Ref. No. CS/S/L-999/2026-27 **30th July, 2026**

To: The Listing Department **NATIONAL STOCK EXCHANGE OF INDIA LIMITED** "Exchange Plaza" Bandra-Kurla Complex Bandra (E), Mumbai – 400 051 **Scrip Code: VMART** Fax: 022-26598120 Email: cmlist@nse.co.in	To: The Corporate Relationship Department **THE BSE LTD** Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 **Scrip Code: 534976** Fax: 022-22723121 Email: corp.relations@bseindia.com

Subject: Consolidated voting results of 24th AGM of the Company & Scrutinizer Report

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, please find enclosed herewith the consolidated voting results of the 24th Annual General Meeting of the Company held on Thursday i.e. 30th July, 2026 along with Scrutinizer's Report. We request you to kindly take the same on record.

Thanking You,

Yours Truly
For V-Mart Retail Limited

MEGHA TANDON
Digitally signed by MEGHA TANDON
Date: 2026.07.30 19:11:52 +05'30'

Megha Tandon
(Company Secretary & Compliance Officer)

Encl: As above

SCRUTINIZERS' REPORT

[Pursuant to Section 108 and any other applicable provisions of the Companies Act, 2013 and Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 (as amended) read with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended]

To,
The Chairperson
24th ANNUAL GENERAL MEETING OF THE MEMBERS OF
V-Mart Retail Limited
CIN: L51909DL2002PLC163727
610-611, Guru Ram Dass Nagar,
Main Market, Opp. SBI Bank, Laxmi Nagar,
New Delhi-110092

CONSOLIDATED SCRUTINIZER'S REPORT ON REMOTE E-VOTING AND ELECTRONIC VOTING DURING THE 24th (TWENTY-FOURTH) ANNUAL GENERAL MEETING ("AGM") OF THE MEMBERS OF V-MART RETAIL LIMITED ("THE COMPANY") HELD ON THURSDAY, JULY 30, 2026 AT 11:00 AM (IST) AT THE DEEMED VENUE AT 610- 611, GURU RAM DASS NAGAR, MAIN MARKET, OPP. SBI BANK, LAXMI NAGAR, NEW DELHI, EAST DELHI - 110092, THROUGH VIDEO CONFERENCING ("VC") /OTHER AUDIO VIDEO VISUAL MEANS ("OAVM").

Respected Sir,

At the outset, I, Harsh Oberoi (Company Secretary in Whole-Time Practice), Proprietor of M/s OBEROI & ASSOCIATES, a Company Secretaries Firm, would like to thank the Board of Directors for appointing me as the Scrutinizer at their meeting held on May 07, 2026, for the purpose of scrutinizing the process of voting through electronic means "e-voting") in a fair and transparent manner on the resolutions, as stated in the notice dated May 07, 2026 of 24th Annual General Meeting, issued in accordance with the General Circular No. 03/2025 dated September 22, 2025, General Circular No. 09/2024 dated September 19, 2024, 09/2023 dated September 25, 2023, 10/2022 dated December 28, 2022, 02/2022 dated May 5, 2022, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 20/2020 dated May 5, 2020 read with General Circular No. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, issued by Ministry of Corporate Affairs ("MCA") Government of India (hereinafter referred to as "MCA Circulars") and SEBI (collectively referred to as "**MCA Circulars**") and SEBI vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023, SEBI/HO/DDHS/P/CIR/ 2022/0063, May 13, 2022, SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12,

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✉ **: -** harsh@oberoiassociates.com , oberoi.pcs@gmail.com
Website: www.oberoiassociates.com

2020 issued by the SEBI **("SEBI Circulars")**, calling the 24th AGM of the Company through VC/OAVM. The AGM was held on Thursday, July 30, 2026 at 11:00 A.M. IST through VC/OAVM.

