

March 9, 2026

The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001	The Manager, Listing Department, National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra-East, Mumbai- 400 051
Scrip Code: 532953	Symbol: VGUARD

Dear Sir/Madam,

Sub: Declaration of voting results as per Regulation 30, Part A of Schedule – III and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Outcome of Postal Ballot

Pursuant to Regulation 30, Part A of Schedule - III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and in continuation to our intimation dated February 6, 2026, please find enclosed results of voting through remote e-voting for the resolutions proposed in Postal Ballot Notice dated January 28, 2026 in the format prescribed in Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Also please find enclosed the Consolidated Report of the Scrutinizer containing the details of Agenda wise results of the remote e-voting conducted during the period from February 7, 2026, to March 8, 2026 pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 24 of the Companies (Management and Administration), Rules 2014. As per the Scrutinizer's Report, which has been countersigned by the Managing Director of the Company, all the Resolutions for the Agenda items set out in the Postal Ballot Notice dated January 28, 2026, have been duly approved by the Shareholders with requisite majority. The Scrutinizer's Report will also be uploaded on the Company's website.

Based on the voting results and scrutinizer report, the Company is pleased to inform that Prof. Biju Varkkey have been re-appointed as Independent Director for second and final term of five consecutive years from May 26, 2026, to May 25, 2031. Further, Dr. Reena Philip have been appointed as Non-Executive Non-Independent Director for a period of four years from January 28, 2026, to January 27, 2030.

You are requested to take the aforesaid documents on record.

Thanking you,

Yours Sincerely,

For V-Guard Industries Limited



**Vikas Kumar Tak
Company Secretary & Compliance Officer
Membership No. FCS 6618**

Encl: As above

V-GUARD INDUSTRIES LTD.
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MDS & Associates LLP

Company Secretaries

**SCRUTINIZER'S REPORT ON POSTAL BALLOT (REMOTE E-VOTING)
CONDUCTED PURSUANT TO THE POSTAL BALLOT NOTICE DATED
JANUARY 28, 2026**

Date: March 09, 2026

To
The Chairperson,
V GUARD INDUSTRIES LIMITED
(CIN: L31200KL1996PLC010010)
42/962, Vennala High School Road,
Vennala, Ernakulam-682028,
Kerala, India

Dear Madam,

Sub: Scrutinizer's Report on Postal Ballot through Remote E-voting conducted pursuant to the provisions of Section 108 & 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the relevant MCA circulars issued thereunder

I, M D Selvaraj, FCS, Managing Partner of M/s. MDS & Associates LLP, Company Secretaries, Coimbatore, have been appointed by the Board of Directors of **M/s. V GUARD INDUSTRIES LIMITED** ("the Company") as the Scrutinizer for the purpose of scrutinizing the remote e-voting process in a fair and transparent manner and for the purpose of ascertaining the requisite majority on the remote e-voting for postal ballot carried out in accordance with the provisions of Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), as amended, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and General Circular No.03/2025 dated September 22, 2025 read with the other relevant circular(s) issued by the Ministry of Corporate Affairs from time to time ("MCA Circulars") in respect of the Special Resolution and Ordinary Resolution as set out in the Postal ballot Notice dated January 28, 2026.

Report of Scrutinizer on Postal Ballot (Remote E-voting) by members of V Guard Industries Limited



Page 1 of 5

Responsibility of the Management

The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through electronic means on the Resolution as set out in the Postal Ballot Notice dated January 28, 2026.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the Postal Ballot through Remote E-voting process, is restricted to the preparation of the Scrutinizer's Report on the votes cast "in favour" or "against" the Resolution, as set out in Item No.1 to Item No.2 of the Postal Ballot Notice dated January 28, 2026, based on the reports generated from the e-voting system provided by M/s. Central Depository Services (India) Limited (CDSL), the Authorized Agency engaged by the Company for providing remote e-voting facilities.

