

Vinyas Innovative Technologies Ltd.

(Formerly known as Vinyas Innovative Technologies Pvt. Ltd.)

CIN: L26104KA2001PLC028959

Regd. Office: Plot No.19, Sy No. 26 & 273-P, 3rd Phase

Koorgalli Industrial Area, Ilawala Hobali, Mysuru – 570 018, India

Tel: +91 821 240 4444 | Fax: +91 821 297 2044

www.vinyasit.com



27 September 2025

To,
The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1
G- Block, Bandra-Kurla Complex, Bandra (E)
Mumbai-400 051.

Scrip Code: VINYAS

Sub: Voting Results and Scrutinizer's Report

Pursuant to the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, please find enclosed the voting results (remote e-voting and e-voting at the 24th Annual General Meeting) and Scrutinizer's Report on the Resolutions passed by the Members at the 24th Annual General Meeting ('AGM') held on Friday, September 26, 2025 at 11.30 A.M. (IST) held through Video Conference (VC) or Other Audio and Visual Means (OAVM). All the resolutions were passed by requisite majority.

We would like to inform you that resolution nos. 1 to 7 have been approved with the requisite majority by the shareholders of the Company. The details of votes cast by shareholders are given in the attached Annexure 1.

In compliance with Rule 20 of the Companies (Management & Administration) Rules, 2014 we shall host on the website of the Company and of our RTA, Skyline Financial Services Private Limited, the voting results of the 24th Annual General Meeting along with Scrutinizer's Report.

Kindly take this on record

For VINYAS INNOVATIVE TECHNOLOGIES LIMITED

Subodh M R

Company Secretary & Compliance Officer

Customer Satisfaction is our Designature

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24th ANNUAL GENERAL MEETING HELD ON 26th SEPTEMBER, 2025

DECLARATION OF RESULTS OF E-VOTING AND INSTAPOLL DURING THE TIME OF AGM

As per the provisions of the Companies Act, 2013 and also the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of E-voting to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 24th Annual General Meeting (AGM) of the Company. The E-voting commenced on Sunday, 21st September, 2025 at 09.00 AM (IST) and ended on Thursday, 25th September, 2024 at 5:00 PM (IST).

The Board of Directors had appointed Mr. Abhishek Bharadwaj A B, Practicing Company Secretary (Membership No. FCS 8908 & CP No. 13649) as the Scrutinizer for remote EVoting and IPOLL during the time of AGM. ("E-Voting"). The Scrutinizer carried out the scrutiny of all the electronic votes received up to 5.00 pm on 25th September, 2025 and IPOLL received till the conclusion of the 24th Annual General Meeting (AGM) of the Company.

The Scrutinizer has submitted his report on remote E-Voting and report on E-voting along with the consolidated report on 26th September, 2025.

As per the consolidated report of the scrutinizer dated 25th September, 2024, the results of the 23rd Annual General Meeting (AGM) of the Company are as follows:

Resolution No.	Description of the Resolution	Type of Resolution	% Votes in favour	% Votes Against
1.	Adoption of Audited Standalone and consolidated Financial Statements for the financial year ended 31 March 2025, together with the Reports of the Board of Directors and the Auditors thereon.	Ordinary	100%	NIL
2.	Appointment of Mr. Thirunarayanapuram Ramachari as a director who retires by rotation.	Ordinary	99.99%	0.01%
3.	To ratify the remuneration of Cost Auditors	Ordinary	100%	NIL
4.	To Approve the Revision in Remuneration of Mrs. Deepashree Narendra and Mrs. Seema Deshpande, relatives of Directors, holding office or place of profit	Ordinary	99.98%	0.02%

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5.	To Approve increase in Borrowing Limits under Section 180(1)(c) of Companies Act, 2013	Ordinary	100%	NIL
6.	To Approve Creation of Mortgage or Charge On The Assets, Properties Or Undertaking(S) Of The Company Under Section 180(1)(a) Of The Act:	Ordinary	100%	NIL
7.	To approve the appointment of AAA & Co., as Secretarial auditors of the Company for a period of 5 years commencing from FY 2025-26 till FY 2029-2030	Ordinary	100%	NIL

Based on the Consolidated Report of the Scrutinizer, all resolutions as set out in the Notice of 24th Annual General Meeting have been duly approved by the Shareholders with requisite majority.

