

VAXTEX COTFAB LIMITED

Suiting & Shirting Fabrics

Vaxtex Cotfab Limited

CIN: L51109GJ2005PLC076930

J-03 (GF to 4th Floor) Tejendra Arcade, Nr. Ganjifarak Mill Compound, Nr. Rakhial Char Rasta, Rakhial, Ahmedabad-380023, Gujarat, India.

+9195376 69940

vaxtexcotfab@gmail.com

www.vaxtexcotfabltd.com

January 20, 2026

The Manager,
Listing Department,
National Stock Exchange Limited
“Exchange Plaza”, C-1, Block G,
Bandra - Kurla Complex
Bandra (East),
Mumbai-400051

Symbol: VCL

Dear Sir(s),

Subject: Outcome of Board Meeting of Vaxtex Cotfab Limited (“the Company”) dated January 20, 2026.

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that the Board of Directors of the Company at its meeting held on Tuesday, January 20, 2026, has inter-alia, considered and approved the following matters:

1. Board approved the proposal to increase the Authorised Share Capital of the Company from ₹ 19,00,00,000 (Rupees Nineteen Crores Only) divided into 19,00,00,000 equity shares of ₹ 1 each to ₹ 5,00,00,00,000 (Rupees Five Hundred Crore only) divided into 5,00,00,00,000 equity shares of ₹ 1 each, and to make consequential amendments to the Capital Clause of the Memorandum of Association, subject to approval of shareholders.

The details required under Regulation 30 read with Part A of Schedule III of the SEBI (LODR) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024 is given in the enclosed **Annexure-I**;

2. Considered and approved alteration of main object clause of memorandum of association of the company, subject to necessary approvals more particularly described in the annexure.

The details required under Regulation 30 read with Part A of Schedule III of the SEBI (LODR) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024 is given in the enclosed **Annexure-II**;

3. Change in the name and other clauses of Memorandum and Articles of Association of the Company in accordance with its core business activities, subject to the availability of name by the Ministry of Corporate Affairs
4. To Increase the Borrowing Powers under Section 180(1)(C) of The Companies Act, 2013, subject to Shareholders approval;

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5. Authorization to increase the limits to make Investment(s) or give loan(s) or grant or give guarantee(s) or provide security(ies) in connection with a loan made under section 186 of the Companies Act, 2013 to Rs. 500 Crore under Section 186 of the Companies Act, 2013, subject to necessary approvals;
6. Appointment of Mr. Dhiraj Mishra (DIN: 06952296) as an Additional Director (Executive director) of the Company w.e.f Tuesday, January 20, 2026.

Further, in compliance with Regulation 30 read with Schedule III of the LODR Regulations and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, a brief profile of Mr. Dhiraj Mishra (DIN: 06952296) is enclosed as **Annexure-III**

7. Appointed M/s. Mr. Aakash Goel, Proprietor of M/s. G Aakash & Associates Company Secretary as a Scrutinizer for the proposed EGM
8. Approved the draft Notice of Extra Ordinary General Meeting ("EGM") of the Company;
9. Decided to The EGM of the Company will be held on Friday, February 27, 2026 at 04:00 P.M. at the registered office of the Company situated J-03 (GF to 4th Floor) Tejendra Arcade, Nr. Ganjifarak Mill Compound, Nr. Rakhial Char Rasta, Rakhial, Ahmedabad, Gujarat, India – 380023

The Board Meeting commenced at 6:45 P.M. and concluded at 7:55 P.M.
This is for your information and record.

For **VAXTEX COTFAB LIMITED**

(AMAY VATSALYA)
Director
DIN: 09330694

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ANNEXURE I

DISCLOSURE OF MATERIAL EVENT UNDER REGULATION 30(2) OF SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATION, 2015- SUMMARY OF AMENDMENTS TO THE MOA OF THE COMPANY

Pursuant to provisions of Regulation 30(2) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024, the Company hereby discloses the material event as provided in the Schedule III of Listing Regulations:

Amendments to Memorandum of Association of the Company, in brief

The Board of Directors of the Company at its Meeting held on January 20, 2026 subject to approval of the shareholders to be obtained, has resolved to amend “clause V” (Capital Clause) of the Memorandum of Association of the Company.

The Current Authorized Capital of the Company is Rs. 19,00,00,000/- (Rupees Nineteen Crores Only). The Company proposes to increase its authorized share capital to Rs. 5,00,00,00,000/- (Rupees Five Hundred Crore only) to facilitate fund raising in future via issuance of equity shares. The increase in the Authorized Share Capital of the Company will also require consequential amendment in the Clause V of the Memorandum of Association of the Company and pursuant to Section 13 and 61 the Companies Act, 2013, alteration of the Capital Clause requires approval of the members. Therefore, the proposed Clause V of the Memorandum of Association of the Company after Increase in Authorized Share Capital will be as follows:

“The Authorized Share Capital of the Company is Rs. 5,00,00,00,000 (Rupees Five Hundred Crore only) divided into 5,00,00,00,000 (Five Hundred Crore) Equity Shares of Rs.1/- (Rupees One Only) each”

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ANNEXURE II

DISCLOSURE OF MATERIAL EVENT UNDER REGULATION 30(2) OF SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATION, 2015- SUMMARY OF AMENDMENTS TO THE MOA OF THE COMPANY

