September 22, 2026

To
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001
Company Scrip Code: 500189
Through: BSE Listing Centre

To
National Stock Exchange of India Limited
Exchange Plaza, Bandra-Kurla Complex,
Bandra (East), Mumbai - 400 051
Company Script Code: NDLVENTURE
Through: NEAPS

Dear Sir / Madam,

Sub: Voting Results of the 41st Annual General Meeting held on September 21, 2026

Ref.: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Voting Results of the businesses transacted at the 41st AGM of the Company held on Monday, September 21, 2026 at 3:30 p.m. (IST) through Video Conference/Other Audio Visual Means along with the Scrutinizer's Report dated September 22, 2026 are enclosed herewith.

We wish to inform you that all 08 (Eight) resolutions proposed in the Notice of 41st AGM have been duly approved and passed by the Members of the Company with the requisite majority.

The voting results along with the Scrutinizer's Report are available on the Company's website at http://ndlventures.in/investors/annual-general-meeting/ and on the website of National Securities Depository Limited at www.evoting.nsdl.com.

Request you to kindly take the above on your records.

Thanking you,

Yours faithfully,
For NDL Ventures Limited

SUMATI SHARMA
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Sumati Sharma
Company Secretary & Compliance Officer
M. No. A51019

Encl.: As stated above

Company Name	**NDL VENTURES LIMITED**
Date of the AGM	21-09-2026
Total number of shareholders on record date	10278
No. of shareholders present in the meeting either in person or through	Not Applicable
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	**64**
Promoters and Promoter Group:	1
Public:	63

Resolution Details(1)

Resolution Required (Ordinary/Special)	**ORDINARY-To receive, consider and adopt the Audited financial statements of the Company for the financial year ended March 31, 2026, together with the Report of the Board of Directors and the Auditors thereon including notes annexed thereto.**
Whether promoter/ promoter group are interested in the agenda/resolution?	**No**

Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	22289334	18790922	84.3045	18790922	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	**22289334**	**18790922**	**84.3045**	**18790922**	**0**	**100.0000**	**0.0000**
Public Institutions	E-voting	1827231	0	0.0000	0	0	0.0000	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	**1827231**	**0**	**0.0000**	**0**	**0**	**0.0000**	**0.0000**
Public Non-Institutions	E-voting	9555056	2346372	24.5563	2345254	1118	99.9524	0.0476
	Poll		151131	1.5817	151130	1	99.9993	0.0007
	Postal Ballot(if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	**9555056**	**2497503**	**26.1380**	**2496384**	**1119**	**99.9552**	**0.0448**
Total		**33671621**	**21288425**	**63.2236**	**21287306**	**1119**	**99.9947**	**0.0053**

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Resolution Details(2)								
Resolution Required (Ordinary/Special)		**ORDINARY-To declare dividend of Re.0.50 per equity share of the face value of Rs.10 per share (5 Percentage) for the financial year ended March 31,2026**						
Whether promoter/ promoter group are interested in the agenda/resolution?		**No**						
Category	**Mode of Voting**	**No. of shares held**	**No. of votes polled**	**% votes polled on outstanding shares**	**No. of votes - in favour**	**No. of votes - in Against**	**% of votes - in favour**	**% of votes - in Against**
		(1)	**(2)**	**(3)= [(2)/(1)]*100**	**(4)**	**(5)**	**(6)=[(4)/(2)]*100**	**(7)=[(5)/(2)]*100**
Promoter and Promoter Group	E-voting	22289334	18790922	84.3045	18790922	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	**22289334**	**18790922**	**84.3045**	**18790922**	**0**	**100.0000**	**0.0000**
Public Institutions	E-voting	1827231	0	0.0000	0	0	0.0000	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	**1827231**	**0**	**0**	**0**	**0**	**0.0000**	**0.0000**
Public Non-Institutions	E-voting	9555056	2346372	24.5563	2345259	1113	99.9526	0.0474
	Poll		151131	1.5817	151130	1	99.9993	0.0007
	Postal Ballot(if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	**9555056**	**2497503**	**26.1380**	**2496389**	**1114**	**99.9554**	**0.0446**
Total		**33671621**	**21288425**	**63.2236**	**21287311**	**1114**	**99.9948**	**0.0052**

