Date: September 17, 2026

To,
The Manager
Listing Department
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001
Maharashtra, India
Scrip code: 543426

To,
The Manager
Listing Department
National Stock Exchange of India Ltd,
Exchange Plaza, 5th Floor, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400051
Symbol: **METROBRAND**

Sub: Summary of the Voting Results of the 49th Annual General Meeting ("AGM") of the Metro Brands Limited ("the Company") pursuant to Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") along with consolidated Scrutinizer Report.

Pursuant to Regulation 44(3) of the Listing Regulations, please find enclosed voting results in respect of the business transacted at the 49th AGM in the format prescribed, along with the consolidated Scrutinizer's Report dated September 16, 2026, on remote e-voting and e-voting during the AGM. The voting results along with Scrutinizer's Report are also being uploaded on the website of the Company and on the website of the National Securities Depository Limited at www.metrobrands.com and www.evoting.nsdl.com, respectively.

Kindly take the above on your records and acknowledge the same.

Thanking you.

Yours faithfully,

For Metro Brands Limited,
DEEPA SOOD
Digitally signed by DEEPA SOOD
Date: 2026.09.17 20:11:08 +05'30'
Deepa Sood
Chief Legal Officer, Company Secretary and Compliance Officer
Membership No. 16019

Encl: As Above

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General information about company	
Scrip code	543426
NSE Symbol	METROBRAND
MSEI Symbol	NOTLISTED
ISIN	INE317I01021
Name of the company	METRO BRANDS LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	16-09-2026
Start time of the meeting	03:00 PM
End time of the meeting	4:24 PM

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Scrutinizer Details	
Name of the Scrutinizer	Alifya Sapatwala
Firms Name	M/s. Mehta & Mehta
Qualification	CS
Membership Number	24091
Date of Board Meeting in which appointed	04-08-2026
Date of Issuance of Report to the company	17-09-2026

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Voting results	
Record date	09-09-2026
Total number of shareholders on record date	58628
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	17
b) Public	70
No. of resolution passed in the meeting	**12**
Disclosure of notes on voting results	Add Notes

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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 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

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	195691545	195691545	100.0000	195691545	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appli		0	0.0000	0	0	0.0000	0.0000
	Total	195691545	195691545	100.0000	195691545	0	100.0000	0.0000
Public- Institutions	E-Voting	30880064	29327641	94.9727	29327641	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appli		0	0.0000	0	0	0.0000	0.0000
	Total	30880064	29327641	94.9727	29327641	0	100.0000	0.0000
Public- Non Institutions	E-Voting	46021132	40216952	87.3880	40216848	104	99.9997	0.0003
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appli		0	0.0000	0	0	0.0000	0.0000
	Total	46021132	40216952	87.3880	40216848	104	99.9997	0.0003
Total		272592741	265236138	97.3012	265236034	104	100.0000	0.0000
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 confirm payment of Interim Dividend of ₹3/- per Equity Share of ₹5/- each already paid and to consider and declare Final Dividend of ₹3/- per Equity Share of ₹5/- each for the Financial Year ended March 31, 2025

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	195691545	195691545	100.0000	195691545	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appli		0	0.0000	0	0	0.0000	0.0000
	Total	195691545	195691545	100.0000	195691545	0	100.0000	0.0000
Public-Institutions	E-Voting	30880064	29327641	94.9727	29327641	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appli		0	0.0000	0	0	0.0000	0.0000
	Total	30880064	29327641	94.9727	29327641	0	100.0000	0.0000
Public- Non Institutions	E-Voting	46021132	40216952	87.3880	40216848	104	99.9997	0.0003
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appli		0	0.0000	0	0	0.0000	0.0000
	Total	46021132	40216952	87.3880	40216848	104	99.9997	0.0003
Total		272592741	265236138	97.3012	265236034	104	100.0000	0.0000
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	