For VINYAS INNOVATIVE TECHNOLOGIES LIMITED

Subodh M R

Company Secretary & Compliance Officer

Date: 27.09.2025

Place: Mysore

Customer Satisfaction is our Designature



September 26th, 2025

To,

The Chairman

Vinyas Innovative Technologies Limited,

Plot No. 19, Sy No. 26 & 273-P, 3rd Phase Koorgalli Industrial Area, ILAWALA Hobali,
Mysore, Karnataka, India, 570018

Dear Sir,

Sub: Consolidated - Scrutinizer's Report conducted through e-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 and Poll pursuant to Section 109 of the Companies Act, 2013.

I, Abhishek Bharadwaj A B, Practicing Company Secretary (Certificate of Practice No; 13649), had been appointed as the Scrutinizer by the Board of Directors of M/s. Vinyas Innovative Technologies Limited pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing e-voting process during the AGM which was made available to the shareholders from Sunday, 21st September 2025 from 9.00 a.m. (IST) to Thursday, 25th September 2025 Up to 5.00 p.m. and scrutinizing the Insta Poll (IPOLL) process in respect of the resolutions proposed at the 24th Annual General Meeting of the members of the Company held on September 26th, 2025 at 11.30 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), submit my report as under.

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means by e-voting and IPOLL at the AGM by the shareholders on the resolutions proposed in the Notice of the 24th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through e-voting and by IPOLL at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions.
2. The e-voting facility both for e-voting prior to the AGM (e-voting) and voting at the AGM by IPOLL was provided by National Securities Depository Limited ("NSDL").
3. After declaration of voting by the Chairman, the shareholders present at the AGM through VC voted through IPOLL facility provided by National Securities Depository Limited ("NSDL") at the AGM.
4. The Equity Shareholders holding shares as on 19th September 2025, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 24th Annual General Meeting of the Company.



5. As per the information given by the Company the names of the shareholders who had voted by e-voting through the facility provided by National Securities Depository Limited ("NSDL") had been blocked and only those members who were present at the AGM through VC and who had not voted on e-voting were allowed to cast their votes through IPOLL system during the AGM.
6. After closure of e-voting on 25th September, 2025 at 5.00 PM the votes cast through e-voting were unblocked and After closure of IPOLL at the AGM, the votes cast through IPOLL at the AGM were unblocked and the results were downloaded from the e-voting website of National Securities Depository Limited ("NSDL") (<https://www.evoting.nsdl.com/>) in the presence of two witnesses, who are not in the employment of the company. The e-voting data/results downloaded from the e-voting system of National Securities Depository Limited ("NSDL") were scrutinized and reviewed, the votes were counted, and the results were prepared.
7. Based on the data downloaded from National Securities Depository Limited ("NSDL") e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

Total ballots received:

Mode of Voting	Total ballots received	Total Number of Votes
E-voting	43	7780840
IPOLL	NIL	NIL
Total	43	7780840

Resolution No. 1: -

1. Adoption of Audited Financial Statements for the year ended 31st March, 2025 and the Reports of the Board of Directors and Auditors thereon:

"RESOLVED THAT the Audited Balance sheet as at 31st March, 2025, the Statement of Profit and Loss, notes forming part thereof, the Cash Flow Statement for the year ended on that date, together with the Reports of the Board of Directors and the Auditor's thereon as circulated to the Members and presented to the meeting be and the same are hereby approved and adopted."

Type of Resolution - **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voting.	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast
E-voting	43	7780840	100%
IPOLL	NIL	NIL	NIL
Total	43	7780840	100%

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voting.	Number of Votes Cast Against the Resolution	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
IPOLL	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	NIL	NIL
IPOLL	NIL	NIL
Total	NIL	NIL

Remarks: Thus, the Ordinary resolution has been passed with requisite majority.

Resolution No. 2: -

2. To Approve Re-Appointment of Mr. Thirunarayanapuram Ramachari Srinivasan(din-00379256), as a director liable to retire by rotation:

"RESOLVED THAT Mr. Thirunarayanapuram Ramachari Srinivasan (DIN-00379256), who retires by rotation in terms of Section 152 of Companies Act, 2013 and being eligible be and is hereby re-appointed as Whole Time Director of the Company whose office shall be liable to retirement by rotation"

Type of Resolution - **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voting.	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast
E-voting	41**	7684040	99.99%
IPOLL	NIL	NIL	NIL

Total	41	7684040	99.99%
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***Interested persons' votes are not considered for counting*

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voting.	Number of Votes Cast Against the Resolution	% of total number of valid votes cast
E-voting	01	800	0.01%
IPOLL	NIL	NIL	NIL
Total	01	800	0.01%

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	NIL	NIL
IPOLL	NIL	NIL
Total	NIL	NIL

Remarks: Thus, the Ordinary resolution has been passed with requisite majority.