Further, in addition to the above, I submit my report as under:

- The Postal Ballot Notice dated January 28, 2026 along with necessary statement setting out the material facts under Section 102 of the Companies Act, 2013 were sent on Friday, February 06, 2026 through electronic mail to those members whose names appeared in the Register of Members / List of Beneficiaries as on Friday, January 30, 2026 ("cut-off date") and who had registered their email address with the Company / RTA / Depositories in compliance with the MCA Circulars. The Company has also placed the notice of the Postal Ballot on its website.
- The shareholders of the Company holding shares as on the "cut-off" date on Friday, January 30, 2026 were entitled to vote on the proposed resolution(s) as set out in Item No. 1 to Item No.2 of the said Postal Ballot Notice.
- The remote e-voting period remained open from Saturday, February 07, 2026 at 09:00 AM (IST) and ended on Sunday, March 08, 2026 at 05:00 PM (IST) (both days inclusive). During the said period, the members of the Company holding shares in physical and/or in dematerialized form as on the cut-off date i.e. January 30, 2026 were entitled to vote on the resolution(s) set out in the said Notice of postal ballot through remote e-voting.



- The e-voting module of M/s. Central Depository Services (India) Limited (CDSL) was disabled on Sunday, March 08, 2026 at 05:00 PM (IST) and I, as the Scrutinizer, unblocked the votes cast on Sunday, March 08, 2026 at 05:18 PM (IST) in the presence of Mr. Rohan J (Witness No.1) and Ms. Sujitha R (Witness No.2), who are not in employment of the Company in accordance with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 (as amended).

- I have scrutinized the remote e-voting for the postal ballot and the votes tendered therein and maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 (as amended).

I now hereby submit my report on the result of the remote e-voting in respect of the said resolution(s) as under:



SPECIAL BUSINESS

Resolution No: 1

Special resolution

Approval for the re-appointment of Prof. Biju Varkkey (DIN: 01298281) as Non-Executive Independent Director for a second and final term of five consecutive years with effect from May 26, 2026 to May 25, 2031.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Number of Members Voted through electronic voting system	Number of votes cast in favour the Resolution	Percentage of Total Number of votes cast
592	38,89,77,702	99.93

VOTES CAST AGAINST THE RESOLUTION

Number of Members Voted through electronic voting system	Number of votes cast against The Resolution	Percentage of Total Number of votes cast
47	2,61,509	0.07

INVALID VOTES

Total number of Members whose votes were declared invalid	Total number of invalid votes cast by them
1	553

- 2 shareholders holding 2,017 equity shares have abstained from voting through remote e-voting facility
- 1 shareholder holding 8,29,098 equity shares have partially voted through remote e-voting in favour for 8,24,483 equity shares and partially voted against for 4,615 equity shares

Note: Thus, the Special Resolution as given in Item No. 1 may be considered as passed with requisite majority.



SPECIAL BUSINESS

Resolution No: 2

Ordinary resolution

Appointment of Dr. Reena Philip (DIN: 11462302) as Non-Executive Non-Independent Director for a period of four years with effect from January 28, 2026 to January 27, 2030.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Number of Members Voted through electronic voting system	Number of votes cast in favour the Resolution	Percentage of Total Number of votes cast
592	38,89,33,264	99.92

VOTES CAST AGAINST THE RESOLUTION

Number of Members Voted through electronic voting system	Number of votes cast against The Resolution	Percentage of Total Number of votes cast
53	3,07,964	0.08

INVALID VOTES

Total number of Members whose votes were declared invalid	Total number of invalid votes cast by them
1	553

- 5 shareholders holding 17,45,945 equity shares have partially voted through remote e-voting in favour for 16,20,652 equity shares and partially voted against for 1,25,293 equity shares

Note: Thus, the Ordinary Resolution as given in Item No. 2 may be considered as passed with requisite majority.

Based on the Scrutinizer's Report, the Resolution Nos. 1 to 2 have been duly passed with requisite majority

Date: 09-03-2026

Place: Coimbatore

Yours faithfully,

**For MDS & Associates LLP
Company Secretaries**



M. D. Selvaraj

M D Selvaraj

Managing Partner

FCS No: 960 / CP No: 411

Peer Review No: 6468/2025

UDIN: F000960G004045506

**Declaration of results of the voting on resolution(s) set out in the
Postal Ballot Notice dated January 28, 2026**

Pursuant to Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended), pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and General Circular No.03/2025 dated September 22, 2025 read with the other relevant circular(s) issued by the Ministry of Corporate Affairs from time to time (“MCA Circulars”), the approval of the members of the Company were sought for passing the Special Resolution and Ordinary Resolution set out in the Postal Ballot Notice dated January, 2026 by means of voting through electronic means (remote e-voting) only.