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To re-appoint Ms. Alisha Hanque Malik (DIN: [illegible]), whole-time Director of the Company, who retires by rotation and being eligible, offers her candidature 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	195691545	187793545	95.9641	187793545	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appli		0	0.0000	0	0	0.0000	0.0000
	Total	195691545	187793545	95.9641	187793545	0	100.0000	0.0000
Public-Institutions	E-Voting	30880064	29327641	94.9727	27804685	1522956	94.8071	5.1929
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appli		0	0.0000	0	0	0.0000	0.0000
	Total	30880064	29327641	94.9727	27804685	1522956	94.8071	5.1929
Public- Non Institutions	E-Voting	46021132	40216952	87.3880	39708795	508157	98.7365	1.2635
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appl		0	0.0000	0	0	0.0000	0.0000
	Total	46021132	40216952	87.3880	39708795	508157	98.7365	1.2635
Total		272592741	257338138	94.4039	255307025	2031113	99.2107	0.7893
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	

Resolution (4)

Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			To re-appoint Ms. Farah Malik Bhanji (DIN: 00530676) as Managing 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	195691545	191757545	97.9897	191757545	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appli		0	0.0000	0	0	0.0000	0.0000
	Total	195691545	191757545	97.9897	191757545	0	100.0000	0.0000
Public- Institutions	E-Voting	30880064	29327641	94.9727	27629625	1698016	94.2102	5.7898
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appli		0	0.0000	0	0	0.0000	0.0000
	Total	30880064	29327641	94.9727	27629625	1698016	94.2102	5.7898
Public- Non Institutions	E-Voting	46021132	40216952	87.3880	39708795	508157	98.7365	1.2635
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appl		0	0.0000	0	0	0.0000	0.0000
	Total	46021132	40216952	87.3880	39708795	508157	98.7365	1.2635
Total		272592741	261302138	95.8581	259095965	2206173	99.1557	0.8443
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	

Resolution required: (Ordinary / Special)	Special
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	To approve the appointment of Mr. Sonny Iqbal (DIN: 02962053) 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	195691545	195691545	100.0000	195691545	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appli		0	0.0000	0	0	0.0000	0.0000
	Total	195691545	195691545	100.0000	195691545	0	100.0000	0.0000
Public-Institutions	E-Voting	30880064	29327641	94.9727	29327641	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appli		0	0.0000	0	0	0.0000	0.0000
	Total	30880064	29327641	94.9727	29327641	0	100.0000	0.0000
Public- Non Institutions	E-Voting	46021132	40216952	87.3880	40216710	242	99.9994	0.0006
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appl		0	0.0000	0	0	0.0000	0.0000
	Total	46021132	40216952	87.3880	40216710	242	99.9994	0.0006
Total		272592741	265236138	97.3012	265235896	242	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	

Resolution (6)									
Resolution required: (Ordinary / Special)				Special					
Whether promoter/promoter group are interested in the agenda/resolution?				Yes					
Description of resolution considered				To approve payment of remuneration to Mr. Rafique Abdul Malik, Non-Executive Chairman 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	195691545	192991545	98.6203	192991545	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appli		0	0.0000	0	0	0.0000	0.0000
	Total	195691545	192991545	98.6203	192991545	0	100.0000	0.0000
Public- Institutions	E-Voting	30880064	29327641	94.9727	24148908	5178733	82.3418	17.6582
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appli		0	0.0000	0	0	0.0000	0.0000
	Total	30880064	29327641	94.9727	24148908	5178733	82.3418	17.6582
Public- Non Institutions	E-Voting	46021132	40216952	87.3880	39708795	508157	98.7365	1.2635
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appl		0	0.0000	0	0	0.0000	0.0000
	Total	46021132	40216952	87.3880	39708795	508157	98.7365	1.2635
Total		272592741	262536138	96.3108	256849248	5686890	97.8339	2.1661
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	

Resolution (7)

Resolution required: (Ordinary / Special)	Special
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	To consider and approve amendments in 'METRO Stock Option Plan 2008'.