SERVICE PROVIDER: -

The Company had engaged **M/s National Securities Depository Limited (NSDL)** to provide the facility for members to cast votes using a remote e-voting system before the AGM and an electronic voting system during the AGM on all items of business (es) transactions as set out in the notice dated May 07, 2026.

MANAGEMENT RESPONSIBILITY: -

The management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013, read with rules made thereunder, SEBI Listing Regulations, the MCA Circulars, and SEBI Circulars or any other provision, as applicable for the AGM of the Company. The Management of the Company is responsible for ensuring a secure framework and robustness of the electronic voting systems.

SCRUTINIZER'S RESPONSIBILITY: -

My responsibility as a Scrutinizer for the e-voting facility is restricted to making a Consolidated Scrutinizer's Report of the votes cast **"in Favour" or "Against"** the resolutions stated in the notice of the AGM dated May 07, 2026, and based on the reports generated from the e-voting system provided by the service provider, i.e., **NSDL**, being an agency authorised under the Act and the Rules made thereunder engaged by the Company to provide e-voting facility and, attendance paper/ documents furnished to me electronically by the Company and/or NSDL for my verification.

NOTICE REGARDING REGISTERING OF EMAIL ADDRESS UPDATING BANK ACCOUNT DETAILS: -

In compliance with the provisions of MCA circulars as well as SEBI Circulars, the public advertisement with respect to the above was published in the English language in **BUSINESS STANDARD** on Wednesday, June 24, 2026, and in the Hindi language in **BUSINESS STANDARD** on Wednesday, June 24, 2026, requesting shareholders of the Company to register/update their e-mail address/bank account details.

NOTICE IN ELECTRONIC MODE, E-VOTING INFORMATION, BOOK CLOSURE AND ITS PUBLICATION: -

Notice of the AGM, along with the Annual Report for the Financial Year 2025-26 ended on

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March 31, 2026, was sent to all the members/beneficiaries electronically on July 02, 2026, whose email IDs were registered with the Company/Depositories/RTA in accordance with the provisions of the Companies Act, 2013 read with Rules made thereunder, together with the MCA and SEBI Circulars. Pursuant to Rule 20 of the Companies (Management and Administration Rules, 2014, as amended, the Company has published in the English language in the **BUSINESS STANDARD** on Friday, July 03, 2026 and in the Hindi language in the **BUSINESS STANDARD** on Friday, July 03, 2026.

CUT-OFF DATE: -

Subject to the provisions of the Articles of Association of the Company, the Company has fixed Wednesday, July 22, 2026, as the cut-off date for determining the eligibility of members entitled to vote at the AGM to avail the E-Voting facility on the proposed resolutions, as stated in the notice of the AGM, as mentioned above.

E-VOTING AT THE AGM: -

i). The facility for voting electronically was also made available at the Meeting to those members who had not cast their votes through remote e-voting.

ii. After the time fixed by the Chairman for closing the e-voting at the Meeting, the service provider has locked the electronic system recording the e-voting ("e-votes") under my instructions.

iii) The e-votes cast at the meeting were unblocked on Thursday, July 30, 2026, after the conclusion of the AGM.

iv) The e-votes were reconciled with the records maintained by the Company/the RTA and the authorizations lodged with the Company/ the RTA on a test check basis.

REMOTE E-VOTING: -

i) Remote E-Voting has been made available for a period of 4 (Four) days commencing from 9.00 A.M. (IST) on Sunday, July 26, 2026, to 5.00 P.M. (IST) on Wednesday, July 29, 2026 (both days inclusive) on the designated website https://evoting.nsdl.com (NSDL).

ii) The votes cast during the remote e-voting period were unblocked on Thursday, July 30, 2026, after the conclusion of the AGM and were witnessed by two witnesses, Ms. Priyanka Sharma and Mr. Deepanshu Rajput, who are not in the employment of the Company. They have signed below in confirmation of the same.

