Date: August 22, 2026

To,
The Listing Compliance Department
BSE Limited
P. J. Tower, Dalal Street
Mumbai – 400001

Scrip Code: 541741

ISIN: INE401Z01019

Subject : Postal Ballot Notice – Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir/ Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), please find enclosed herewith the copy of the postal ballot notice ("Notice") seeking approval of the shareholders of the Company on the below mentioned resolutions through remote e-voting process only:

Sr. No.	Details	Type of Resolution
1.	Increase in Authorised Share Capital of the Company and consequential alteration of Memorandum of Association.	Ordinary Resolution

The Calendar of Events for the proposed Postal Ballot activity is as follows:

S. No.	Particulars	Date
1.	Cut-off Date for reckoning E-voting rights	August 14, 2026, Friday
2.	Date of completion of dispatch of Postal Ballot notice	August 22, 2026, Saturday
3.	Date of Commencement of e-voting	August 23, 2026, Sunday
4.	Last date for e-voting	September 21, 2026, Monday
5.	Date of Declaration of Results of Postal Ballot	On or before, September 23, 2026, Wednesday

The Company has emailed the Postal Ballot Notice along with Explanatory Statement on Saturday, August 22, 2026 to all those Members, whose e-mail addresses are registered with M/s Alankit Assignment Limited ("Alankit"), the Registrar and Transfer Agent of the Company/Depository Participants and whose names appear in the Register of Members/List of Beneficial Owners as received from the National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") as on Friday, August 14, 2026 ("Cut-off date").The voting rights of the members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the Cut-off Date i.e. Friday, August 14, 2026.

The Company has engaged the services of NSDL for providing e-voting facility to all its members. The details of the procedure and instruction to cast the vote electronically forms part of the Postal Ballot Notice.

Members are requested to note that the voting period will commence from August 23, 2026, Sunday at 9.00 A.M. (IST) and end on September 21, 2026, Monday at 5.00 P.M. (IST). The e-voting module shall be disabled by NSDL for voting thereafter.

The Postal Ballot Notice is also be available on the Company's website https://fratelliwines.in/, websites of the Stock Exchanges i.e. BSE Limited (BSE), and on the website of NSDL at https://www.evoting.nsdl.com/.

This is for your information and records.

Thanking You,

Yours Faithfully,
For Fratelli Vineyards Limited

MONIKA GUPTA

Digitally signed by MONIKA GUPTA
Date: 2026.08.22 12:37:55 +05'30'

Monika Gupta
Company Secretary
FCS 8015

POSTAL BALLOT NOTICE

(Pursuant to Sections 61, 64, 108 and 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and applicable MCA and SEBI circulars)

Dear Members,

Notice is hereby given that the resolution set out in this notice is proposed for approval by the members of Fratelli Vineyards Limited [Formerly known as Tinna Trade Limited] (the "Company") by means of Postal Ballot ("Notice"), only by remote e-voting process ("e-voting") being provided by the Company to all its members to cast their votes electronically, pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 ("the Act"), read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and other applicable provisions of the Act and the Rules read with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and 03/2025 dated September 22, 2025, and other relevant circulars and notifications issued by the Ministry of Corporate Affairs (collectively, "MCA Circulars"), Regulation 44 and any other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).

The Explanatory Statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolution proposed in this Postal Ballot Notice and additional information as required under the Listing Regulations and circulars issued thereunder is annexed hereto.

In compliance with the MCA Circulars, the Company is sending this Notice only in electronic form to those Members whose e-mail addresses are registered with the Company/Registrar and Transfer Agent ("RTA")/Depositories. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would only take place through the remote e-Voting system. The detailed procedure for remote e-Voting forms part of the 'Notes' section to this Notice. Eligible Members whose e-mail addresses are not registered with the Company/Depositories are requested to follow the process provided in the Notes to receive this Postal Ballot Notice.

In compliance with the provisions of Sections 108, 110 and other applicable provisions of the Act, read with (i) Rule 20 and Rule 22 of the Rules, as amended; (ii) Regulation 44 of the Listing Regulations (iii) the SS-2 and (iv) MCA Circulars, the Company has provided Remote e-Voting facility only, to its Members to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically. For this purpose, the Company has engaged the services of National Securities Depository Limited ("NSDL") as the agency to provide Remote e-Voting facility. Voting rights of the Members shall be in proportion to the shares held by them in the paid-up equity share capital of the Company as on Cut-off date. The instructions for Remote e-Voting forms part of this Postal Ballot Notice.

The Postal Ballot Notice will also be placed on the website of the Company (https://fratelliwines.in/) and on the website of NSDL (www.evoting.nsdl.com).

The Board of Directors has appointed Shri Ajay Baroota, a Practising Company Secretary (FCS 3495 : CP 3945), Proprietor of Ajay Baroota & Associates, Company Secretary, as Scrutiniser for conducting the Postal Ballot, through e-voting process, in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for the said purpose. The Scrutiniser's decision on the validity of the votes cast in the Postal Ballot shall be final.

