Vinny Overseas Limited

A Govt. Recognised One Star Export House

MFG. OF RAYON - COTTON - POLYESTER - FASHION WEAR OF FABRICS

B/h.. International Hotel, Narol-Isanpur Road, Narol, Ahmedabad-382 405. (Guj.) INDIA.
(M) 9328804500-6300-7400 E-mail : cfo@vinnyoverseas.in, vinnyoverseas@gmail.com, vinnyoverseas2001@yahoo.com
Web. : www.vinnyoverseas.in • CIN : L51909GJ1992PLC017742

Date: 26/09/2026

To,

NATIONAL STOCK EXCHANGE OF INDIA LIMITED,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E),
Mumbai - 400 051,
Maharashtra,
India.
Trading Symbol: VINNY

BSE LIMITED,
The Corporate Relationship Department,
Department of Corporate Services,
Phiroze Jeejeebhoy Towers,
25th Floor, P. J. Tower, Dalal Street,
Fort, Mumbai- 400 001, Maharashtra.
India.
Script Code: 543670

ISIN: **INE01KI01027**

Sub.: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Details of Voting Results of the 34th Annual General Meeting (AGM) of the Company.

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the details of voting results inclusive of remote evoting and e-voting in relation to the 34th Annual General Meeting (AGM) of the Company held on Friday, September 26, 2026 at 02:30 P.M. through Video Conferencing (VC) / Other Audio Video Means (OAVM).

We are also enclosing the consolidated report of the Scrutinizer on remote e- voting and evoting during the AGM. The above are also being uploaded on the Company's website www.vinnyoverseas.in and on the website of National Securities Depository Limited www.evoting.nsdl.com

Kindly take the same on your records.

Thanking you,

Yours Faithfully,

For, Vinny Overseas Limited

BHAVESH KANTIBHAI VAGHASIYA

Digitally signed by BHAVESH KANTIBHAI VAGHASIYA
Date: 2026.09.26 18:34:03 +05'30'

CS Bhavesh Vaghasiya
Company Secretary and Compliance Officer
M No. A49340

Encl: As stated

Vinny Overseas Limited
MFG. OF RAYON - COTTON - POLYESTER - FASHION WEAR OF FABRICS
A Govt. Recognised One Star Export House
B/h.. International Hotel, Narol-Isanpur Road, Narol, Ahmedabad-382 405. (Guj.) INDIA.
(M) 9328804500-6300-7400 E-mail : cfo@vinnyoverseas.in, vinnyoverseas@gmail.com, vinnyoverseas2001@yahoo.com
Web. : www.vinnyoverseas.in • CIN : L51909GJ1992PLC017742

Details of Voting Results

34th Annual General Meeting held on 25th September, 2026

Sr. No.	Agenda	Resolution required (Ordinary/ Special)	Mode of voting	Remarks
1.	To consider and adopt the Audited Financial Statements of the Company for the year ended 31st March 2026 together with the reports of Board of Directors and the Auditors thereon.	Ordinary Resolution	Remote e-voting and voting during the AGM	Passed with requisite majority.
2.	To appoint a director in place of Ms. Nishita Shah (DIN: 07197925) who retires by rotation and being eligible offers herself for re-appointment.	Ordinary Resolution		Passed with requisite majority.
3.	To appoint Mr. Dhawal Sharad Jadhav (DIN: 02885608) as an Independent Director of the Company.	Special Resolution		Passed with requisite majority.
4.	To reappointment of Mr. Parag Kailash Chandra Jagetiya as an independent director of the company.	Special Resolution		Passed with requisite majority.
5.	To reappointment of Mr. Divyaprakash Jagdishchandra Chechani as an independent director of the company.	Special Resolution		Passed with requisite majority.
6.	Ratification Of Remuneration Of Cost Auditor	Ordinary Resolution		Passed with requisite majority.