Priyanka Sharma

Deepanshu Rajput

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iii) Thereafter, the details containing, inter alia, the list of members who voted "in favour" or "against" on each of the resolutions that were put to the vote were generated from the e-voting website of the service provider, i.e., https://www.evoting.nsdl.com/. Based on the report generated by NSDL and relied upon by me, data regarding remote e-voting was scrutinized.

CONSOLIDATED RESULTS OF E-VOTING FACILITY: -

After scrutinizing and reviewing the report on remote e-voting conducted before the AGM and e-voting conducted at the AGM and votes cast therein based on the data downloaded from the NSDL Portal, I hereby submit the consolidated results of the e-voting facility for the AGM as under:

Consolidated Voting Results concerning each item on the agenda as set out in the Notice of the 24th AGM dated July 30 2026, are enclosed.

ITEM 01: ORDINARY RESOLUTION

TO RECEIVE, CONSIDER, AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026, ALONG WITH THE REPORTS OF THE AUDITORS AND THE BOARD OF DIRECTORS THEREON.								
MODE	**NO. OF VOTERS/ MEMBERS**	**TOTAL NO. OF VALID VOTES/ SHARES**	**FAVOUR**			**AGAINST**		
			VOTER/ MEMBER	**NO. OF VOTES/ SHARES**	**% OF THE TOTAL NUMBER OF VALID VOTES CAST**	**VOTER/ MEMBER**	**NO. OF VOTES/ SHARES**	**% OF THE TOTAL NUMBER OF VALID VOTES CAST**
Remote e-voting	338	65,065,966	330	65,065,909	99.9999	8	57	0.0001
E-voting at the AGM	17	9,410	17	9,410	100.0000	-	-	-
TOTAL	355	65,075,376	347	65,075,319	99.9999	8	57	0.0001

01(One) Shareholder who holds 1,33,924 shares/votes has less voted for 918 shares/votes.

This resolution has been passed with the requisite majority.

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ITEM 02: ORDINARY RESOLUTION

APPOINTMENT OF MR. LALIT AGARWAL (DIN: 00900900) AS DIRECTOR, LIABLE TO RETIRE BY ROTATION.								
MODE	**NO. OF VOTERS/ MEMBERS**	**TOTAL NO. OF VALID VOTES/ SHARES**	**FAVOUR**			**AGAINST**		
			VOTER/ MEMBER	**NO. OF VOTES/ SHARES**	**% OF THE TOTAL NUMBER OF VALID VOTES CAST**	**VOTER/ MEMBER**	**NO. OF VOTES/ SHARES**	**% OF THE TOTAL NUMBER OF VALID VOTES CAST**
REMOTE E-VOTING	343	65,065,966	319	62,463,855	96.0008	24	2,602,111	3.9992
E-VOTING AT THE AGM	17	9,410	17	9,410	100.0000	-	-	-
TOTAL	360	65,075,376	336	62,473,265	96.0014	24	2,602,111	3.9986

11(Eleven) Shareholders who holds 8,51,822 shares/votes have less voted for 3,59,867 shares/votes.

This resolution has been passed with the requisite majority.

ITEM 03: ORDINARY RESOLUTION

Declaration of the Final Dividend on equity shares for the Financial Year ended March 31, 2026								
MODE	**NO. OF VOTERS/ MEMBERS**	**NO. OF VOTES/ SHARES**	**FAVOUR**			**AGAINST**		
			VOTER/ MEMBER	**NO. OF VOTES/ SHARES**	**% OF THE TOTAL NUMBER OF VALID VOTES CAST**	**VOTER/ MEMBER**	**NO. OF VOTES/ SHARES**	**% OF THE TOTAL NUMBER OF VALID VOTES CAST**
REMOTE E-VOTING	338	65,065,966	330	65,061,470	99.9931	8	4,496	0.0069
E-VOTING AT THE AGM	17	9,410	17	9,410	100.0000	-	-	-
TOTAL	355	65,075,376	347	65,070,880	99.9931	8	4,496	0.0069

01(One) Shareholder who holds 1,33,924 shares/votes has less voted for 918 shares/votes.