Pursuant to provisions of Regulation 30(2) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024, the Company hereby discloses the material event as provided in the Schedule III of Listing Regulations:

To carry on in India or elsewhere the business of generation, production, manufacture, conversion, transmission, distribution, trading and supply of energy and power in all its forms, including but not limited to electric, solar, wind, hydro, biomass, tidal, geothermal, hydrogen and other renewable or non-conventional energy sources, and to establish, construct, operate, maintain, manage, and run power plants, generating stations, renewable energy parks, substations, microgrids, and related facilities, either independently or in collaboration with any person, firm, company, or government authority

To design, develop, manufacture, assemble, install, operate, maintain and supply solar energy systems, plants and equipment including photovoltaic (PV) modules, solar thermal systems, inverters, charge controllers, energy storage systems, batteries and related accessories, and to set up rooftop, grid-connected, off-grid, hybrid and floating solar installations, and to undertake EPC, turnkey, O&M and consultancy services in the field of renewable energy.

To carry on the business of power transmission, distribution and electricity trading including the purchase, sale, wheeling or exchange of power, renewable energy certificates (RECs), carbon credits and green attributes, and to participate in energy exchanges, bilateral markets and government clean-energy programs.

To manufacture, produce, process, refine, blend, distill, store, distribute, market, import, export and deal in ethanol, bio-ethanol, biodiesel, bio-CNG, green hydrogen and other bio-fuels or renewable fuels derived from agricultural, industrial or waste feedstocks, and to set up and operate ethanol plants, distilleries, bio-refineries, dehydration units and related facilities.

To plan, develop, erect, construct, acquire, operate, manage, hire, lease, maintain, enlarge, alter, modernize and use power system networks of all types including ultra-high voltage (UHV), extra-high voltage (EHV), high voltage (HV), HVDC, medium voltage (MV) and low voltage (LV) lines and associated substations, distribution networks and smart grids.

To undertake research, design, development and innovation in the fields of renewable energy, storage technology, smart grids, e-mobility, EV charging infrastructure and digital energy platforms, and to provide IT, IoT, AI and software-based solutions for power generation, monitoring and trading.

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To carry on business in India and abroad as manufacturers, processors, millers, grinders, packers, preservers, traders, importers, exporters, distributors, agents and dealers of agro-based and food products including rice, wheat, maize, pulses, cereals, grains, dry fruits, cashews, almonds, dates, spices, condiments, pickles, sauces and confectionery, and to engage in repacking, packaging and branding of edible and processed foods for domestic and international markets.

To manufacture, process, prepare, preserve, refine, bottle, buy, sell and deal, whether as wholesalers, retailers, exporters or importers, in dairy products including milk, butter, cheese, ghee, yogurt, ice cream, baby food, instant food and all other milk derivatives, and to establish and operate dairy farms, processing units, food processing plants, cold storages and packaging facilities.

To carry on the business of manufacture and trade in edible oils and fats including mustard oil, sunflower oil, soybean oil, groundnut oil, coconut oil, rice bran oil, palm oil, olive oil and all other vegetable or plant-based oils whether crude, refined, blended or processed, and to establish oil mills, solvent extraction plants, refineries and bottling or storage depots.

To carry on the business of manufacturers and dealers in processed, frozen, tinned, preserved and instant foods including ready-to-eat meals, snacks, wafers, jams, jellies, sauces, chutneys, soups, bakery products and baby or dietetic foods, and to undertake research and development of nutritional, fortified, and functional foods.

To engage in horticulture, floriculture, poultry, aquaculture and meat processing and to manufacture, process, trade, export and distribute fruits, vegetables, meat, poultry and fish products, whether fresh, frozen or processed, and to set up cold chain logistics, storage, and packaging infrastructure.

To carry on business as manufacturers, traders and distributors of mineral water, health drinks, fruit juices and other no-alcoholic beverages and to engage in bottling, packaging and distribution thereof under own or third-party brands.

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ANNEXURE-III

Disclosure of information pursuant to Regulation 30 of the LODR Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 for Appointment of Mr. Dhiraj Mishra (DIN: 06952296) as an Additional Director (Whole-time Director) in Vaxtex Cotfab Limited:

Sr. No.	PARTICULARS	INFORMATION OF SUCH EVENT(S)
1	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment of Mr. Dhiraj Mishra (DIN: 06952296) as an Additional Director (Executive director) of the Company w.e.f Tuesday, January 20, 2026.
2	Date of Appointment/ reappointment /cessation (as applicable) and term of appointment /reappointment	January 20, 2026
3	Brief profile (in case of appointment)	Mr. Dheeraj Mishra is a renewable energy professional with over a decade of experience in solar project development, EPC, and clean mobility solutions. He is the Founder & Director of Solar Pulse Energy Pvt Ltd and has led several large-scale solar installations across India exceeding 750 MW. A pioneer in solar mobility, he designed India's first passenger solar car and represented the country at global solar challenges in Australia and South Africa
4	Disclosure of Relationships between directors (in case of appointment of a director)	NA
5	Information as required pursuant to BSE circular ref no. LIST/ COMP/ 14/ 2018-19 and the National Stock Exchange of India Limited with ref no. NSE/CML/2018/24, dated June 20, 2018	Mr. Mr. Dhiraj Mishra is not debarred from holding the office of director pursuant to any SEBI order or any other authority.
6	No of Shares held in the Company	NIL