Kaya Limited

August 7, 2026

To,

BSE Limited
Market Operations Department,
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001
BSE Scrip Code: 539276

National Stock Exchange of India Limited
'Exchange Plaza', 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra(E), Mumbai 400051
NSE Symbol: KAYA

Subject: Voting Result and the Scrutinizer's Report – 23rd Annual General Meeting ("AGM" or "the Meeting")

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 the Voting Results of the businesses transacted at the 23rd Annual General Meeting ("AGM") held on Friday, August 7, 2025 at 09:30 a.m. IST through Video Conferencing and Other Audio-Visual Means.

Also enclosed is the Consolidated Report of the Scrutinizer on remote e-voting conducted prior to and during the AGM.

The aforementioned documents are being uploaded on the website of the Company at www.kaya.in and on the website of NSDL at www.evoting.nsdl.com.

Kindly take the above on record.

For Kaya Limited,

SHILPA ASHUTOSH RATHI

Digitally signed by SHILPA ASHUTOSH RATHI
Date: 2026.08.07 21:17:30 +05'30'

Shilpa Rathi
Company Secretary & Compliance Officer

Encl: A/a

Kaya Limited

Details of the voting results as per Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	
Date of the AGM	Friday, August 7, 2026
Total number of shareholders on record date	18322
No. of shareholders present in the meeting either in person or through proxy Promoters and Promoters Group: Public:	No arrangement for a physical meeting or appointment of proxy was made as the Meeting was held through video conferencing/ other audio-visual means
Total No. of shareholders attended the meeting through video conferencing/ other audio-visual means	33
Promoters and Promoters Group:	11
Public:	22

KAYA LIMITED								
1) Resolution :				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt: a.) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026 together with the Reports of the Board of Directors and the Auditors thereon and b.) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026 and the Report of the Auditors				
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**	7810924	7738833	99.0770	7738833	0	100.00	0.00
	Poll		0	0.0000	0	0	0.00	0.00
	Postal Ballot (		0	0.0000	0	0	0.00	0.00
	Total	**7810924**	**7738833**	**99.0770**	**7738833**	**0**	**100.00**	**0.00**
Public-Institutions	**E-Voting**	558743	196520	35.1718	196520	0	100.00	0.00
	Poll							
	Postal Ballot (							
	Total	**558743**	**196520**	**35.1718**	**196520**	**0**	**100.00**	**0.00**
Public- Non Institutions	**E-Voting**	6817942	2094026	30.7135	2094020	6	100.00	0.00
	Poll							
	Postal Ballot (							
	Total	6817942	2094026	30.7135	2094020	6	100.00	0.00
	Total	**15187609**	**10029379**	**66.0366**	**10029373**	**6**	**100.00**	**0.00**

KAYA LIMITED								
2) Resolution				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Rajendra Mariwala, Director (DIN: 00007246) who retires by rotation and being eligible seeks 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	7810924	7551909	96.6839	7551909	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	**7810924**	**7551909**	**96.6839**	**7551909**	**0**	**100.00**	**0.00**
Public- Institutions	E-Voting	558743	196520	35.1718	196520	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	**558743**	**196520**	**35.1718**	**196520**	**0**	**100.00**	**0.00**
Public- Non Institutions	E-Voting	6817942	2094026	30.7135	2094016	10	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	**6817942**	**2094026**	**30.7135**	**2094016**	**10**	**100.00**	**0.00**
	Total	**15187609**	**9842455**	**64.8058**	**9842445**	**10**	**100.0**	**0.00**

Promoter and Promoter Group : The total number of votes polled was 77,38,833, out of which 75,51,909 votes were cast in favour and 1,86,924 votes were invalid

KAYA LIMITED								
3) Resolution			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To approve the re-appointment of Ms. Vasuta Agarwal (DIN:07480674) as an Independent Director of the Company					
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**	7810924	7738833	99.0770	7738833	0	100.00	0.00
	Poll							
	Postal Ball							
	Total	**7810924**	**7738833**	**99.0770**	**7738833**	**0**	**100.00**	**0.00**
Public-Institutions	**E-Voting**	558743	196520	35.1718	196520	0	100.00	0.00
	Poll							
	Postal Ball							
	Total	**558743**	**196520**	**35.1718**	**196520**	**0**	**100.00**	**0.00**
Public- Non Institutions	**E-Voting**	6817942	2094026	30.7135	2094020	6	100.00	0.00
	Poll							
	Postal Ball							
	Total	6817942	2094026	30.7135	2094020	6	100.00	0.00
	Total	**15187609**	**10029379**	**66.0366**	**10029373**	**6**	**100.00**	**0.00**

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

August 7, 2026

To,
The Chairman
Kaya Limited
23/C, Mahal Industrial Estate,
Mahakali Caves Road, Near Paperbox Lane,
Andheri (East), Mumbai – 400093,
Maharashtra

Twenty-third Annual General Meeting of the Equity Shareholders of Kaya Limited held on Friday, August 7, 2026 at 09.30 a.m. IST through Video Conferencing / Other Audio-Visual Means.

