 | 83728225 | 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 | | 83728225 | 100.0000 | 83728225 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 223860855 | 203849697 | 91.0609 | 203829990 | 19707 | 99.9903 | 0.0097 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 203849697 | 91.0609 | 203829990 | 19707 | 99.9903 | 0.0097 |
| Public Non Institutions | E-Voting | 13793825 | 1720296 | 12.4715 | 1720106 | 190 | 99.9890 | 0.0110 |
| | Poll | | 31235 | 0.2264 | 31235 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 1751531 | 12.6979 | 1751341 | 190 | 99.9892 | 0.0108 |
| Total | | 321382905 | 289329453 | 90.0264 | 289309556 | 19897 | 99.9931 | 0.0069 |

Sapphire Foods India Limited

| Resolution Required :Ordinary | | 2 - To appoint a Director in place of Mr. Vinod Nambiar (DIN: 07290613), who retires by rotation, in terms of Section 152 of the Companies Act, 2013 and being eligible, offers himself for re-appointment. | | | | | | |
|---|----------------|---|---------------------|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | Yes | | | | | | |
| 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 | 83728225 | 83728225 | 100.0000 | 83728225 | 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 | | 83728225 | 100.0000 | 83728225 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 223860855 | 203849697 | 91.0609 | 148757595 | 55092102 | 72.9742 | 27.0258 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 203849697 | 91.0609 | 148757595 | 55092102 | 72.9742 | 27.0258 |
| Public Non Institutions | E-Voting | 13793825 | 1720296 | 12.4715 | 1719836 | 460 | 99.9733 | 0.0267 |
| | Poll | | 31235 | 0.2264 | 31235 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 1751531 | 12.6979 | 1751071 | 460 | 99.9737 | 0.0263 |
| Total | | 321382905 | 289329453 | 90.0264 | 234236891 | 55092562 | 80.9585 | 19.0415 |

Sapphire Foods India Limited

| Resolution Required :Ordinary | | | 3 - To appoint a Director in place of Mr. Kabir Thakur (DIN: 08422362), who retires by rotation, in terms of Section 152 of the Companies Act, 2013 and being eligible, offers himself for re-appointment. | | | | | |
|---|----------------|--------------------|--|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | Yes | | | | | |
| 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 | 83728225 | 83728225 | 100.0000 | 83728225 | 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 | | 83728225 | 100.0000 | 83728225 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 223860855 | 203849697 | 91.0609 | 200789579 | 3060118 | 98.4988 | 1.5012 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 203849697 | 91.0609 | 200789579 | 3060118 | 98.4988 | 1.5012 |
| Public Non Institutions | E-Voting | 13793825 | 1720296 | 12.4715 | 1716836 | 3460 | 99.7989 | 0.2011 |
| | Poll | | 31235 | 0.2264 | 31235 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 1751531 | 12.6979 | 1748071 | 3460 | 99.8025 | 0.1975 |
| Total | | 321382905 | 289329453 | 90.0264 | 286265875 | 3063578 | 98.9411 | 1.0589 |

Sapphire Foods India Limited

| Resolution Required :Ordinary | | | 4 - To appoint M/s. Deloitte Haskins & Sells, Chartered Accountants (Firm Registration No. 117365W) as the Statutory Auditors of the Company. | | | | | |
|---|----------------|--------------------|---|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| 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 | 83728225 | 83728225 | 100.0000 | 83728225 | 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 | | 83728225 | 100.0000 | 83728225 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 223860855 | 203849697 | 91.0609 | 203849697 | 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 | | 203849697 | 91.0609 | 203849697 | 0 | 100.0000 | 0.0000 |
| Public Non Institutions | E-Voting | 13793825 | 1720296 | 12.4715 | 1720046 | 250 | 99.9855 | 0.0145 |
| | Poll | | 31235 | 0.2264 | 31235 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 1751531 | 12.6979 | 1751281 | 250 | 99.9857 | 0.0143 |
| Total | | 321382905 | 289329453 | 90.0264 | 289329203 | 250 | 99.9999 | 0.0001 |