Ladhawala & Associates
Company Secretaries

FORM NO. MGT-13

REPORT OF SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013, Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Chairman
34th Annual General Meeting of the Members of
VINNY OVERSEAS LIMITED
CIN: L51909GJ1992PLC017742
Registered Office: B/H International Hotel, Narol-Isanpur Road, Narol, Ahmedabad – 382405, Gujarat

Sub: Consolidated Scrutinizer's Report on remote e-voting and e-voting at the 34th Annual General Meeting of Vinny Overseas Limited held on Friday, 25th September 2026 at 02:30 p.m. (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)

Dear Sir,

1. **Appointment**

   I, CS Ronak Ladhawala, Partner of M/s. Ladhawala and Associates, Practising Company Secretaries (ACS: 41819, COP: 16599), was appointed as the Scrutinizer by the Board of Directors of Vinny Overseas Limited (the "Company") at its meeting held on 14th August, 2026, under Rule 20(4)(ix) of the Companies (Management and Administration) Rules, 2014 (the "Rules"), to scrutinise the remote e-voting process and the e-voting at the Annual General Meeting ("AGM") in a fair and transparent manner, in respect of the resolutions set out in the Notice of the AGM dated 2nd September 2026 (the "Notice").

2. **Conduct of the AGM through VC / OAVM**

   The AGM was held through VC / OAVM in accordance with General Circular Nos. 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020 and 20/2020 dated 5th May 2020, read with subsequent circulars, the latest being General Circular No. 03/2025 dated 22nd September 2025, issued by the Ministry of Corporate Affairs (collectively, the "Circulars"). In terms of the Circulars, the facility of appointing proxies was not available and members could vote only through remote e-voting or e-voting at the AGM.

3. **Management's responsibility**

   The management of the Company is responsible for ensuring compliance with the Companies Act, 2013 (the "Act"), the Rules, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR"), Secretarial Standard-2 and the Circulars in relation to the conduct of the AGM and voting by electronic means on the resolutions contained in the Notice.

4. **Scrutinizer's responsibility**

   My responsibility as Scrutinizer is limited to scrutinising the remote e-voting and the e-voting at the AGM in a fair and transparent manner, and to preparing this consolidated report of the votes cast in favour of or against each resolution, based on the reports generated from the e-voting system of National Securities Depository Limited ("NSDL"), the agency engaged by the Company to provide the e-voting facility.

CS RONAK LADHAWALA CP NO. 16599 LADHAWALA & ASSOCIATES

308, Devshikhar Commercial, Near Ganesh Chokdi, Opp. State Bank of India, Anand - 388001
(O) +9190992 63711 (M) +9194296 63711 Email: csladhawala@gmail.com
Vadodara – Ahmedabad

5. **Voting process**

(a) The Notice was sent by e-mail on 3rd September, 2026 to members whose e-mail addresses were registered with the Company / Depositories. The advertisement under Rule 20(4)(v) of the Rules was published on 4th September, 2026 in Financial Express, English and Gujarati addition.

(b) Members holding shares as on the cut-off date, Friday, 18th September 2026, were entitled to vote on the six resolutions set out in the Notice. Voting rights were reckoned in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date. The total number of equity shares carrying voting rights as on the cut-off date was 46,52,46,622.

(c) The remote e-voting facility was provided through the NSDL platform (EVEN: 142387). It remained open from 09:00 a.m. (IST) on Tuesday, 22nd September 2026 to 05:00 p.m. (IST) on Thursday, 24th September 2026, after which NSDL disabled it.

(d) Members present at the AGM through VC / OAVM who had not cast their votes through remote e-voting were given the facility to vote through e-voting at the AGM. This facility remained open during the AGM and for 15 minutes after its conclusion.

(e) After the e-voting at the AGM closed, I first counted the votes cast at the AGM. I then unblocked the votes cast through remote e-voting on after 25th September 2026 at 3.45 p.m. in the presence of two witnesses not in the employment of the Company, namely Dhenu Darji and Janki Sisodiya, who have signed this report below.

(f) The data downloaded from the NSDL e-voting system (https://www.evoting.nsdl.com) was scrutinised and reconciled with the Register of Members / list of beneficial owners as on the cut-off date furnished by Bigshare Services Private Limited. Members who voted through remote e-voting were not permitted to vote again at the AGM.

6. **Consolidated results**

The consolidated results of remote e-voting and e-voting at the AGM are as follows:

A. ORDINARY BUSINESS

Resolution No. 1 – Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2026, together with the Reports of the Board of Directors and the Auditors thereon.