Subject: Combined Report on remote e-voting and e-voting at the AGM conducted pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of Companies (Management and Administration) Rules, 2014 including subsequent amendments thereto from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time), at the Twenty-third Annual General Meeting ("AGM").

1. Appointment as Scrutinizer

1.1 We have been appointed as the Scrutinizer pursuant to clause (ix) of sub-rule 4 of Rule 20 of the Companies (Management and Administration) Rules, 2014 ("**the Rules**") vide resolution passed by the Board of Directors of Kaya Limited ("**the Company**") at its meeting held on May 20, 2026 to scrutinize the voting conducted through remote e-voting and e-voting at the AGM on all three resolutions set out in the Notice convening the Twenty-third AGM in a fair and transparent manner.

Gautam Bhandari

ACS:15169
CP: 18972
MUMBAI
Magia Halwai & Associates
Company Secretaries

1.2 In accordance with the Articles of Association of the Company, Mr. Gautam Bhandari, shareholder of the Company (not being an employee) was appointed as another Scrutinizer for the aforesaid purpose by the Chairman of the AGM.

2. Dispatch of Notice convening the AGM

2.1 Pursuant to the General Circulars No. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 02/2022, 11/2022, 09/2023, 09/2024 and 03/2025 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022, December 28, 2022, September 25, 2023 and September 19, 2024, and September 22, 2025 respectively issued by the Ministry of Corporate Affairs, and in accordance with Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 on May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023, and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024, issued by Securities & Exchange Board of India, and in terms of clause (v) of sub-rule 4 of Rule 20 of the Rules, an advertisement was published in the Financial Express (English) and Mumbai Lakshdeep (Marathi edition), on Friday, July 17,2026 specifying the date & time of the AGM, availability of the notice of AGM on Company's website and website of Stock Exchanges, manner of voting through remote e-voting or through e-voting system at the time of AGM, etc.

2.2 The Company hosted the notice of AGM on its website and website of the agency providing the platform for remote e-voting and e-voting during the AGM, and also intimated the same to Stock Exchanges viz. BSE Limited and National Stock Exchange of India Limited on July 15, 2026.

2.3 The Company informed that on the basis of the Register of Members and the list of the Beneficial Owners made available by the Depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Company sent the Notice of AGM dated July 15, 2026 in electronic form on July 15, 2026 to those shareholders whose e-mail addresses were registered with the Company. The detailed procedure for e-voting was contained in the Notice of AGM.

Gautam Bhandari

Magia Halwai & Associates ACS:15169 CP: 18972 MUMBAI Company Secretaries

3. **Cut-off date**

3.1 **The cut-off date (record date)** for determining members entitled to participate in the remote e-voting or voting at the AGM through e-voting system was fixed by the Company as **Friday, July 31, 2026**.

3.2 On the basis of the Register of Members and the list of Beneficiary Owners made available by the Depository viz. National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") as on the cut-off date of Friday, July 31, 2026 there were total 18,322 members.

4. **Remote e-voting process and e-voting during the AGM**

4.1 The Company had availed e-voting facility offered by National Securities Depository Limited ("**NSDL**") for conducting remote e-voting by the Members of the Company. NSDL had provided a system for casting the votes electronically on https://www.evoting.nsdl.com/.

4.2 The remote e-voting period commenced on **Tuesday, August 4, 2026 at 9.00 a.m. IST** and ended on **Thursday, August 6, 2026 at 5:00 p.m. IST** and the e-voting module was blocked thereafter.

4.3 Further, during the AGM, only the members who were attending the AGM through Video Conferencing / Other Audio-Visual Means and who have not cast their votes through remote e-voting were allowed to vote through e-voting.

4.4 After the closure of the voting at the AGM, the report on voting done through electronic voting system at the meeting was generated in my presence and the voting was diligently scrutinized.

4.5 The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company. The votes tendered therein, based on the data downloaded from the e-voting system, were scrutinized and reviewed.

Gautam Bhandari

Magia Halwai & Associates
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MUMBAI
Company Secretaries

4.6 The management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules relating to voting including remote e-voting or e-voting during the AGM for the resolutions contained in the Notice to the 23rd AGM of the Equity Shareholders of the Company.

4.7 Our responsibility as a scrutinizer and to give a combined scrutinizer's report of the votes cast "for" or "against" on all three resolutions stated in the Notice of the 23rd AGM is based on the reports generated from the e-voting system for remote e-voting and votes cast during the AGM through the said e-voting system.

5. Counting Process

5.1 On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by members at the AGM, on the NSDL e-voting platform and downloaded the results.

6. Results

6.1 Based on the results made available to us:

a) 68 Members had cast their votes through remote e-voting.
b) 2 Member(s) had cast their votes through e-voting during the AGM.

6.2 My report with detailed analysis of remote e-voting and e-voting during the AGM on each of the three resolutions contained in the Notice dated July 15, 2026 calling AGM on August 7, 2026 is annexed herewith as **Annexure-1.**

6.3 Based on the analysis annexed herewith, we report that the Two Ordinary Resolutions and One Special Resolution as set out in the Item Nos. 1(a) & (b), 2 and 3, respectively, of the Notice of the AGM dated July 15, 2026, have been **passed with the requisite majority**.