Resolution No. 3: -

3. To ratify the Remuneration of Cost Auditors:

"RESOLVED THAT pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification (s) or re-enactment(s) thereof, for the time being in force), remuneration of Rs. 1,00,000 (Rupees One Lakh only) in addition to reimbursement of all applicable taxes, travelling and out of pocket expenses, payable to CMA S. Mallikarjuna Rao, Practicing Cost Accountants (Registration No. 006048) who is re-appointed as a Cost Auditor of the Company for the year 2025-26 by the Board of Directors of the Company, as recommended by the Audit Committee, be and is hereby ratified."

"RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to the above resolution."

Type of Resolution – **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voting.	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast
E-voting	43	7780840	100%
I POLL	NIL	NIL	NIL
Total	43	7780840	100%

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voting.	Number of Votes Cast Against the Resolution	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
I POLL	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	NIL	NIL
I POLL	NIL	NIL
Total	NIL	NIL

Remarks: Thus, the Ordinary resolution has been passed with requisite majority.

Resolution No. 4: -

4. To Approve the Revision in Remuneration of Mrs. Deepashree Narendra and Mrs. Seema Deshpande, relatives of Directors, holding office or place of profit:

“RESOLVED THAT pursuant to Section 188(1)(f) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of SEBI (LODR) Regulations, 2015 (including any statutory modification(s) or re-enactments thereof), consent of the Members be and is hereby accorded for the revision of remuneration of :

- Mrs. Deepashree Narendra, Vice President-Corporate Affairs, being a relative of Mr Narendra Narayanan- Managing Director and Mr Sumukh Narendra- Whole Time Director , holding an office or place of profit in the Company, from ₹ 249,000 per month to ₹ 323,700 per month with effect from 01/04/2025.

**Bengaluru: No. 84, Puttanna Road, Conservancy Lane, Gandhi Bazaar,
Basavanagudi, Bangalore – 560004**

**Mysuru: No. 17, Block 1/A, Madhuvana Layout, Srirampura II Stage,
Mysuru - 570023**

- b. Mrs. Seema Deshpande, Vice President - Design And Development, being a relative of Mr Sumukh Narendra- Whole Time Director and Mr Narendra Narayanan- Managing Director, holding an office or place of profit in the Company, from ₹ 249,000 per month to ₹ 323,700 per month with effect from 01/04/2025.

RESOLVED FURTHER THAT in addition to the aforesaid remuneration, the said persons shall also be entitled to receive such bonus, performance-based incentives, allowances, perquisites and other benefits as may be determined by the Board of Directors or the Nomination and Remuneration Committee, in line with applicable provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorised to do all such acts, deeds, and things as may be necessary to give effect to this resolution."

Type of Resolution – **Ordinary Resolution**

- (i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voting.	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast
E-voting	35**	3972838	99.98%
IPOLL	NIL	NIL	NIL
Total	35	3972838	99.98%

***Interested persons' votes are not considered for counting*

- (ii) Voted against the Resolution:

Mode of Voting	Number of Members voting.	Number of Votes Cast Against the Resolution	% of total number of valid votes cast
E-voting	01	800	0.02%
IPOLL	NIL	NIL	NIL
Total	01	800	0.02%

- (iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	NIL	NIL
IPOLL	NIL	NIL
Total	NIL	NIL

Remarks: Thus, the Ordinary resolution has been passed with requisite majority.

Resolution No. 5: -

5. To approve increase in borrowing limits under section 180(1)(c) of companies act, 2013:

"RESOLVED THAT pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act 2013, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company for borrowing from time to time as they may think fit, any sum or sums of money not exceeding Rs. 400 Crores (Rupees Four Hundred Crores Only) [including the money already borrowed by the Company] on such terms and conditions as the Board may deem fit, whether the same may be secured or unsecured notwithstanding that the money to be borrowed together with the money already borrowed by the Company (apart from the temporary loans obtained from the Company's Bankers in the ordinary course of business) and remaining un-discharged at any given time, exceed the aggregate, for the time being, of the paid up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose.

RESOLVED FURTHER THAT the Board be and is/are hereby authorized to do such acts, deeds, things and execute all such documents, undertakings, as may be necessary, expedient or incidental for giving effect to the above Resolution."