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	195691545	195691545	100.0000	195691545	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appli		0	0.0000	0	0	0.0000	0.0000
	Total	195691545	195691545	100.0000	195691545	0	100.0000	0.0000
Public- Institutions	E-Voting	30880064	29327641	94.9727	20910083	8417558	71.2982	28.7018
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appl		0	0.0000	0	0	0.0000	0.0000
	Total	30880064	29327641	94.9727	20910083	8417558	71.2982	28.7018
Public- Non Institutions	E-Voting	46021132	40216952	87.3880	40216654	298	99.9993	0.0007
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appli		0	0.0000	0	0	0.0000	0.0000
	Total	46021132	40216952	87.3880	40216654	298	99.9993	0.0007
Total		272592741	265236138	97.3012	256818282	8417856	96.8263	3.1737
						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	

Resolution (8)

Resolution required: (Ordinary / Special)	Special
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	To consider and approve 'Metro Brands Limited – Employee Stock Option Scheme 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	195691545	195691545	100.0000	195691545	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appli		0	0.0000	0	0	0.0000	0.0000
	Total	195691545	195691545	100.0000	195691545	0	100.0000	0.0000
Public- Institutions	E-Voting	30880064	29327641	94.9727	13366352	15961289	45.5760	54.4240
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appli		0	0.0000	0	0	0.0000	0.0000
	Total	30880064	29327641	94.9727	13366352	15961289	45.5760	54.4240
Public- Non Institutions	E-Voting	46021132	40216952	87.3880	39707519	509433	98.7333	1.2667
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appl		0	0.0000	0	0	0.0000	0.0000
	Total	46021132	40216952	87.3880	39707519	509433	98.7333	1.2667
Total		272592741	265236138	97.3012	248765416	16470722	93.7902	6.2098
						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	

Resolution (9)

Resolution required: (Ordinary / Special)	Special
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	5. a. To consider and approve grant of employee stock options to the employees of the subsidiary company of the Company under 'METRO Stock Option Plan 2008'

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	195691545	195691545	100.0000	195691545	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appli		0	0.0000	0	0	0.0000	0.0000
	Total	195691545	195691545	100.0000	195691545	0	100.0000	0.0000
Public-Institutions	E-Voting	30880064	29327641	94.9727	14192517	15135124	48.3930	51.6070
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appli		0	0.0000	0	0	0.0000	0.0000
	Total	30880064	29327641	94.9727	14192517	15135124	48.3930	51.6070
Public- Non Institutions	E-Voting	46021132	40216952	87.3880	39708769	508183	98.7364	1.2636
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appli		0	0.0000	0	0	0.0000	0.0000
	Total	46021132	40216952	87.3880	39708769	508183	98.7364	1.2636
Total		272592741	265236138	97.3012	249592831	15643307	94.1021	5.8979
						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	

Resolution (10)

Resolution required: (Ordinary / Special)	Special
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	10. a. To consider and approve grant of employee stock options to the employees of the subsidiary company of the Company under 'Metro Brands Limited – Employee Stock Option Scheme 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	195691545	195691545	100.0000	195691545	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appli		0	0.0000	0	0	0.0000	0.0000
	Total	195691545	195691545	100.0000	195691545	0	100.0000	0.0000
Public- Institutions	E-Voting	30880064	29327641	94.9727	11317330	18010311	38.5893	61.4107
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appli		0	0.0000	0	0	0.0000	0.0000
	Total	30880064	29327641	94.9727	11317330	18010311	38.5893	61.4107
Public- Non Institutions	E-Voting	46021132	40216952	87.3880	39708769	508183	98.7364	1.2636
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appli		0	0.0000	0	0	0.0000	0.0000
	Total	46021132	40216952	87.3880	39708769	508183	98.7364	1.2636
Total		272592741	265236138	97.3012	246717644	18518494	93.0181	6.9819
						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	

Resolution (11)	
Resolution required: (Ordinary / Special)	Special
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	II. a. To consider and approve secondary acquisition of shares through Trust route for the implementation of 'METRO Stock Option Plan 2008'

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	195691545	195691545	100.0000	195691545	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appli		0	0.0000	0	0	0.0000	0.0000
	Total	195691545	195691545	100.0000	195691545	0	100.0000	0.0000
Public- Institutions	E-Voting	30880064	29327641	94.9727	14887852	14439789	50.7639	49.2361
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appli		0	0.0000	0	0	0.0000	0.0000
	Total	30880064	29327641	94.9727	14887852	14439789	50.7639	49.2361
Public- Non Institutions	E-Voting	46021132	40216952	87.3880	40216624	328	99.9992	0.0008
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appli		0	0.0000	0	0	0.0000	0.0000
	Total	46021132	40216952	87.3880	40216624	328	99.9992	0.0008
Total		272592741	265236138	97.3012	250796021	14440117	94.5558	5.4442
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	