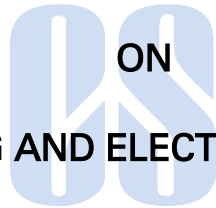
Sapphire Foods India Limited

| Resolution Required :Ordinary | | | 5 - To appoint M/s. Alwyn Jay & Co., Company Secretaries (Firm Registration No. P2010MH021500) as the Secretarial Auditors of the Company. | | | | | |
|---|----------------|--------------------|--|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| 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 | 83728225 | 83728225 | 100.0000 | 83728225 | 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 | | 83728225 | 100.0000 | 83728225 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 223860855 | 203849697 | 91.0609 | 203849697 | 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 | | 203849697 | 91.0609 | 203849697 | 0 | 100.0000 | 0.0000 |
| Public Non Institutions | E-Voting | 13793825 | 1720296 | 12.4715 | 1720046 | 250 | 99.9855 | 0.0145 |
| | Poll | | 31235 | 0.2264 | 31235 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 1751531 | 12.6979 | 1751281 | 250 | 99.9857 | 0.0143 |
| Total | | 321382905 | 289329453 | 90.0264 | 289329203 | 250 | 99.9999 | 0.0001 |

Sapphire Foods India Limited

| Resolution Required :Special | | 6 - Appointment of Mr. Vijay Jain (DIN: 11129200) as Executive Director & Chief Financial Officer (“ED & CFO”) and approval of terms and conditions including remuneration payable to Mr. Vijay Jain as ED & CFO. | | | | | | |
|---|----------------|---|---------------------|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | Yes | | | | | | |
| 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 | 83728225 | 83728225 | 100.0000 | 83728225 | 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 | | 83728225 | 100.0000 | 83728225 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 223860855 | 203849697 | 91.0609 | 202354344 | 1495353 | 99.2664 | 0.7336 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 203849697 | 91.0609 | 202354344 | 1495353 | 99.2664 | 0.7336 |
| Public Non Institutions | E-Voting | 13793825 | 1720296 | 12.4715 | 1719936 | 360 | 99.9791 | 0.0209 |
| | Poll | | 31235 | 0.2264 | 31235 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 1751531 | 12.6979 | 1751171 | 360 | 99.9794 | 0.0206 |
| Total | | 321382905 | 289329453 | 90.0264 | 287833740 | 1495713 | 99.4830 | 0.5170 |

CONSOLIDATED SCRUTINIZER'S REPORT



ON
THE REMOTE E-VOTING AND ELECTRONIC VOTING AT THE 16TH
ANNUAL GENERAL MEETING OF SAPPHIRE FOODS INDIA
LIMITED HELD THROUGH VIDEO CONFERENCE ("VC")/ OTHER
AUDIO VISUAL MEANS ("OAVM") ON
FRIDAY, AUGUST 08, 2025.

Alwyn D'Souza & Co.

Company Secretaries

[Firm Registration No: S2003MH061200] [Peer Review Certificate No.5936/2024]

Annex-103, Dimple Arcade, Asha Nagar, Kandivali (East), Mumbai 400101.

Branch Office: B-002, Gr. Floor, Shreepati-2, Royal Complex, Behind Olympia Tower,
Mira Road (East), Thane-401107; Tel: 022-79629822; Mob: 09820465195;

E-mail: alwyn@alwynjay.com ;Website : www.alwynjay.com

Report of the Scrutinizer

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

To,

The Chairman / Company Secretary

Of the 16th Annual General Meeting of the Equity Shareholders of Sapphire Foods India Limited, held on Friday, August 08, 2025 at 11.30 a.m.

Dear Sir,

I, Alwyn D'souza of M/s. Alwyn D'souza & Co., Company Secretaries, Mumbai, appointed by the Board of Directors of **Sapphire Foods India Limited** ("the Company") as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting and electronic voting conducted during the Annual General Meeting ("AGM") pursuant to the provisions of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) for the 16th Annual General Meeting of the Company held through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") on Friday, August 08, 2025 at 11.30 a.m. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules

I, submit my report as under:

- a) The Ministry of Corporate Affairs ("MCA"), Government of India has, vide General Circular No. 9 / 2024 dated 19th September, 2024 read together with General Circular No. 14 / 2020 dated 8th April, 2020, General Circular No. 17 / 2020 dated 13th April, 2020 and General Circular No. 20 / 2020 dated 5th May, 2020 ("MCA Circulars"), and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 issued by Securities and Exchange Board of India ("SEBI") dated October 3, 2024 has permitted the holding of the AGM through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) without the physical presence of the Members at a common venue.

SEBI vide its Circular dated January 15, 2021, read with SEBI Circulars dated May 13, 2022, January 05, 2023, October 07, 2024 ("SEBI Circulars") has granted relaxations in respect of sending physical copies of Annual Reports to shareholders and requirement of proxy for general meetings held through electronic mode

In compliance with the provisions of Companies Act, 2013, (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and the above circulars the 16th Annual General Meeting of the Company was held through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") on Friday, August 08, 2025 at 11.30 a.m.