Resolution Details(3)								
Resolution Required (Ordinary/Special)		**ORDINARY-To appoint Mr. Sudhanshu Kumar Tripathi (DIN: 06431686) as director, liable to retire by rotation.**						
Whether promoter/ promoter group are interested in the agenda/resolution?		**No**						
Category	**Mode of Voting**	**No. of shares held**	**No. of votes polled**	**% votes polled on outstanding shares**	**No. of votes - in favour**	**No. of votes - in Against**	**% of votes - in favour**	**% of votes - in Against**
		(1)	**(2)**	**(3)= [(2)/(1)]*100**	**(4)**	**(5)**	**(6)=[(4)/(2)]*100**	**(7)=[(5)/(2)]*100**
Promoter and Promoter Group	E-voting	22289334	18790922	84.3045	18790922	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	**22289334**	**18790922**	**84.3045**	**18790922**	**0**	**100.0000**	**0.0000**
Public Institutions	E-voting	1827231	0	0.0000	0	0	0.0000	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	**1827231**	**0**	**0.0000**	**0**	**0**	**0.0000**	**0.0000**
Public Non-Institutions	E-voting	9555056	2346372	24.5563	2345252	1120	99.9523	0.0477
	Poll		151131	1.5817	151130	1	99.9993	0.0007
	Postal Ballot(if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	**9555056**	**2497503**	**26.1380**	**2496382**	**1121**	**99.9551**	**0.0449**
Total		**33671621**	**21288425**	**63.2236**	**21287304**	**1121**	**99.9947**	**0.0053**

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Resolution Details(4)								
Resolution Required (Ordinary/Special)		**ORDINARY-To approve Material Related Party Transaction(s) with Hinduja Realty Ventures Limited**						
Whether promoter/ promoter group are interested in the agenda/resolution?		**Yes**						
Category	**Mode of Voting**	**No. of shares held**	**No. of votes polled**	**% votes polled on outstanding shares**	**No. of votes - in favour**	**No. of votes - in Against**	**% of votes - in favour**	**% of votes - in Against**
		(1)	**(2)**	**(3)= [(2)/(1)]*100**	**(4)**	**(5)**	**(6)=[(4)/(2)]*100**	**(7)=[(5)/(2)]*100**
Promoter and Promoter Group	E-voting	22289334	0	0.0000	0	0	0.0000	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	**22289334**	**0**	**0**	**0**	**0**	**0.0000**	**0.0000**
Public Institutions	E-voting	1827231	0	0.0000	0	0	0.0000	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	**1827231**	**0**	**0**	**0**	**0**	**0.0000**	**0.0000**
Public Non-Institutions	E-voting	9555056	2346372	24.5563	2345314	1058	99.9549	0.0451
	Poll		151131	1.5817	151130	1	99.9993	0.0007
	Postal Ballot(if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	**9555056**	**2497503**	**26.1380**	**2496444**	**1059**	**99.9576**	**0.0424**
Total		**33671621**	**2497503**	**7.4172**	**2496444**	**1059**	**99.9576**	**0.0424**

