



June 25, 2026

To,  
**National Stock Exchange of India Limited**  
Exchange Plaza, Plot No. C-1, Block-G,  
Bandra Kurla Complex, Bandra (E),  
Mumbai – 400051

**NSE Symbol: MANYAVAR**

To,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort,  
Mumbai – 400001

**BSE Scrip Code: 543463**

**Sub: Outcome of the Board Meeting in accordance with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“Listing Regulations”)**

Madam / Sir,

In terms of Regulation 30 read with Schedule III of the Listing Regulations, we wish to inform you that the Board of Directors of Vedant Fashions Limited (“the Company”) at its meeting held today has, *inter-alia*, considered and approved the following matters:

**1. Re-appointment of Internal Auditor:**

The Board has approved the re-appointment of M/s. Grant Thornton Bharat LLP as the Internal Auditor (External) of the Company to conduct Internal Audit for the Financial Year 2026-27.

The details as required to be disclosed under Regulation 30 of the Listing Regulations read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, are enclosed as an “**Annexure A**”.

**2. Grant of Stock Options**

The Board has approved the grant of 24,237 Stock Options under VFL Employee Stock Option Scheme 2018 – “Scheme Pratham”, as amended (or “Scheme”), read with VFL Employee Stock Option Plan 2018, as amended (“Plan”), to the eligible employee(s).

The details as required to be disclosed under Regulation 30 of the Listing Regulations read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, are enclosed as “**Annexure -B**”.

Further, we bring to your notice that the Nomination & Remuneration Committee (“NRC”) of the Company by way of its resolution dated *June 25, 2026*, pursuant to the authority delegated to it by the Board of Directors, has approved the allotment of 1,000 equity shares of face value of ₹ 1/- each to the eligible employee(s) of the Company upon exercise of stock options under the aforesaid Scheme read with Plan. All the said Equity Shares rank pari-passu with the existing Equity Shares of the Company in all aspects.



With this allotment the issued, subscribed and paid-up share capital of the Company has increased to ₹ 24,29,78,245/- divided into 24,29,78,245 equity shares of ₹ 1/- each from ₹ 24,29,77,245/- divided into 24,29,77,245 equity shares of ₹ 1/- each.

The meeting of the Board of Directors commenced at 02:55 p.m. and concluded at 03: 45 p.m.

The above information is being made available on the website of the Company [www.vedantfashions.com](http://www.vedantfashions.com).

We request you to kindly take the aforesaid information on record and disseminate the same on your respective websites.

Thanking you,

For, Vedant Fashions Limited

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**Navin Pareek**  
Company Secretary and Compliance Officer  
Membership No.: F10672

Encl- As above



**Annexure A**

**Disclosure under Regulation 30 of the Listing Regulations read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026**

**Details relating to Re-appointment of Internal Auditor**

<b>Particulars</b>	<b>Details</b>
<b>Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise</b>	Reappointment of <b>M/s. Grant Thornton Bharat LLP</b> as Internal Auditor of the Company.
<b>Date of appointment/ re-appointment/ cessation (as applicable) &amp; term of appointment/ re-appointment</b>	Date of re-appointment: <b>June 25, 2026</b> Term of appointment: <b>Re-appointment as Internal Auditor (External) of the Company for the Financial Year 2026-27</b> in pursuance with the Companies Act, 2013 and the Rules made thereunder.
<b>Brief profile (in case of reappointment)</b>	<b>Name of Auditor: M/s Grant Thornton Bharat LLP.</b> <b>Address:</b> Unit 1603 & 1604, Eco Centre, Plot No 4, Street No 13, EM Block, Sector V, Bidhannagar, Kolkata – 700091 (WB) <b>Auditor’s Brief Profile:</b> Grant Thornton Bharat LLP, a member of Grant Thornton International Ltd, is one of the leading professional services firms in India. It is an Indian Firm with global connections and has the credit of working with businesses and government across industries and sectors, providing diverse services viz. assurance, consulting, tax, risk, and digital and technology transformation services. The Firm takes pride in being the auditor and adviser to dynamic organisations of the country.
<b>Disclosure of relationships between directors (in case of appointment of a director)</b>	Not Applicable



**Annexure B**

**Details relating to Grant of Stock Options**

**Disclosure under Regulation 30 of the Listing Regulations read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026**

Sr. No.	Particulars	Details
1	<b>Brief details of options granted</b>	24,237 Stock Options have been granted under VFL Employee Stock Option Scheme 2018 – “Scheme Pratham” as amended, read with VFL Employee Stock Option Plan 2018, as amended, as recommended by Nomination and Remuneration Committee.
2	<b>Whether the scheme is in terms of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021</b>	Yes.
3	<b>Total number of shares covered by these options</b>	24,237 Equity Shares of the Company having a face value of Re.1/-each.
4	<b>Pricing formula/ Exercise Price</b>	Exercise Price is ₹ 412.60/- per stock option.
5	<b>Time within which option may be exercised</b>	<p>Subject to the terms and conditions, if any, determined by the Board of Directors, based upon the recommendation of the Nomination and Remuneration Committee and as set forth under the Scheme, the Participant/ Nominee may exercise the Vested Options immediately on or after vesting but within the Exercise Period.</p> <p>The Exercise Period within which the vested options may be exercised by the Participant/Nominee shall be 10 (ten) years from the Grant Date.</p>
6	<b>Brief details of significant terms</b>	<p>The Scheme is applicable to the employees of the Company and that of its Subsidiary Companies and Holding Company, if any, and Options may be granted to the Eligible Employees in accordance with the Plan, as determined by the Board/ Committee at their own discretion.</p> <p>The Scheme states that eligibility to participate in the Plan is subject to such criteria as may be decided by the Board/ Committee at its own discretion, including, but not limited to the date on which the Employee joins the Company, grade of the Employee, period of service with the Company, criticality, or any other criteria, as the Committee determines.</p> <p>The maximum number of Options Granted to any Grantee under the Scheme shall not exceed 1 (one) percent of the fully diluted total share capital at the time of the Grant.</p>



7	<b>Options vested/ vesting schedule</b>	<p>The minimum vesting period shall be one year from the date of grant.</p> <p>The granted options are divided into 'Time Options' and 'Performance Options' as defined in the Scheme and as may be decided by the NRC/Board.</p> <p>Subject to continued employment, the Time Options granted shall vest as per the below schedule:</p> <ul style="list-style-type: none"> <li>i. 33% on the second anniversary of the Grant Date;</li> <li>ii. Next, 33% on the third anniversary of the Grant Date;</li> <li>iii. Balance, 34% on the fourth anniversary of the Grant Date.</li> </ul> <p>Subject to continued employment, the 'Individual Performance Options' shall vest upon the employee(s) on securing the specified individual performance rating.</p> <p>Vesting of 'Company Performance Options' shall depend upon securing the specified individual performance rating and Company performance.</p>
8	<b>Subsequent changes or cancellation or exercise of such options</b>	Not Applicable
9	<b>Options exercised</b>	
10	<b>Money realized by exercise of options</b>	
11	<b>The total number of shares arising as a result of exercise of option</b>	
12	<b>Options lapsed</b>	
13	<b>Variation of terms of options</b>	
14	<b>Diluted earnings per share pursuant to issue of equity shares on exercise of options</b>	