Further as confirmed by the Company the Notice of the AGM along with the Annual Report 2024-25 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company, MUFG Intime India Private Limited (RTA) or CDSL / NSDL ("Depositories") and also been uploaded on the website of the Company.

- a) The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to e-Voting (which includes remote e-Voting and the voting through electronic voting system during the AGM) on the resolutions proposed in the Notice calling the 16th AGM of the Company was the responsibility of the management. My responsibility as a scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner, and render a Consolidated Scrutinizer's Report on the voting to the Chairman.
- b) The e-voting facility both for e-voting prior to the AGM (remote e-voting) and the electronic voting at the AGM was provided by MUFG Intime India Private Limited ("MUFG Intime").
- c) The remote e-voting was concluded on Thursday, August 07, 2025 at 5:00 P.M.
- d) At the 16th AGM of the Company held on Friday, August 08, 2025, the Chairman at the end of the discussions on the resolution(s) announced that the facility to vote through electronic voting system has been provided to facilitate voting for those Members who were present at the meeting through VC/OAVM but could not participate in the remote e-voting to record their votes on the resolutions to be passed.
- e) After the closure of the voting by electronic means at the AGM, the votes cast through electronic voting at the AGM and through remote e-voting prior to the date of AGM were unblocked on Friday, August 08, 2025 at around 12.26 p.m. in the presence of two witnesses viz., Mr. Edlon Dsouza and Mr. Krishnakant Adagale who are not in the employment of the Company, on the e-voting website of MUFG Intime (<https://instavote.linkintime.co.in>) and a final electronic report was generated by me. The data generated was diligently scrutinized.

- f) I hereby submit a Consolidated Scrutinizer's Report pursuant to rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice of the aforesaid 16th AGM based on the scrutiny of remote e-voting and the electronic voting during the AGM and votes cast therein based on the data downloaded from the electronic voting system of MUFG Intime (<https://instavote.linkintime.co.in>). In the cases where the members have voted partially in favour and partially against the resolution, I have counted their number in both voted in favour and voted against the resolution.
- g) The results of the remote e-voting together with that of the voting through electronic voting system conducted at the AGM through VC/OAVM are as under:

1. RESOLUTION NO. 1 AS AN ORDINARY RESOLUTION:

To receive, consider, approve and adopt:

a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Reports of the Board of Director and the Auditors Report thereon; and

b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Reports of the Auditors thereon.

- (i) Voted **in favour** of the resolution:

| Particulars of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 294 | 28,92,78,321 | - |
| E-voting during the AGM | 2 | 31,235 | - |
| TOTAL | 296 | 28,93,09,556 | 99.99 |

- (ii) Voted **against** the resolution:

| Particulars of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 9 | 19,897 | - |
| E-voting during the AGM | 0 | 0 | - |
| TOTAL | 9 | 19,897 | 0.01 |

(iii) **Invalid/abstain** votes:

| Particulars of Voting | Total number of members whose votes were declared Invalid/abstain | Total number of votes cast by them |
|-------------------------|---|------------------------------------|
| Remote e-voting | 1 | 165 |
| E-voting during the AGM | 0 | 0 |
| TOTAL | 1 | 165 |

2. RESOLUTION NO. 2 AS AN ORDINARY RESOLUTION:

To appoint a Director in place of Mr. Vinod Nambiar (DIN: 07290613), who retires by rotation, in terms of Section 152 of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

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

| Particulars of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 215 | 23,42,05,656 | - |
| E-voting during the AGM | 2 | 31,235 | - |
| TOTAL | 217 | 23,42,36,891 | 80.96 |

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

| Particulars of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 91 | 5,50,92,562 | - |
| E-voting during the AGM | 0 | 0 | - |
| TOTAL | 91 | 5,50,92,562 | 19.04 |

(iii) **Invalid/abstain** votes:

| Particulars of Voting | Total number of members whose votes were declared Invalid/abstain | Total number of votes cast by them |
|-------------------------|---|------------------------------------|
| Remote e-voting | 1 | 165 |
| E-voting during the AGM | 0 | 0 |
| TOTAL | 1 | 165 |

3. RESOLUTION NO. 3 AS AN ORDINARY RESOLUTION:

To appoint a Director in place of Mr. Kabir Thakur (DIN: 08422362), who retires by rotation, in terms of Section 152 of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

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

| Particulars of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 281 | 28,62,34,640 | - |
| E-voting during the AGM | 2 | 31,235 | - |
| TOTAL | 283 | 28,62,65,875 | 98.94 |

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

| Particulars of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 27 | 30,63,578 | - |
| E-voting during the AGM | 0 | 0 | - |
| TOTAL | 27 | 30,63,578 | 1.06 |

(iii) **Invalid/abstain** votes:

| Particulars of Voting | Total number of members whose votes were declared Invalid/abstain | Total number of votes cast by them |
|-------------------------|---|------------------------------------|
| Remote e-voting | 1 | 165 |
| E-voting during the AGM | 0 | 0 |
| TOTAL | 1 | 165 |

4. RESOLUTION NO. 4 AS AN ORDINARY RESOLUTION:

To appoint M/s. Deloitte Haskins & Sells, Chartered Accountants (Firm Registration No. 117365W) as the Statutory Auditors of the Company.