Resolution Details(5)								
Resolution Required (Ordinary/Special)		**ORDINARY-To approve Material Related Party Transaction(s) with IndusInd Media & Communications Limited**						
Whether promoter/ promoter group are interested in the agenda/resolution?		**Yes**						
Category	**Mode of Voting**	**No. of shares held**	**No. of votes polled**	**% votes polled on outstanding shares**	**No. of votes - in favour**	**No. of votes - in Against**	**% of votes - in favour**	**% of votes - in Against**
		(1)	**(2)**	**(3)= [(2)/(1)]*100**	**(4)**	**(5)**	**(6)=[(4)/(2)]*100**	**(7)=[(5)/(2)]*100**
Promoter and Promoter Group	E-voting	22289334	0	0.0000	0	0	0.0000	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	**22289334**	**0**	**0**	**0**	**0**	**0.0000**	**0.0000**
Public Institutions	E-voting	1827231	0	0.0000	0	0	0.0000	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	**1827231**	**0**	**0**	**0**	**0**	**0.0000**	**0.0000**
Public Non-Institutions	E-voting	9555056	2346372	24.5563	2345238	1134	99.9517	0.0483
	Poll		151131	1.5817	151130	1	99.9993	0.0007
	Postal Ballot(if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	**9555056**	**2497503**	**26.1380**	**2496368**	**1135**	**99.9546**	**0.0454**
Total		**33671621**	**2497503**	**7.4172**	**2496368**	**1135**	**99.9546**	**0.0454**

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Resolution Details(6)								
Resolution Required (Ordinary/Special)		**ORDINARY-To approve Material Related Party Transaction(s) withIN Entertainment (India) Limited**						
Whether promoter/ promoter group are interested in the agenda/resolution?		**Yes**						
Category	**Mode of Voting**	**No. of shares held**	**No. of votes polled**	**% votes polled on outstanding shares**	**No. of votes - in favour**	**No. of votes - in Against**	**% of votes - in favour**	**% of votes - in Against**
		(1)	**(2)**	**(3)= [(2)/(1)]*100**	**(4)**	**(5)**	**(6)=[(4)/(2)]*100**	**(7)=[(5)/(2)]*100**
Promoter and Promoter Group	E-voting	22289334	0	0.0000	0	0	0.0000	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	**22289334**	**0**	**0**	**0**	**0**	**0.0000**	**0.0000**
Public Institutions	E-voting	1827231	0	0.0000	0	0	0.0000	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	**1827231**	**0**	**0**	**0**	**0**	**0.0000**	**0.0000**
Public Non-Institutions	E-voting	9555056	2346372	24.5563	2345314	1058	99.9549	0.0451
	Poll		151131	1.5817	151130	1	99.9993	0.0007
	Postal Ballot(if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	**9555056**	**2497503**	**26.1380**	**2496444**	**1059**	**99.9576**	**0.0424**
Total		**33671621**	**2497503**	**7.4172**	**2496444**	**1059**	**99.9576**	**0.0424**

Resolution Details(7)								
Resolution Required (Ordinary/Special)		**ORDINARY-To approve Material Related Party Transaction(s) with OneOTT Intertainment Limited**						
Whether promoter/ promoter group are interested in the agenda/resolution?		**Yes**						
Category	**Mode of Voting**	**No. of shares held**	**No. of votes polled**	**% votes polled on outstanding shares**	**No. of votes - in favour**	**No. of votes - in Against**	**% of votes - in favour**	**% of votes - in Against**
		(1)	**(2)**	**(3)= [(2)/(1)]*100**	**(4)**	**(5)**	**(6)=[(4)/(2)]*100**	**(7)=[(5)/(2)]*100**
Promoter and Promoter Group	E-voting	22289334	0	0.0000	0	0	0.0000	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	**22289334**	**0**	**0**	**0**	**0**	**0.0000**	**0.0000**
Public Institutions	E-voting	1827231	0	0.0000	0	0	0.0000	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	**1827231**	**0**	**0**	**0**	**0**	**0.0000**	**0.0000**
Public Non-Institutions	E-voting	9555056	2346372	24.5563	2345238	1134	99.9517	0.0483
	Poll		151131	1.5817	151130	1	99.9993	0.0007
	Postal Ballot(if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	**9555056**	**2497503**	**26.1380**	**2496368**	**1135**	**99.9546**	**0.0454**
Total		**33671621**	**2497503**	**7.4172**	**2496368**	**1135**	**99.9546**	**0.0454**