Particulars	Mode of voting	No. of members voted	No. of votes cast	% of total valid votes cast
Votes in favour	Remote e-voting	97	18,26,51,795	–
Votes in favour	E-voting at the AGM	NIL	NIL	–
Total votes in favour		97	18,26,51,795	99.99%
Votes against	Remote e-voting	7	18,258	–
Votes against	E-voting at the AGM	NIL	NIL	–
Total votes against		7	18,258	0.01%
Total valid votes		104	18,26,70,053	100.00%
Invalid votes	Remote e-voting and e-voting at the AGM	NIL	NIL	–

Result: The votes cast in favour (99.99%) exceed the votes cast against (0.01%), as required by Section 114(1) of the Act. The resolution is accordingly **PASSED as an Ordinary Resolution.**

CS RONAK LADHAWALA CP NO. 16589 LADHAWALA & ASSOCIATES

Resolution No. 2 – Ordinary Resolution

To appoint a Director in place of Ms. Nishita Shah (DIN: 07197925), who retires by rotation and being eligible, offers herself for re-appointment.

Particulars	Mode of voting	No. of members voted	No. of votes cast	% of total valid votes cast
Votes in favour	Remote e-voting	92	18,25,91,861	–
Votes in favour	E-voting at the AGM	NIL	NIL	–
Total votes in favour		92	18,25,91,861	99.96%
Votes against	Remote e-voting	11	78,181	–
Votes against	E-voting at the AGM	NIL	NIL	–
Total votes against		11	78,181	0.04%
Total valid votes		103	18,26,70,042	100.00%
Invalid votes	Remote e-voting and e-voting at the AGM	NIL	NIL	–

Result: The votes cast in favour (99.96%) exceed the votes cast against (0.04%), as required by Section 114(1) of the Act. The resolution is accordingly **PASSED as an Ordinary Resolution.**

B. SPECIAL BUSINESS

Resolution No. 3 – Special Resolution

To appoint Mr. Dhawal Sharad Jadhav (DIN: 02885608) as an Independent Director of the Company.

Particulars	Mode of voting	No. of members voted	No. of votes cast	% of total valid votes cast
Votes in favour	Remote e-voting	94	18,25,98,872	–
Votes in favour	E-voting at the AGM	NIL	NIL	–
Total votes in favour		94	18,25,98,872	99.96%
Votes against	Remote e-voting	10	71,181	–
Votes against	E-voting at the AGM	NIL	NIL	–
Total votes against		10	71,181	0.04%
Total valid votes		104	18,26,70,053	100.00%
Invalid votes	Remote e-voting and e-voting at the AGM	NIL	NIL	–

Result: The votes cast in favour (99.96%) are more than three times the votes cast against (0.04%), as required by Section 114(2)(c) of the Act. The resolution is accordingly **PASSED as a Special Resolution** in terms of Sections 149 and 152 of the Act and Regulation 25(2A) of the SEBI (LODR) Regulations, 2015.

CS RONAK LADHAWALA • LADHAWALA & ASSOCIATES • CP NO.: 16599

Resolution No. 4 – Special Resolution

To re-appoint Mr. Parag Kailashchandra Jagetiya (DIN: 08902895) as an Independent Director of the Company for a second term of five consecutive years with effect from 27th September 2026.

Particulars	Mode of voting	No. of members voted	No. of votes cast	% of total valid votes cast
Votes in favour	Remote e-voting	94	18,25,98,872	–
Votes in favour	E-voting at the AGM	NIL	NIL	–
Total votes in favour		**94**	**18,25,98,872**	**99.96%**
Votes against	Remote e-voting	10	71,181	–
Votes against	E-voting at the AGM	NIL	NIL	–
Total votes against		**10**	**71,181**	**0.04%**
Total valid votes		**104**	**18,26,70,053**	**100.00%**
Invalid votes	Remote e-voting and e-voting at the AGM	NIL	NIL	–

Result: The votes cast in favour (99.96%) are more than three times the votes cast against (0.04%), as required by Section 114(2)(c) of the Act. The resolution is accordingly **PASSED as a Special Resolution** in terms of Section 149(10) of the Act and Regulation 25(2A) of the SEBI (LODR) Regulations, 2015.

Resolution No. 5 – Special Resolution

To re-appoint Mr. Divyaprakash Jagdishchandra Chechani (DIN: 08921232) as an Independent Director of the Company for a second term of five consecutive years with effect from 27th September 2026.