Resolution (12)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				12. To consider and approve provision of money by the Company for purchase of its own Shares by the Trust under the 'METRO Stock Option Plan 2008' and 'Metro Brands Limited – Employee Stock Option Scheme 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	195691545	195691545	100.0000	195691545	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	195691545	195691545	100.0000	195691545	0	100.0000	0.0000
Public-Institutions	E-Voting	30880064	29327641	94.9727	13369293	15958348	45.5860	54.4140
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appli		0	0.0000	0	0	0.0000	0.0000
	Total	30880064	29327641	94.9727	13369293	15958348	45.5860	54.4140
Public- Non Institutions	E-Voting	46021132	40216952	87.3880	39708767	508185	98.7364	1.2636
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appli		0	0.0000	0	0	0.0000	0.0000
	Total	46021132	40216952	87.3880	39708767	508185	98.7364	1.2636
Total		272592741	265236138	97.3012	248769605	16466533	93.7917	6.2083
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	

Mehta & Mehta
COMPANY SECRETARIES
201-206, SHIV SMRITI CHAMBER, 2ND FLOOR, 49/A, DR. ANNIE BESANT ROAD, WORLI, MUMBAI - 400 018.
Tel : +91-22-6611 9696 • E-mail: dipti@mehta-mehta.com • Visit us : www.mehta-mehta.com
AUTHORISED AGENTS FOR TRADEMARK, COPYRIGHT AND PATENT

Scrutinizer's Report

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

To,
The Chairman
Metro Brands Limited
CIN: L19200MH1977PLC019449
Regd. Off. – 401, Zillion, 4th Floor,
LBS Marg & CST Road Junction,
Kurla (West), Mumbai – 400070.

Forty-Ninth (49th) Annual General Meeting ("AGM") of the Members of Metro Brands Limited ("the Company") held on Wednesday, September 16, 2026 at 03:00 P.M. (IST) through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM")

Dear Sir,

I, **Alifya Sapatwala,** Partner, M/s. Mehta & Mehta, Company Secretaries have been appointed by the Board of Directors of **Metro Brands Limited ("the Company")** to act as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting and e-voting through electronic system during the **49th AGM** of the Company held on **Wednesday, September 16, 2026 at 03:00 P.M. (IST)** through VC/OAVM pursuant to Section 108 of Companies Act, 2013 ("**Act**") and Rule 20 of the Companies (Management and Administration) Rules, 2014 read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 20/2020 dated May 05, 2020, General Circular No. 09/2024 dated September 19, 2024 and subsequent circulars issued in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs, Government of India (hereinafter referred to as "**MCA Circulars**") and relevant circulars and/or notifications issued by Securities and Exchange Board of India ("**SEBI**") and Secretarial Standards on General Meetings ("**SS-2**') issued by the Institute of Company Secretaries of India, in respect of the Resolutions as set out in the Notice convening the 49th AGM, do hereby submit the report as follows:

1. The Notice dated Tuesday, August 4, 2026 of the 49th AGM was sent to members on Monday, August 24, 2026 through electronic mode whose email addresses are registered with the Company or the Depositories/ Depository Participants ('**DPs**')/ Registrar and Transfer Agent of the Company in compliance with MCA and SEBI Circulars.

2. The Resolutions were transacted through the process of remote e-voting and e-voting during the AGM. For the purpose of remote e-voting and e-voting during the AGM, the Company had engaged the services of National Securities Depository Limited ("**NSDL**").

3. The members of the Company holding shares as on the "cut off" date i.e. Wednesday, September 9, 2026 were entitled to vote on the resolutions stated in the Notice of the 49th AGM.

4. The period for remote e-voting commenced on Sunday, September 13, 2026 at 9:00 A.M. (IST) and ended on Tuesday, September 15, 2026 at 5:00 P.M. (IST). The remote e-voting module was disabled by NSDL for voting thereafter.

ALIFYA SAPATWALA C.P. NO. 24895

5. The facility for e-voting was made available during the meeting for the Members attending the meeting through VC/OAVM and who did not cast their vote through remote e-voting.