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ROAD MUMBAI MUMBAI,
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Resolution Details(8)								
Resolution Required (Ordinary/Special)		**ORDINARY-To approve Material Related Party Transaction(s) with Hinduja Global Solutions Limited**						
Whether promoter/ promoter group are interested in the agenda/resolution?		**Yes**						
Category	**Mode of Voting**	**No. of shares held**	**No. of votes polled**	**% votes polled on outstanding shares**	**No. of votes - in favour**	**No. of votes - in Against**	**% of votes - in favour**	**% of votes - in Against**
		(1)	**(2)**	**(3)= [(2)/(1)]*100**	**(4)**	**(5)**	**(6)=[(4)/(2)]*100**	**(7)=[(5)/(2)]*100**
Promoter and Promoter Group	E-voting	22289334	0	0.0000	0	0	0.0000	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	**22289334**	**0**	**0**	**0**	**0**	**0.0000**	**0.0000**
Public Institutions	E-voting	1827231	0	0.0000	0	0	0.0000	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	**1827231**	**0**	**0**	**0**	**0**	**0.0000**	**0.0000**
Public Non-Institutions	E-voting	9555056	2346372	24.5563	2345238	1134	99.9517	0.0483
	Poll		151131	1.5817	151130	1	99.9993	0.0007
	Postal Ballot(if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	**9555056**	**2497503**	**26.1380**	**2496368**	**1135**	**99.9546**	**0.0454**
Total		**33671621**	**2497503**	**7.4172**	**2496368**	**1135**	**99.9546**	**0.0454**

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RUPAL D. JHAVERI
COMPANY SECRETARY
207, 2ND Floor, Regent Chambers, 208, Jamnalal Bajaj Road, Nariman Point, Mumbai- 400 021. Tel.: 022 4344 0103

Report of Scrutinizer

To,
Mr. Amar Chintopanth,
Authorised Director
NDL Ventures Limited
In Centre, 49/50, MIDC, 12th Road,
Marol, Andheri (East), Mumbai – 400093

Sub: Consolidated Scrutinizer's Report on Remote E-voting & E-voting conducted at the 41st Annual General Meeting ("AGM") of NDL Ventures Limited held on Monday, September 21, 2026 at 3:30 PM (IST) through Video Conferencing ("VC").

I, **Ms. Rupal D. Jhaveri, Practicing Company Secretary** (Membership No. 5441 and Certificate of Practice No. 4225), have been appointed as Scrutinizer of **NDL Ventures Limited** (the "Company") vide Resolution passed at their Board Meeting held on August 10, 2026 to scrutinize the Remote E-voting process as well as the Electronic Voting conducted at the Annual General Meeting in a fair and transparent manner and ascertain the requisite majority on the said e-voting carried out pursuant to Section 108 of the Companies Act, 2013 ("**Act**"), Rule 20 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) ("**Rules**"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI (LODR) Regulations, 2015**") including Circulars issued by SEBI time to time, read with , General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 05, 2020 read with General Circular No. 21/2021 dated December 14, 2021, General Circular No. 02/2022 dated May 05, 2022, General Circular No. 10/2022 dated December 28, 2022, Subsequent Circular No. 09/2023 issued in this regards dated September 25, 2023, Circular No. 09/2024 issued in this regard dated September 19, 2024 and the latest being the General Circular No. 3/2025 dated September 22, 2025 read with other relevant circulars as amended from time to time, issued by the Ministry of Corporate Affairs, Government of India ("**MCA Circulars**"), Secretarial Standard on General Meetings ("**SS-2")** issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said rules and the relaxations as provided in the applicable circulars.