Type of resolution: **Special Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voting.	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast
E-voting	42	7672040	100%
IPOLL	NIL	NIL	NIL
Total	42	7672040	100%

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voting.	Number of Votes Cast Against the Resolution	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
IPOLL	NIL	NIL	NIL
Total	NIL	NIL	NIL



(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	NIL	NIL
IPOLL	NIL	NIL
Total	NIL	NIL

Remarks: Thus, the Special Resolution has been passed with requisite majority.

Resolution No. 6: -

6. To Approve Creation of Mortgage or Charge On The Assets, Properties Or Undertaking(S) Of The Company Under Section 180(1)(A) Of The Act:

"RESOLVED THAT, pursuant to Section 180 (1) (a) and other applicable provisions, if any, of the Companies Act, 2013, consent of the members of the company be and is hereby accorded to the board of directors of the company to create such charges, mortgages and hypothecations in addition to the existing charges, mortgages and hypothecations created by the Company, on such movable and immovable properties, both present and future, and in such manner as the Board may deem fit, together with power to take over the substantial assets of the Company in certain events in favour of banks/financial institutions, other investing agencies and trustees for the holders of debentures/bonds/other instruments to secure rupee/foreign currency loans and/or the issue of debentures whether partly/fully convertible or non-convertible and/or (hereinafter collectively referred to as "Loans") provided that the total amount of Loans together with interest thereon, additional interest, compound interest, liquidated damages, commitment charges, on pre-payment or on redemption, costs, charges, expenses and all other monies payable by the Company in respect of the said Loans, shall not, at any time exceed Rs. 400 Crores (Rupees Four Hundred Crores Only) or the aggregate of the paid up capital and free reserves of the Company, that is to say, reserves not set apart for any specific purpose at the relevant time, whichever is higher.

RESOLVED FURTHER THAT, the Directors of the Company, be and are hereby severally authorized to take all steps for giving effect to the aforesaid resolution, including filing of the necessary forms with the Registrar of Companies and do all such acts, deeds, matters and things as may be required to be done to give effect to the above resolution and to settle any question or difficulty that may arise with regard to the aforesaid purpose and which it may deem fit in the interest of the Company."

Type of resolution: **Special Resolution.**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voting.	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast
E-voting	42	7672040	100%
IPOLL	NIL	NIL	NIL
Total	42	7672040	100%

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voting.	Number of Votes Cast Against the Resolution	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
IPOLL	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	NIL	NIL
IPOLL	NIL	NIL
Total	NIL	NIL

Remarks: Thus, the Special Resolution has been passed with requisite majority.

7. Resolution No. 7: -

To approve the appointment of AAA & Co., as Secretarial auditors of the Company for a period of 5 years commencing from FY 2025-26 till FY 2029-2030:

"RESOLVED THAT pursuant to the provision of Section 204(1) of the Companies Act, 2013 & Rule 9 of the Companies (Appointment and Remuneration of Personnel) Rules, 2014 and other applicable provisions, if any of the Companies Act, 2013, consent of the Members be and is hereby given for appointment of AAA & Co., practicing Company Secretaries as Secretarial Auditor of the Company for a period of 5 consecutive years commencing from FY 2025-26 till FY 2029-2030 and Directors of the Company be and are hereby authorized to fix the remuneration."



"RESOLVED FURTHER THAT Mr. Narendra Narayanan- Managing Director or Mr. Sumukh Narendra- Director of the Company be and are severally hereby authorized to file necessary forms with Registrar of Companies and to do all such acts, deeds and things as may be necessary to give effect to the above said resolution."

Type of resolution: **Ordinary Resolution.**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voting.	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast
E-voting	43	7780840	100%
IPOLL	NIL	NIL	NIL
Total	43	7780840	100%

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voting.	Number of Votes Cast Against the Resolution	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
IPOLL	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	NIL	NIL
IPOLL	NIL	NIL
Total	NIL	NIL

Remarks: Thus, the Ordinary resolution has been passed with requisite majority.

A A A & Co.

Company Secretaries

PEER REVIEWED FIRM WITH UNIQUE IDENTIFICATION NUMBER: P2014KR037100)



The register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.

I further wish to inform that the Report of Scrutinizer pursuant to Section 109 of the Companies Act, 2013 read with Rule 21(2) of the Companies (Management and Administration) Rules, 2014] with regards to the Poll is being submitted separately in Form No. MGT – 13.

Thanking You,
Yours Faithfully,
For AAA & Co,
Company Secretaries

Abhishek Bharadwaj A B
Partner
FCS No.: 8908
COP No.: 13649

Place: Mysuru
UDIN: F008908G001357926