Postal Ballot Notice containing the resolution(s) together with the statement setting out the material facts concerning the resolution(s) set out in the Postal Ballot Notice was sent to all the members, whose names appeared in the Register of Members / List of Beneficiaries as on Friday, January 30, 2026 (“cut-off date”) through electronic mail and in accordance with the aforesaid MCA circulars, the Company had provided to its members the facility to vote through remote electronic voting only. The remote e-voting period commenced on Saturday, February 07, 2026, at 09:00 AM (IST) and the last date for receipt of voting through electronic means was Sunday, March 08, 2026, at 05:00 PM (IST).

The Board of Directors, at their meeting held on January 28, 2026, had appointed Mr. M. D. Selvaraj, FCS, Managing Partner of M/s. MDS & Associates LLP, Company Secretaries, Coimbatore, as Scrutinizer to conduct the postal ballot voting through remote electronic voting means in a fair and transparent manner and for the purpose of ascertaining the requisite majority.

Accordingly, the Scrutinizer has submitted his report on postal ballot (remote e-voting) and based on his report, it is hereby declared that the resolution(s) set out in the Postal Ballot Notice dated January 28, 2026 have been duly passed by the members of the Company with requisite majority and the same shall be deemed to have been passed on March 08, 2026, being the last date for receipt of postal ballot voting. A copy of the report of the Scrutinizer dated March 09, 2026, is attached hereto.

The details of the votes cast on the Resolution passed through the Postal Ballot (remote e-voting) process are given hereunder:

1.	Date of declaration of Postal Ballot Voting Results	Monday, March 09, 2026
2.	Total number of members as on cut-off date for ascertaining the list of shareholders to whom the notice of Postal Ballot was sent and also for reckoning voting rights	1,33,534 (as on January 30, 2026)

Special business: Item No.1 – Special Resolution

Approval for the re-appointment of Prof. Biju Varkkey (DIN: 01298281) as Non-Executive Independent Director for a second and final term of five consecutive years with effect from May 26, 2026, to May 25, 2031.

Resolution required: Ordinary / Special		Special Resolution						
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 & Promoter Group	E-voting	23,24,86,201	23,24,86,201	100.00	23,24,86,201	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		23,24,86,201	23,24,86,201	100.00	23,24,86,201	0	100.00
Public	E-voting	20,42,68,325	15,67,53,010	76.74	15,64,91,501	2,61,509	99.83	0.17
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		20,42,68,325	15,67,53,010	76.74	15,64,91,501	2,61,509	99.83
TOTAL		43,67,54,526	38,92,39,211	89.12	38,89,77,702	2,61,509	99.93	0.07

- 2 shareholders holding 2,017 equity shares have abstained from voting through remote e-voting facility
- 1 shareholder holding 8,29,098 equity shares have partially voted through remote e-voting in favour for 8,24,483 equity shares and partially voted against for 4,615 equity shares

Result: The above Special Resolution has been passed with requisite majority.

Special business: Item No.2 – Ordinary Resolution

Appointment of Dr. Reena Philip (DIN: 11462302) as Non-Executive Non-Independent Director for a period of four years with effect from January 28, 2026 to January 27, 2030.

Resolution required: Ordinary / Special			Ordinary Resolution					
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 & Promoter Group	E-voting	23,24,86,201	23,24,86,201	100.00	23,24,86,201	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		23,24,86,201	23,24,86,201	100.00	23,24,86,201	0	100.00
Public	E-voting	20,42,68,325	15,67,55,027	76.74	15,64,47,063	3,07,964	99.80	0.20
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		20,42,68,325	15,67,55,027	76.74	15,64,47,063	3,07,964	99.80
TOTAL		43,67,54,526	38,92,41,228	89.12	38,89,33,264	3,07,964	99.92	0.08

- 5 shareholders holding 17,45,945 equity shares have partially voted through remote e-voting in favour for 16,20,652 equity shares and partially voted against for 1,25,293 equity shares

Result: The above Ordinary Resolution has been passed with requisite majority.

For V-Guard Industries Limited

Vikas Kumar Tak
Company Secretary
Membership No. F6618

Date : 9th March 2026
Place : Kochi