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

| Particulars of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 298 | 28,92,97,968 | - |
| E-voting during the AGM | 2 | 31,235 | - |
| TOTAL | 300 | 28,93,29,203 | 100.00 |

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

| Particulars of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 5 | 250 | - |
| E-voting during the AGM | 0 | 0 | - |
| TOTAL | 5 | 250 | 0.00 |

(iii) **Invalid/abstain** votes:

| Particulars of Voting | Total number of members whose votes were declared Invalid/abstain | Total number of votes cast by them |
|-------------------------|---|------------------------------------|
| Remote e-voting | 1 | 165 |
| E-voting during the AGM | 0 | 0 |
| TOTAL | 1 | 165 |

5. **RESOLUTION NO. 5 AS AN ORDINARY RESOLUTION:**

To appoint M/s. Alwyn Jay & Co., Company Secretaries (Firm Registration No. P2010MH021500) as the Secretarial Auditors of the Company.

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

| Particulars of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 298 | 28,92,97,968 | - |
| E-voting during the AGM | 2 | 31,235 | - |
| TOTAL | 300 | 28,93,29,203 | 100.00 |

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

| Particulars of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 5 | 250 | - |
| E-voting during the AGM | 0 | 0 | - |
| TOTAL | 5 | 250 | 0.00 |

(iii) **Invalid/abstain** votes:

| Particulars of Voting | Total number of members whose votes were declared Invalid/abstain | Total number of votes cast by them |
|-------------------------|---|------------------------------------|
| Remote e-voting | 1 | 165 |
| E-voting during the AGM | 0 | 0 |
| TOTAL | 1 | 165 |

6. RESOLUTION NO. 6 AS A SPECIAL RESOLUTION:

Appointment of Mr. Vijay Jain (DIN: 11129200) as Executive Director & Chief Financial Officer ("ED & CFO") and approval of terms and conditions including remuneration payable to Mr. Vijay Jain as ED & CFO.

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

| Particulars of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 285 | 28,78,02,505 | - |
| E-voting during the AGM | 2 | 31,235 | - |
| TOTAL | 287 | 28,78,33,740 | 99.48 |

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

| Particulars of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 23 | 14,95,713 | - |
| E-voting during the AGM | 0 | 0 | - |
| TOTAL | 23 | 14,95,713 | 0.52 |

(iii) **Invalid/abstain** votes:


| Particulars of Voting | Total number of members whose votes were declared Invalid/abstain | Total number of votes cast by them |
|-------------------------|---|------------------------------------|
| Remote e-voting | 1 | 165 |
| E-voting during the AGM | 0 | 0 |
| TOTAL | 1 | 165 |

Based on the foregoing, the Resolution No. (s) 1 to 6 shall be deemed to have been passed with the requisite majority.

All the relevant records of Voting are under my safe custody until the Chairman considers, approves and signs the Minutes of the 16th Annual General Meeting and the same shall be handed over thereafter to the Chairman or the Company Secretary for safe keeping.

Thanking you,
Sincerely,
For **Alwyn D'Souza & Co.**
Company Secretaries








Alwyn D'Souza
Proprietor
FCS No.5559, CP No.5137
[UDIN: F005559G000967333]

Place: Mumbai
Date: August 08, 2025

We the undersigned witnesseth that the votes were unblocked from the e-voting website of the MUFG Intime (<https://instavote.linkintime.co.in>) in our presence on Friday, August 08, 2024 at 12.26 P.M.



Edlon Dsouza
B/508, Shree Girnar Tower CHSL
Saibaba Nagar,
Mira Road East, Thane 401107



Krishnakant Adagale
Row House No.18,
Mansi Row Co.op Hsg Soc Ltd
Kashigaon, Mira Road East,
Thane 401107

Countersigned by:

For **SAPPHIRE FOODS INDIA LIMITED**



Sachin Dudam

Company Secretary & Compliance Officer
(Membership No. A31812)