Members are requested to read the instructions and follow the procedure given in the Notes to this Postal Ballot Notice so as to cast their vote electronically. The votes can be cast during the following voting period:

Commencement of e-voting	Sunday, August 23, 2026 at 09:00 AM IST
End of e-voting:	Monday, September 21, 2026 at 05:00 PM IST

The Scrutiniser will submit his report, after the completion of scrutiny, to the Managing Director of the Company or any person authorised by the Board. The results of e-voting will be announced on or before Wednesday, September 23, 2026, and will be displayed on the Company's website at www.fratelliwines.in and on the e-voting website of NSDL i.e. https://www.evoting.nsdl.com/. The results will simultaneously be communicated to BSE Limited ("BSE") where the Company's equity shares are listed and be made available on their respective websites.

<u>Special Business:</u>

Increase in Authorised Share Capital of the Company and consequential alteration of Memorandum of Association.

To consider and pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 61(1)(a), Section 64 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the consent of the Members of the Company be and is hereby accorded to increase the Authorised Share Capital of the Company from ₹44,00,00,000 (Rupees Forty-Four Crore only) divided into 4,40,00,000 (Four Crore Forty Lakh) Equity Shares of ₹10/- (Rupees Ten only) each to ₹50,00,00,000 (Rupees Fifty Crore only) divided into 5,00,00,000 (Five Crore) Equity Shares of ₹10/- (Rupees Ten only) each by creation of 60,00,000 (Sixty Lakh) new Equity Shares of ₹10/- (Rupees Ten only) each, ranking pari passu in all respects with the existing equity shares of the Company."

"RESOLVED FURTHER THAT pursuant to the provisions of Sections 61 and 64 and other applicable provisions of the Companies Act, 2013, the existing Clause V of the Memorandum of Association of the Company be and is hereby altered by substituting the following in place of the existing Clause V:

'V. The Authorised Share Capital of the Company is ₹50,00,00,000 (Rupees Fifty Crore only) divided into 5,00,00,000 (Five Crore) Equity Shares of ₹10/- (Rupees Ten only) each.'"

"RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) and/or the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, proper, desirable or expedient, including filing of requisite forms with the Registrar of Companies, to give effect to this resolution and for matters connected therewith or incidental thereto."

By Order of the Board of Directors

For Fratelli Vineyards Limited

[Formerly known as Tinna Trade Limited]

MONIKA GUPTA

Digitally signed by MONIKA GUPTA
Date: 2026.08.22 12:40:45 +05'30'

Monika Gupta

Company Secretary

Membership No. FCS8015

Place: New Delhi

Date: August 18,2026

Regd. Office Address:

6, Tinna House, Sultanpur, Mandi Road,

Mehrauli, New Delhi-110030

NOTES

1. The relevant Explanatory Statement pursuant to Sections 61, 64, 102 and 110 of the Companies Act, 2013 ("the Act"), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), setting out the material facts and reasons for the proposed Resolution of the Postal Ballot Notice is appended herein below for your consideration.

2. As per Section 110 and other applicable provisions of the Act read with Rule 20 & 22 of the Rules, cut-off date for the purpose of reckoning the Voting rights is Friday, August 14, 2026 ("Cut-off Date"). A person who is not a shareholder as on the Cut-off Date should treat this Notice for information purposes only.

3. All the material documents referred in the Explanatory Statement, shall be available for inspection through electronic mode until 5:00 p.m. (IST) on Monday, September 21, 2026. Members who wish to inspect such documents are requested to send an email to investor.ttl@tinna.in mentioning their name, Folio no. / Client ID and DP ID, and the documents they wish to inspect, with a self-attested copy of their PAN card attached to the email.

4. In compliance with the MCA Circulars, the Postal Ballot Notice along with the instructions regarding Remote e-Voting is being sent by electronic mode only to those Members whose names appear in the Register of Members / list of Beneficial Owners, maintained by the Company / Depositories as at close of business hours on **Friday, August 14, 2026** (i.e. "Cut-off date"), and whose e-mail IDs are registered with the Depository Participants (DPs) or with the Company or its Registrar and Transfer Agent as on the Cut-off Date. The electronic dispatch of this Notice shall be completed before commencement of the remote e-voting period.

5. As per the MCA Circulars, physical copies of the Postal Ballot Notice, Postal Ballot Forms and pre-paid business reply envelopes are not being sent to Members for this Postal Ballot. Members are requested to provide their assent or dissent through Remote e-Voting only. The Company has engaged the services of NSDL to provide Remote e-Voting facility to its members.

6. A copy of the Postal Ballot Notice is available on the website of the Company at https://fratelliwines.in/, website of the stock exchanges, i.e. BSE Limited at www.bseindia.com and on the website of our e-Voting agency i.e. NSDL e-Voting website at www.evoting.nsdl.com.

7. The Remote e-Voting will commence on **Sunday, August 23, 2026 at 9.00 a.m. IST** and will end on **Monday, September 21, 2026 at 5.00 P.M. IST**. Remote e-Voting will be blocked by NSDL immediately after the end time and will not be allowed beyond the said date and time.