Particulars	Mode of voting	No. of members voted	No. of votes cast	% of total valid votes cast
Votes in favour	Remote e-voting	94	18,25,98,872	–
Votes in favour	E-voting at the AGM	NIL	NIL	–
Total votes in favour		**94**	**18,25,98,872**	**99.96%**
Votes against	Remote e-voting	10	71,181	–
Votes against	E-voting at the AGM	NIL	NIL	–
Total votes against		**10**	**71,181**	**0.04%**
Total valid votes		**104**	**18,26,70,053**	**100.00%**
Invalid votes	Remote e-voting and e-voting at the AGM	NIL	NIL	–

Result: The votes cast in favour (99.96%) are more than three times the votes cast against (0.04%), as required by Section 114(2)(c) of the Act. The resolution is accordingly **PASSED as a Special Resolution** in terms of Section 149(10) of the Act and Regulation 25(2A) of the SEBI (LODR) Regulations, 2015.

CS RONAK LADHAWALA • CP NO. 16599 • LADHAWALA & ASSOCIATES

Resolution No. 6 – Ordinary Resolution

To ratify the remuneration payable to the Cost Auditor of the Company for the financial year 2026-27 under Section 148(3) of the Act.

Particulars	Mode of voting	No. of members voted	No. of votes cast	% of total valid votes cast
Votes in favour	Remote e-voting	92	18,25,98,661	–
Votes in favour	E-voting at the AGM	NIL	NIL	–
Total votes in favour		**92**	**18,25,98,661**	**99.96%**
Votes against	Remote e-voting	11	71,381	–
Votes against	E-voting at the AGM	NIL	NIL	–
Total votes against		**11**	**71,381**	**0.04%**
Total valid votes		**103**	**18,26,70,042**	**100.00%**
Invalid votes	Remote e-voting and e-voting at the AGM	NIL	NIL	–

Result: The votes cast in favour (99.96%) exceed the votes cast against (0.04%), as required by Section 114(1) of the Act. The resolution is accordingly **PASSED as an Ordinary Resolution.**

7. **Summary of results**

No.	Resolution	Type	% in favour	% against	Result
1	Adoption of Audited Financial Statements for FY 2025-26	Ordinary	99.99%	0.01%	Passed
2	Re-appointment of Ms. Nishita Shah, retiring by rotation	Ordinary	99.96%	0.04%	Passed
3	Appointment of Mr. Dhawal Sharad Jadhav as Independent Director	Special	99.96%	0.04%	Passed
4	Re-appointment of Mr. Parag Kailashchandra Jagetiya as Independent Director	Special	99.96%	0.04%	Passed
5	Re-appointment of Mr. Divyaprakash Jagdishchandra Chechani as Independent Director	Special	99.96%	0.04%	Passed
6	Ratification of remuneration of Cost Auditor	Ordinary	99.96%	0.04%	Passed

Percentages are rounded to two decimal places.

8. **Conclusion**

All six resolutions set out in the Notice have been passed with the requisite majority, Resolution Nos. 1, 2 and 6 as Ordinary Resolutions and Resolution Nos. 3, 4 and 5 as Special Resolutions. In terms of Secretarial Standard-2, they are deemed to have been passed on the date of the AGM, i.e. Friday, 25th September 2026.

9. **Custody of records**

The electronic register of votes cast through remote e-voting and e-voting at the AGM, downloaded from the NSDL e-voting system, and all other relevant records are being maintained by me. These

CS RONAK LADHAWALA
CP NO.: 16599
LADHAWALA & ASSOCIATES

will be handed over to the Company Secretary / person authorised by the Board for safe keeping after the Chairman signs the minutes of the AGM.

Thanking you,

Yours faithfully,
For Ladhawala and Associates
Practising Company Secretaries

CS Ladhawala Ronak
Partner
Mem No. A41819, CP No. 16599
Peer Review No.: 6737/2025
UDIN: A041819H001617239
Place: Anand
Date: 26/09/2026

CS RONAK LADHAWALA
CP NO.: 16599
LADHAWALA & ASSOCIATES

Witnesses

Dhenu Darji	Janki Sisodiya

Countersigned
For Vinny Overseas Limited

HIRALAL JAGDISHCHAND PAREKH
Chairman & Managing Director
DIN: 00257758
Place: Ahmedabad
Date: 26th September 2026

VINNY OVERSEAS LTD.
AHMEDABAD