This Resolution has been passed with the requisite majority.

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HANDOVER OF THE RELATED DOCUMENTS

The registers, relevant records, and all other papers relating to electronic voting (Remote E-Voting and E-Voting at the AGM) shall remain in our safe custody until the Chairperson/person authorized by the Chairperson considers, approves, and signs the minutes of the aforesaid Annual General Meeting. Then the same shall be handed over to the Company Secretary/Director whom the Board authorized for safekeeping.

ANNOUNCEMENT OF RESULT

I hereby request the Chairperson/ person authorized by the Chairperson announce the result of the meeting of the 24th AGM of the Company.

RESTRICTION ON USE

This report has been issued at the request of the Company for submission to the stock exchange(s) and placed on the website of the Company. This report is not to be used for any other purpose or distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Harsh Oberoi Digitally signed by Harsh Oberoi Date: 2026.07.30 19:01:27 +05'30'

CS Harsh Oberoi *(Scrutinizer)*
Practising Company Secretary
MEMBERSHIP No.: F11088
CP No.: 17834
PR Code: 7512/2025
Firm Registration No.: S2017HR465600
UDIN: F011088H000979836

30.07.2026 | Sonipat

MEGHA TANDON Digitally signed by MEGHA TANDON Date: 2026.07.30 19:12:31 +05'30'

~~Countersigned by Chairperson/~~
Person authorized by the Chairperson

****

Address: - UGB-118A, Roman Court, Ansal Shushant City, Sector – 61, Kundli, Sonipat – 131029, Haryana
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Resolution (1)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	To receive, consider, and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2026, along with the reports of the Auditors and the Board of Directors (the Board) thereon

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 and Promoter Group	E-Voting	35121022	35121022	100.0000	35121022	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	35121022	35121022	100.0000	35121022	0	100.0000	0.0000
Public- Institutions	E-Voting	36998549	27769035	75.0544	27769035	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	36998549	27769035	75.0544	27769035	0	100.0000	0.0000
Public- Non Institutions	E-Voting	7428431	2185319	29.4183	2185262	57	99.9974	0.0026
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	7428431	2185319	29.4183	2185262	57	99.9974	0.0026
Total		79548002	65075376	81.8064	65075319	57	99.9999	0.0001
						Whether resolution is Pass or Not.	Yes	
						Disclosure of notes on resolution	Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (2)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	To appoint a director in place of Mr. Lalit Agarwal (DIN 00900900) who retires by rotation and being eligible, offers himself for re-appointment

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 and Promoter Group	E-Voting	35121022	35121022	100.0000	35121022	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	35121022	35121022	100.0000	35121022	0	100.0000	0.0000
Public- Institutions	E-Voting	36998549	27769035	75.0544	26402109	1366926	95.0775	4.9225
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	36998549	27769035	75.0544	26402109	1366926	95.0775	4.9225
Public- Non Institutions	E-Voting	7428431	2185319	29.4183	950134	1235185	43.4780	56.5220
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	7428431	2185319	29.4183	950134	1235185	43.4780	56.5220
Total		79548002	65075376	81.8064	62473265	2602111	96.0014	3.9986
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (3)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Declaration of Final Dividend on equity shares for the Financial Year ended March 31, 2026

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 and Promoter Group	E-Voting	35121022	35121022	100.0000	35121022	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	35121022	35121022	100.0000	35121022	0	100.0000	0.0000
Public- Institutions	E-Voting	36998549	27769035	75.0544	27764585	4450	99.9840	0.0160
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	36998549	27769035	75.0544	27764585	4450	99.9840	0.0160
Public- Non Institutions	E-Voting	7428431	2185319	29.4183	2185273	46	99.9979	0.0021
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	7428431	2185319	29.4183	2185273	46	99.9979	0.0021
Total		79548002	65075376	81.8064	65070880	4496	99.9931	0.0069
						Whether resolution is Pass or Not.	Yes	
						Disclosure of notes on resolution	Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	