August 27, 2026

To
**Listing Department**
**National Stock Exchange of India Limited ("NSE")**
Exchange Plaza, Bandra Kurla Complex
Bandra East, Mumbai - 400 051.

**Symbol: VELS**

**Sub: Outcome of Board Meeting held on August 27, 2026**

Dear Madam / Sir,

Pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("SEBI Listing Regulations")** and the SEBI Master Circular dated January 30, 2026 **("SEBI Master Circular")**, we hereby inform that the Board of Directors of the Company at its meeting held today, i.e., August 27, 2026, has inter alia considered and approved the following:

1. **Re-appointment of Dr. Ishari K Ganesh (DIN: 00269445) as Managing Director:**

   In terms of Section 203 of the Companies Act, 2013 **("Act")**, the Board of Directors of the Company based on the recommendations of the Nomination and Remuneration Committee, approved and recommended to the Members the re-appointment of Dr. Ishari K Ganesh (DIN: 00269445) as Managing Director for a further period of 03 (three) years, with effect from April 30, 2027 till April 29, 2030.

2. **Change in Designation of Ms. Kushmitha K Ganesh (DIN: 09271301) as Whole-time Director:**

   In terms of Section 203 of the Act, the Board of Directors of the Company based on the recommendations of the Nomination and Remuneration Committee approved and recommended to the Members the change in designation of Ms. Kushmitha K Ganesh from Non-Executive Director to Whole-time Director w.e.f. October 01, 2026 for a period of 03 (three) years from October 01, 2026 till September 30, 2029.

3. **Re-appointment of Mr. Thummala Gangatharan Balaji (DIN: 00580819) as an Independent Director:**

   In terms of Section 149 of the Act, the Board of Directors of the Company based on the recommendations of the Nomination and Remuneration Committee approved and recommended to the Members the re-appointment of Mr. Thummala Gangatharan Balaji (DIN: 00580819) as Independent Director for a $2^{nd}$ (second) term of 05 (five) consecutive years commencing from June 03, 2027 to June 02, 2032 (both days inclusive).

4. **Re-appointment of Ms. Sangeetha Santharam (DIN: 07567200) as an Independent Director:**

   In terms of Section 149 of the Act, the Board of Directors of the Company based on the recommendations of the Nomination and Remuneration Committee approved and recommended to the Members the re-appointment of Ms. Sangeetha Santharam (DIN: 07567200) as Independent Director for a 2nd (second) term of 05 (five) consecutive years commencing from June 03, 2027 to June 02, 2032 (both days inclusive).

5. **Appointment of Secretarial Auditors of the Company for the financial year 2026-27:**

   In terms of Section 204 of the Act, the Board of Directors of the Company based on the recommendations of the Audit Committee appointed M/s. VAK & Associates, Practising Company Secretaries, Chennai, to conduct Secretarial Audit for the financial year 2026-27.

6. **Appointment of Internal Auditors of the Company for the financial year 2026-27:**

   In terms of Section 138 of the Act, the Board of Directors of the Company based on the recommendations of the Audit Committee appointed M/s. Rajesh Samdaria & Associates, Chartered Accountants, Chennai, to conduct Internal Audit for the financial year 2026-27.

7. **Shifting of Registered Office of the Company:**

   The Board considered and approved the shifting of the Registered Office of the Company within the local limits of Chennai from its existing address to **Vels Corp Office, No. 18, 12th Floor, East Coast Road, Thiruvanmiyur, Chennai – 600 041**, with effect from **Thursday, October 01, 2026**, subject to completion of the applicable statutory and regulatory formalities.

   The photograph of the new Registered Office premises is annexed herewith for information and records.

8. **Approval of Annual Report for the financial year 2025-26:**

   In terms of Section 134 of the Act and Regulation 34 of the SEBI Listing Regulations, the Board approved the Directors Report together with its Annexures for the financial year 2025-26, subject to the approval of the members in the ensuing AGM.

   The Annual Report for the financial year 2025-26 will be available at the websites of NSE, NSDL and Company @ https://velsfilminternational.com/AnnualReport

9. **Convening 07th (Seventh) Annual General Meeting ("AGM"):**

   In terms of Section 96 of the Act, **07th (Seventh) Annual General Meeting ("AGM")** of the Company is scheduled to be held on **Friday, September 25, 2026 at 02:00 P.M.** through Video Conferencing.

The Cut-off Date for ascertaining the Members entitled to avail the facility of remote e-voting / e-voting shall be **Friday, September 18, 2026**, being the date on which the names of Members are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories. The Company has appointed National Securities Depository Limited **("NSDL")** for providing the remote e-voting / e-voting facility.

**10. Withdrawal of proposed acquisition of KL Software Technologies Private Limited :**

This is in continuation to our earlier communications dated May 30, 2026 and June 29, 2026 regarding acquisition of **6,000 (Six Thousand) Equity Shares** of ₹10/- (Rupees Ten only) each of **KL Software Technologies Private Limited** (CIN: U72900TN2011PTC080099) **("KLSTPL")** at an aggregate consideration of **₹60,000/- (Rupees Sixty Thousand only)**.

The Company has decided not to proceed with the proposed acquisition of the aforesaid equity shares of KLSTPL and, accordingly, the proposed acquisition stands withdrawn/dropped. Consequently, no investment or acquisition of shares of KLSTPL shall be undertaken by the Company pursuant to the aforesaid proposal.

The Board Meeting commenced at 02:30 P.M. and concluded at 04:30 P.M.

Request you to take note of the above on record.

Thanking You,

For **Vels Film International Limited**

PRAVEEN KUMAR

Digitally signed by PRAVEEN KUMAR
Date: 2026.08.27 17:26:45 +05'30'

**Praveen Kumar**
Company Secretary & Compliance Officer
ACS: 76575


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& ADVANCED STUDIES (VISTAS)