6. After the closure of e-voting at the AGM, the report on the e-voting done at the AGM and votes cast through remote e-voting facility done prior to the AGM were unblocked, in the presence of two witnesses Mr. Pranay Rane and Mr. Lucky Yaduwanshi neither of whom are in the employment of the Company.

7. The report on votes cast through remote e-voting and e-voting during the AGM was generated from NSDL e-voting website https://www.evoting.nsdl.com/.

8. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules thereunder, MCA Circulars and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting prior to AGM and e-voting during the AGM on the resolutions contained in the notice of the 49th AGM.

9. My responsibility as a Scrutinizer for the voting process (i.e., remote e-voting and e-voting during AGM) is restricted to making a Consolidated Scrutinizer's Report of the votes cast in favour or against the resolutions stated in the Notice, based on the reports generated from the e-voting system provided by the NSDL.

10. The consolidated results of remote e-voting and e-voting through electronic voting system at the 49th AGM are enclosed as an **Annexure** to this report.

Thanking You,

For **Mehta & Mehta**
Company Secretaries
(ICSI Unique Code P1996MH007500)
PR No. 7281 /2025

ALIFYA SAPATWALA
C.P. NO. 24895

Alifya Sapatwala
Scrutinizer
ACS No: 24091
COP No: 24895
UDIN: A024091H001522577

Place: Mumbai
Date: September 17, 2026

Enclosed: Annexure

We, the undersigned have witnessed that the votes cast through remote e-voting and e-voting during the AGM were unblocked from NSDL e-voting website https://www.evoting.nsdl.com/ in our presence on September 16, 2026.

Name:	Mr. Pranay Rane	Name:	Mr. Lucky Yaduwanshi
Address:	201-206, Shiv Smriti Chambers, 2nd Floor, Dr. Annie Besant Road, Worli, Mumbai - 400018	Address:	201-206, Shiv Smriti Chambers, 2nd Floor, Dr. Annie Besant Road, Worli, Mumbai - 400018

Countersigned by

METRO BRANDS LTD. * MUMBAI *

Mr. Rafique Abdul Malik
Chairman and Non-Executive Director
DIN: 00521563
Metro Brands Limited

Date: September 17, 2026
Place: Mumbai

Annexure

Item No. 1: Ordinary Resolution

1. 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, together with the Report of the Auditors thereon.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	232	265,173,450	14	62,584	246	265,236,034	100.0000
Votes against the resolution	8	104	0	0	8	104	0.0000
Invalid votes/ Abstained	0	0	0	0	0	0	0

The above resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.

Item No. 2: Ordinary Resolution

To confirm payment of Interim Dividend of Rs. 3/- per Equity Share of Rs. 5/- each already paid and to consider and declare Final Dividend of Rs. 3/- per Equity Share of Rs. 5/- each for the Financial Year ended March 31, 2026.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	232	265,173,450	14	62,584	246	265,236,034	100.0000
Votes against the resolution	8	104	0	0	8	104	0.0000
Invalid votes/ Abstained	0	0	0	0	0	0	0

The above resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.

Item No. 3: Ordinary Resolution

To re-appoint Ms. Alisha Rafique Malik (DIN: 10719537), Whole-time Director of the Company, who retires by rotation and being eligible, offers her candidature for re-appointment.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	210	255,244,441	14	62,584	224	255,307,025	99.2107
Votes against the resolution	29	2,031,113	0	0	29	2,031,113	0.7893
Invalid votes/ Abstained	0	0	0	0	0	0	0

The above resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.

Item No. 4: Special Resolution

To re-appoint Ms. Farah Malik Bhanji (DIN: 00530676) as Managing Director of the Company.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	203	259,033,381	14	62,584	217	259,095,965	99.1557
Votes against the resolution	36	2,206,173	0	0	36	2,206,173	0.8443
Invalid votes/ Abstained	0	0	0	0	0	0	0

The above resolution has been passed since the votes cast in favour of the resolution are more than three times the votes caste against the resolution.