I hereby submit my report, as under:

1. Pursuant to the MCA Circulars and the circular on Relaxation from compliance with certain provisions of the SEBI (LODR) Regulations issued by SEBI on May 12, 2020, January 15, 2021, May 13, 2022, January 05, 2023 including Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 with any other circulars and directives, the Notice of the AGM, along with Explanatory Statement under Section 102 of the Act, the Annual Report 2025-26, and e-voting instructions, were sent by electronic mode only to those Members whose e-mail address was registered with the Company / Depositories. A copy of the Notice of AGM is also available on the website of Company (www.ndlventures.in), the relevant section of the website of the Stock Exchanges on which the Equity Shares of the Company are listed i.e. BSE Limited (www.bseindia.com) and National Stock Exchange of India Limited (www.nseindia.com) and the website of National Securities Depository Limited ("**NSDL**") on (www.evoting.nsdl.com).

2. The Company had appointed National Securities Depositories Limited ("NSDL") as the 'Service Provider,' for the purpose of extending the facility of Remote E-Voting as well as E-voting conducted at the 41st AGM of the Company.

3. KFin Technologies Limited (formerly known as KFin Technologies Private Limited) is the Registrar and Share Transfer Agents ('RTA') of the Company.

RUPAL DHIREN JHAVERI
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DN: c=IN, st=Maharashtra, 2.5.4.20=e5f77a48a54cc3a7c908f475968053dbb9858e0905e8d8d0ccd33dfc568215f7, postalCode=400007, street=FLAT NO801 8th FLOOR HARIBHAVAN TEJPAL ROAD NEAR NEW ERA SCHOOL MUMBAI GRANT ROAD MUMBAI MUMBAI, pseudonym=ce5ed587-39a8-446a-9ef1-6881b6799822, serialNumber=06d9765a1e9ed5c06357e8c46f80d4c0ace42f0630e94cf990d024b26cc2fd7b, o=Personal, cn=RUPAL DHIREN JHAVERI
Date: 2026.09.22 19:21:16 +05'30'

4. Members who held Equity Share(s) of the Company as on Tuesday, September 15, 2026, were entitled to vote through remote e-voting process in relation to the Resolution specified in the Notice ("**Eligible Members**"). Accordingly, the communication of the assent or dissent of the Members had taken place through remote e-voting and e-voting at the AGM only.

5. Eligible Members were entitled to cast their vote either through remote e-voting facility ("**remote e-voting**") provided by the Company or e-voting facility during the AGM. However, Members who have cast their vote by remote e-voting prior to the AGM were not entitled to cast their vote again.

6. The remote e-voting commenced on Friday, September 18, 2026 (9:00 a.m. IST) and ended on Sunday, September 20, 2026 (5:00 p.m. IST).

7. All the data of remote e-voting i.e. the results of e-voting along with the list of shareholders who voted "For" and "Against" the Resolution were downloaded from the e-voting portal of NSDL, by unblocking the remote e-voting event on Monday, September 21, 2026 at around **04:35 p.m.** IST, and the same were considered for scrutiny.

8. The Management of the Company is responsible to ensure compliances with the requirements of the Act and Rules relating to remote e-voting prior to and during the AGM in the resolutions contained in the notice of the AGM.

9. My responsibility as the Scrutinizer of the voting process (through E-voting), was restricted to scrutinize the E-voting process, in a fair and transparent manner and to prepare a Combined Scrutinizer's Report of the votes cast on the resolutions stated in the Notice, based on the reports generated from the E-voting system provided by the service provider.

10. The summary of the results of the remote e-voting and voting through electronic means are as under:

Resolution No. 1: Adoption of Audited Financial Statements of the Company for the Financial Year ended 31st March, 2026 together with the Report of the Board of Directors' and the Auditor's thereon including notes annexed thereto. (Ordinary Resolution).

(i) Voted **for** the Resolution:

Mode	**Number of members voted**	**Number of votes cast in favour of the resolution**	**% of total number of valid votes cast**
Remote e-voting	95	2,11,36,176	99.9947
e-voting at the AGM	7	1,51,130	99.9993
Total	**102**	**2,12,87,306**	**99.9947**

(ii) Voted **against** the Resolution:

Mode	**Number of members voted**	**Number of votes cast against the resolution**	**% of total number of valid votes cast**
Remote e-voting	6	1,118	0.0053
e-voting at the AGM	1	1	0.0007
Total	**7**	**1,119**	**0.0053**

(iii) Invalid votes:

Mode	Number of members	Number of votes cast
Remote e-voting	0	0
e-voting at the AGM	0	0
Total	**0**	**0**

The Resolution is passed with requisite majority.