8. Members are requested to cast their vote through the Remote e-Voting process not later than 5.00 P.M. IST on **Monday, September 21, 2026**, in order to be eligible for being considered, failing which it will be strictly considered that no vote has been received from the Member. Once the votes on the Resolution are cast by the Members, the Members shall not be allowed to change these subsequently.

9. The Board of Directors has appointed Mr. Ajay Baroota, Practicing Company Secretary (FCS: 3495 & COP No. 3945, Peer Review No. 2071/2022), for conducting the Postal Ballot through Remote e-Voting process in a fair and transparent manner and in accordance with the provisions of the Act and the Rules made thereunder.

10. After completion of scrutiny of the votes, the Scrutinizer will submit his report to the Managing Director of the Company, or any person authorized by the Board. The result of the voting by postal ballot through the Remote e-Voting process will be announced by the Managing Director, or such person as authorized, on or before Wednesday, September 23, 2026. The Scrutinizer's decision on the validity of the e-Voting shall be final and binding.

11. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website https://fratelliwines.in/ and on the website of NSDL www.evoting.nsdl.com immediately after the result is declared by the Managing Director or any other person authorized by him, and the same shall be communicated to the BSE Limited ("BSE"), where the equity shares of the Company are listed.

12. The Resolution, if approved by the requisite majority through Postal Ballot, shall be deemed to have been passed on **Monday, September 21, 2026**, i.e. the last date specified for receipt of votes through the Remote e-Voting process.

13. The details of the process and manner for Remote e-Voting are explained herein below: Process to vote electronically using NSDL e-Voting system

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-

	Voting website of NSDL for casting your vote during the remote e-Voting period. 4. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-

	Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	**Helpdesk details**
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
   a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to baroota@rediffmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on **"Upload Board Resolution / Authority Letter"** displayed under **"e-Voting"** tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Investor.ttl@tinna.in.

2. In case shares are held in Demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to Investor.ttl@tinna.in. If you are an Individual shareholders holding securities in Demat mode, you are requested to refer to the login method explained at **step 1 (A**) i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode**.

3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in Demat mode are allowed to vote through their Demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their Demat account in order to access e-Voting facility.

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 READ WITH RULE 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 AND ADDITIONAL INFORMATION AS REQUIRED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND CIRCULARS ISSUED THEREUNDER

ITEM NO. 1: Increase in Authorised Share Capital of the Company and consequential alteration of Memorandum of Association.

The existing Authorised Share Capital of the Company is ₹44,00,00,000 (Rupees Forty-Four Crore only) divided into 4,40,00,000 (Four Crore Forty Lakh) Equity Shares of ₹10/- (Rupees Ten only) each, as against the existing paid-up share capital of ₹43,47,23,940 (Rupees Forty-Three Crore Forty-Seven Lakh Twenty-Three Thousand Nine Hundred and Forty only) comprising 4,34,72,394 Equity Shares of ₹10/- each.

The Board of Directors of the Company, considered it appropriate to maintain an adequate level of Authorised Share Capital to provide the Company with sufficient flexibility to meet its future capital requirements, as and when required, subject to the applicable provisions of law and receipt of the necessary approvals.

Accordingly, it is proposed to increase the Authorised Share Capital of the Company from ₹44,00,00,000 (Rupees Forty-Four Crore only) to ₹50,00,00,000 (Rupees Fifty Crore only) by creation of 60,00,000 (Sixty Lakh) new Equity Shares of ₹10/- each, ranking pari passu with the existing equity shares of the Company in all respects. The increase in Authorised Share Capital will also provide adequate headroom for any future capital requirements of the Company.

The proposed increase in Authorised Share Capital requires consequential alteration of Clause V of the Memorandum of Association of the Company pursuant to Section 61 of the Companies Act, 2013. The Articles of Association of the Company authorise the proposed increase in share capital. The existing and proposed Clause V of the Memorandum of Association is as under:

Existing Clause V	Proposed Clause V
V. The Authorised Share Capital of the Company is ₹44,00,00,000 (Rupees Forty-Four Crore only) divided into 4,40,00,000 (Four Crore Forty Lakh) Equity Shares of ₹10/- (Rupees Ten only) each.	V. The Authorised Share Capital of the Company is ₹50,00,00,000 (Rupees Fifty Crore only) divided into 5,00,00,000 (Five Crore) Equity Shares of ₹10/- (Rupees Ten only) each.

The increase in Authorised Share Capital requires approval of the Members of the Company by way of an Ordinary Resolution in terms of Section 61(1)(a) of the Companies Act, 2013..

None of the Directors / Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 1 of the Notice, except to the extent of their shareholding, if any, in the Company.

Accordingly, the Board seeks the approval of shareholders by way of Ordinary Resolution for the matter set out at Item No. 1 of the Notice.

By Order of the Board of Directors

For Fratelli Vineyards Limited

[Formerly known as Tinna Trade Limited]

MONIKA GUPTA

Digitally signed by MONIKA GUPTA
Date: 2026.08.22 12:41:13 +05'30'

Monika Gupta

Place: New Delhi **Company Secretary**

Date: August 18, 2026 **Membership No. FCS-8015**