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C.P. NO. 24895

Item No. 5: Special Resolution

To approve the appointment of Mr. Sonny Iqbal (DIN: 02962053) as an Independent Director of the Company.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	226	265,173,312	14	62,584	240	265,235,896	99.9999
Votes against the resolution	14	242	0	0	14	242	0.0001
Invalid votes/ Abstained	0	0	0	0	0	0	0

The above resolution has been passed since the votes cast in favour of the resolution are more than three times the votes caste against the resolution.

Item No. 6: Special Resolution

To approve payment of remuneration to Mr. Rafique Abdul Malik, Non-Executive Chairman of the Company.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	164	256,786,664	14	62,584	178	256,849,248	97.8339
Votes against the resolution	75	5,686,890	0	0	75	5,686,890	2.1661
Invalid votes/ Abstained	0	0	0	0	0	0	0

The above resolution has been passed since the votes cast in favour of the resolution are more than three times the votes caste against the resolution.

Item No. 7: Special Resolution

To consider and approve amendments in 'METRO Stock Option Plan 2008'.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	201	256,755,698	14	62,584	215	256,818,282	96.8263
Votes against the resolution	39	8,417,856	0	0	39	8,417,856	3.1737
Invalid votes/ Abstained	0	0	0	0	0	0	0

The above resolution has been passed since the votes cast in favour of the resolution are more than three times the votes caste against the resolution.

Item No. 8: Special Resolution

To consider and approve 'Metro Brands Limited – Employee Stock Option Scheme 2026'.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	149	248,704,082	13	61,334	162	248,765,416	93.7902
Votes against the resolution	91	16,469,472	1	1250	92	16,470,722	6.2098
Invalid votes/ Abstained	0	0	0	0	0	0	0

The above resolution has been passed since the votes cast in favour of the resolution are more than three times the votes caste against the resolution.

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Item No. 9: Special Resolution

a) To consider and approve grant of employee stock options to the employees of the subsidiary company of the Company under 'METRO Stock Option Plan 2008'.
b) To consider and approve grant of employee stock options to the employees of the associate company of the Company under 'METRO Stock Option Plan 2008'.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	160	249,530,247	14	62,584	174	249,592,831	94.1021
Votes against the resolution	80	15,643,307	0	0	80	15,643,307	5.8979
Invalid votes/ Abstained	0	0	0	0	0	0	0

The above resolution has been passed since the votes cast in favour of the resolution are more than three times the votes caste against the resolution.

Item No. 10: Special Resolution

a) To consider and approve grant of employee stock options to the employees of the subsidiary company of the Company under 'Metro Brands Limited – Employee Stock Option Scheme 2026'.
b) To consider and approve grant of employee stock options to the employees of the associate company of the Company under 'Metro Brands Limited – Employee Stock Option Scheme 2026'.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	145	246,655,060	14	62,584	159	246,717,644	93.0181
Votes against the resolution	95	18,518,494	0	0	95	18,518,494	6.9819
Invalid votes/ Abstained	0	0	0	0	0	0	0

The above resolution has been passed since the votes cast in favour of the resolution are more than three times the votes caste against the resolution.

Item No. 11: Special Resolution

a) To consider and approve secondary acquisition of shares through Trust route for the implementation of 'METRO Stock Option Plan 2008'.
b) To consider and approve secondary acquisition of shares through Trust route for the implementation of 'Metro Brands Limited – Employee Stock Option Scheme 2026'.

Particulars	Remote e-voting		Voting through electronic voting system at		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	161	250,733,437	14	62,584	175	250,796,021	94.5558
Votes against the resolution	79	14,440,117	0	0	79	14,440,117	5.4442
Invalid votes/ Abstained	0	0	0	0	0	0	0

The above resolution has been passed since the votes cast in favour of the resolution are more than three times the votes caste against the resolution.

Item No. 12: Special Resolution

To consider and approve provision of money by the Company for purchase of its own Shares by the Trust under the 'METRO Stock Option Plan 2008' and 'Metro Brands Limited – Employee Stock Option Scheme 2026'.

Particulars	Remote e-voting		Voting through electronic voting system at		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	150	248,707,023	13	62,582	163	248,769,605	93.7917
Votes against the resolution	90	16,466,531	1	2	91	16,466,533	6.2083
Invalid votes/ Abstained	0	0	0	0	0	0	0

The above resolution has been passed since the votes cast in favour of the resolution are more than three times the votes caste against the resolution.

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