Resolution No. 2: Declaration of dividend of Rs. 0.50/- per equity share of the Face value of Rs. 10/- per share each (5%) for the financial year ended March 31, 2026 (Ordinary Resolution).

(i) Voted **for** the Resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote e-voting	96	2,11,36,181	99.9948
e-voting at the AGM	7	1,51,130	99.9993
Total	**103**	**2,12,87,311**	**99.9948**

(ii) Voted **against** the Resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote e-voting	5	1,113	0.0052
e-voting at the AGM	1	1	0.0007
Total	**6**	**1,114**	**0.0052**

(iii) Invalid votes:

Mode	Number of members	Number of votes cast
Remote e-voting	0	0
e-voting at the AGM	0	0
Total	**0**	**0**

The Resolution is passed with requisite majority.

Resolution No. 3: Appointment of Director in place of Mr. Sudhanshu Kumar Tripathi (DIN: 06431686), who retires from office by rotation and being eligible, seeks re-appointment (Ordinary Resolution).

(i) Voted **for** the Resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote e-voting	94	2,11,36,174	99.9947
e-voting at the AGM	7	1,51,130	99.9993
Total	**101**	**2,12,87,304**	**99.9947**

(ii) Voted **against** the Resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote e-voting	7	1,120	0.0053
e-voting at the AGM	1	1	0.0007
Total	**8**	**1,121**	**0.0053**

(iii) Invalid votes:

Mode	Number of members	Number of votes cast
Remote e-voting	0	0
e-voting at the AGM	0	0
Total	**0**	**0**

The Resolution is passed with requisite majority.

Resolution No. 4: Approval of Material Related Party Transaction(s) with Hinduja Realty Ventures Limited (Ordinary Resolution).

(i) Voted **for** the Resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote e-voting	80	23,45,314	99.9549
e-voting at the AGM	7	1,51,130	99.9993
Total	**87**	**24,96,444**	**99.9576**

(ii) Voted **against** the Resolution:

Mode	**Number of members voted**	**Number of votes cast against the resolution**	**% of total number of valid votes cast**
Remote e-voting	6	1,058	0.0451
e-voting at the AGM	1	1	0.0007
Total	**7**	**1,059**	**0.0424**

(iii) Invalid votes:

Mode	**Number of members**	**Number of votes cast**
Remote e-voting	0	0
e-voting at the AGM	0	0
Total	**0**	**0**

The Resolution is passed with requisite majority.

Resolution No. 5: Approval of Material Related Party Transaction(s) with IndusInd Media & Communications Limited (Ordinary Resolution).

(i) Voted **for** the Resolution:

Mode	**Number of members voted**	**Number of votes cast in favour of the resolution**	**% of total number of valid votes cast**
Remote e-voting	79	23,45,238	99.9517
e-voting at the AGM	7	1,51,130	99.9993
Total	**86**	**24,96,368**	**99.9546**

(ii) Voted **against** the Resolution:

Mode	**Number of members voted**	**Number of votes cast against the resolution**	**% of total number of valid votes cast**
Remote e-voting	7	1,134	0.0483
e-voting at the AGM	1	1	0.0007
Total	**8**	**1,135**	**0.0454**

(iii) Invalid votes:

Mode	**Number of members**	**Number of votes cast**

Remote e-voting	0	0
e-voting at the AGM	0	0
Total	**0**	**0**

The Resolution is passed with requisite majority.

Resolution No. 6: Approval of Material Related Party Transaction(s) with IN Entertainment (India) Limited (Ordinary Resolution).