Gautam Bhandari

Halwai & Associates
ACS:15169
CP: 18972
MUMBAI
Secretaries

The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the 23rd AGM.

Thanking you.

Yours truly,
For Magia Halwai & Associates *(A Peer Reviewed Firm)*

Magia Halwai & Associates ACS:15169 CP: 18972 MUMBAI Company Secretaries

Gautam Bhandari

Sitansh Magia | **Gautam Bhandari**
Partner | **(Shareholder Scrutinizer)**
P.R. No.: 1669/2022
ACS 15169
CP 18972
UDIN: A015169H001043394

Witness:

P. A. Halwai

A magia

Mrs. Pramila Halwai | **Mr. Anil Magia**

Countersigned and received the report:

SHILPA ASHUTOSH RATHI

Digitally signed by SHILPA ASHUTOSH RATHI
Date: 2026.08.07 17:20:52 +05'30'

Signed by Mrs. Shilpa Rathi
Company Secretary and Compliance Officer
Authorized by Chairman

Date: August 7, 2026
Place: Mumbai

Annexure - 1

Analysis of Results

Resolution No.	1 *[given as Item No. 1 (a) & (b) of the Notice of AGM]*
Subject	a) To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026 together with the Reports of the Board of Directors and the Auditors thereon; and b) To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026 and the Report of the Auditors thereon.
Type of Resolution	Ordinary Resolution

Particulars	**Remote e-voting**		**e-voting at the AGM**		**Total**		**Percentage of total number of votes cast** (Rounded off to two-digit decimal)
	Number	**Votes (A)**	**Number**	**Votes (B)**	**Number**	**Votes (A+B)**	
Assent	63	1,00,29,371	2	2	65	1,00,29,373	99.9999%
Dissent	5	6	0	0	5	6	0.0001%
Abstain	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
Total	**68**	**1,00,29,377**	**2**	**2**	**70**	**1,00,29,379**	**100%**

Gautam Bhandari

Halwai & Associates ACS:15169 CP: 18972 MUMBAI Secretaries

Analysis of Results

Resolution No.	2 *[given as Item No. 2 of the Notice of AGM]*
Subject	To appoint a Director in place of Mr. Rajendra Mariwala, Director (DIN: 00007246) who retires by rotation and being eligible seeks re-appointment.
Type of Resolution	Ordinary Resolution

Particulars	**Remote e-voting**		**e-voting at the AGM**		**Total**		**Percentage of total number of votes cast** (Rounded off to two-digit decimal)
	Number	**Votes (A)**	**Number**	**Votes (B)**	**Number**	**Votes (A+B)**	
Assent	59	98,42,443	2	2	61	98,42,445	98.1361%
Dissent	7	10	0	0	7	10	0.0001%
Abstain	0	0	0	0	0	0	0
Invalid	2	1,86,924	0	0	2	1,86,924	1.8638%
Total	**68**	**1,00,29,377**	**2**	**2**	**70**	**1,00,29,379**	**100%**

Gautam Bhandari

Magia Halwai & Associates
ACS:15169
CP: 18972
MUMBAI
Company Secretaries

Analysis of Results

Resolution No.	3 *[given as Item No. 3 of the Notice of AGM]*
Subject	To approve the re-appointment of Ms. Vasuta Agarwal (DIN: 07480674) as an Independent Director of the Company, not liable to retire by rotation, for a second term of five (5) consecutive years with effect from August 3, 2026 up to August 2, 2031 (both days inclusive).
Type of Resolution	Special Resolution

Particulars	**Remote e-voting**		**e-voting at the AGM**		**Total**		**Percentage of total number of votes cast** (Rounded off to two-digit decimal)
	Number	**Votes (A)**	**Number**	**Votes (B)**	**Number**	**Votes (A+B)**	
Assent	63	1,00,29,371	2	2	65	1,00,29,373	99.9999%
Dissent	5	6	0	0	5	6	0.0001%
Abstain	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
Total	**68**	**1,00,29,377**	**2**	**2**	**70**	**1,00,29,379**	**100%**

This Annexure-1 is part of our Scrutinizer's Report.

For Magia Halwai & Associates *(A Peer Reviewed Firm)*

Sitansh Magia
Partner
P.R. No.: 1669/2022
ACS 15169
CP 18972
UDIN: A015169H001043394

Gautam Bhandari
(Shareholder Scrutinizer)

Witness:

Mrs. Pramila Halwai

Mr. Anil Magia

Date: August 7, 2026
Place: Mumbai

Add: Office No. 127, Gr. Flr., Raghuleela Mega Mall, Behind Poisar Bus Depot, Kandivali (W), Mumbai-400067.
Emails: sitansh.mha@gmail.com : rohith.mha@gmail.com
Mob: +91 8169 822 764 : +91 9820 722 963 : **Landline:** +91 22 4970 2955