(i) Voted **for** the Resolution:

Mode	**Number of members voted**	**Number of votes cast in favour of the resolution**	**% of total number of valid votes cast**
Remote e-voting	80	23,45,314	99.9549
e-voting at the AGM	7	1,51,130	99.9993
Total	**87**	**24,96,444**	**99.9576**

(ii) Voted **against** the Resolution:

Mode	**Number of members voted**	**Number of votes cast against the resolution**	**% of total number of valid votes cast**
Remote e-voting	6	1,058	0.0451
e-voting at the AGM	1	1	0.0007
Total	**7**	**1,059**	**0.0424**

(iii) Invalid votes:

Mode	**Number of members**	**Number of votes cast**
Remote e-voting	0	0
e-voting at the AGM	0	0
Total	**0**	**0**

The Resolution is passed with requisite majority.

Resolution No. 7: Approval of Material Related Party Transaction(s) with OneOTT Intertainment Limited (Ordinary Resolution).

(i) Voted **for** the Resolution:

Mode	**Number of members voted**	**Number of votes cast in favour of the resolution**	**% of total number of valid votes cast**

Remote e-voting	79	23,45,238	99.9517
e-voting at the AGM	7	1,51,130	99.9993
Total	**86**	**24,96,368**	**99.9546**

(ii) Voted **against** the Resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote e-voting	7	1,134	0.0483
e-voting at the AGM	1	1	0.0007
Total	**8**	**1,135**	**0.0454**

(iii) Invalid votes:

Mode	Number of members	Number of votes cast
Remote e-voting	0	0
e-voting at the AGM	0	0
Total	**0**	**0**

The Resolution is passed with requisite majority

Resolution No. 8: Approval of Material Related Party Transaction(s) with Hinduja Global Solutions Limited (Ordinary Resolution).

(i) Voted **for** the Resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote e-voting	79	23,45,238	99.9517
e-voting at the AGM	7	1,51,130	99.9993
Total	**86**	**24,96,368**	**99.9546**

(ii) Voted **against** the Resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote e-voting	7	1,134	0.0483
e-voting at the AGM	1	1	0.0007
Total	**8**	**1,135**	**0.0454**

(iii) Invalid votes:

Mode	Number of members	Number of votes cast
Remote e-voting	0	0
e-voting at the AGM	0	0
Total	**0**	**0**

The Resolution is passed with requisite majority.

All the Resolutions mentioned in the Notice convening the Annual General Meeting as per the details stated above stand passed under remote e-voting and e-voting conducted at AGM, with the requisite majority and hence, all the Resolutions stand passed as on the date of the Annual General Meeting.

The relevant records relating to voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter, the same shall be handed over to the Company Secretary for safe keeping.

RUPAL
DHIREN
JHAVERI

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DN: c=IN, st=Maharashtra,
2.5.4.20=e5f77a48a54cc3a7c908f475968053dbb9858e0905
e8d8d0ccd33dfc568215f7, postalCode=400007,
street=FLAT NO801 8th FLOOR HARIBHAVAN TEJPAL ROAD
NEAR NEW ERA SCHOOL MUMBAI GRANT ROAD MUMBAI
MUMBAI,
pseudonym=ce5ed587-39a8-446a-9ef1-6881b6799822,
serialNumber=06d9765a1e9ed5c06357e8c46f80d4c0ace42
f0630e94cf990d024b26cc2fd7b, o=Personal, cn=RUPAL
DHIREN JHAVERI
Date: 2026.09.22 19:21:40 +05'30'

Rupal D. Jhaveri
Practicing Company Secretary
F.C.S No.: 5441
CP No.: 4225
UDIN: F005441H001565395

Place: Mumbai
Date: September 22, 2026

Countersigned by:

AMAR
CHINTOPA
NTH

Digitally signed by
AMAR CHINTOPANTH
Date: 2026.09.22
19:46:38 +05'30'

Mr. Amar Chintopanth
Authorised Director
NDL VENTURES LIMITED

Place: Mumbai
Date: September 22, 2026