FRATELLI
•VINEYARDS•

Date: 22nd September, 2026

To,
The Manager
Department of Corporate Services
BSE Limited
P. J. Tower, Dalal Street
Mumbai – 400001

Scrip Code: 541741

Subject: Voting Results of Postal Ballot under Regulation 44 of SEBI (LODR) Regulations, 2015

Dear Sir/Ma'am,

In continuation of the Postal Ballot Notice dated **August 22, 2026**, issued pursuant to Sections 108 and 110 of the Companies Act, 2013 read with applicable rules and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the approval of the Members of the Company was sought through Postal Ballot by remote e-voting process for the following resolutions:

Sr. No.	Details	Type of Resolution
1	Increase in Authorised Share Capital of the Company and consequential alteration of Memorandum of Association.	Ordinary Resolution

Mr. Ajay Baroota, Practicing Company Secretary (COP No. 3945), who was appointed as the Scrutinizer for the Postal Ballot process, has submitted his report on 22nd September, 2026.

Based on the Scrutinizer's Report, we hereby inform that the Members of the Company have duly passed the above resolution with requisite majority. As per the Notice, the resolution is deemed to have been passed on 21st September, 2026, being the last date of e-voting.

We are enclosing herewith:

- Annexure A – Voting Results as required under Regulation 44 of SEBI (LODR) Regulations
- Annexure B – Scrutinizer's Report

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The above results along with the Scrutinizer's Report are also available on the website of the Company at **https://fratelliwines.in** and on NSDL website **www.evoting.nsdl.com** .

Kindly take the same on record.

Thanking you,
Yours faithfully,

For Fratelli Vineyards Limited

MONIKA GUPTA
Digitally signed by MONIKA GUPTA
Date: 2026.09.22 12:52:05 +05'30'

Monika Gupta
Company Secretary
Membership No.: FCS 8015

Resolution (1)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Increase in Authorised Share Capital of the Company and consequential alteration of Memorandum of Association

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	24860116	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		17002820	68.3940	17002820	0	100.0000	0.0000
	Total	24860116	17002820	68.3940	17002820	0	100.0000	0.0000
Public- Institutions	E-Voting	238370	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	238370	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	18373908	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		6763028	36.8078	6662182	100846	98.5089	1.4911
	Total	18373908	6763028	36.8078	6662182	100846	98.5089	1.4911
Total		43472394	23765848	54.6688	23665002	100846	99.5757	0.4243

Ajay Baroota & Associates
Company Secretaries
204, Nidhi Plaza, Plot No.8, LSC
Near Shakti Nagar Underbridge
Delhi-110052.
Email: baroota@rediffmail.com
Phone : 9868450041, 9810355223

SCRUTINIZER'S REPORT

[Pursuant to Section 108, Section 110 of the Companies Act, 2013 (hereinafter "the Act") read with Rule 20 and Rule 22 of The Companies (Management and Administration) Rules, 2014 (hereinafter "the Rules")]

To,
The Chairman/Managing Director
FRATELLI VINEYARDS LIMITED
No. 6, Sultanpur, Mandi Road
Mehrauli
New Delhi – 110074

Sub : Scrutinizer's Report on Postal Ballot process conducted through electronic _voting system, (hereinafter "Remote E-voting" pursuant to provisions of Section 108, Section 110 and other applicable provisions of the Act read with the Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (herein referred to as "Listing Regulations, 2015") as amended from time to time and MCA Circulars

Respected Sir,

I, CS Ajay Baroota, Proprietor, Ajay Baroota and Associates, Company Secretaries in Whole Time Practice having office at 204 (2nd Floor) , Nidhi Plaza-I, Plot No. 8, LSC, Near Shakti Nagar Underbridge, Delhi— 110052 have been appointed as Scrutinizer by the ("the Board of Directors of **Fratelli Vineyards Limited** "the Company") to Scrutinize the process of Postal Ballot conducted through Remote E-voting in respect of the resolution(s) set forth in the Postal Ballot Notice of the Company, dated August 18, 2026 (hereinafter "Postal Ballot Notice").

The said appointment as Scrutinizer is under the applicable provisions of the Act read with the Rules made thereunder to scrutinize, in fair and transparent manner, the process of Postal Ballot conducted through Remote E-voting in respect of the Resolution(s) proposed in the Postal Ballot Notice.

Pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 ("the Act"), read with Rule 20 and 22 of the Companies (Management and Administration) Rules 2014 ("Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"), and other applicable laws and regulations, if any, and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022 , 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023. 9/2024 dated September. 19, 2024, 03/2025 dated September 22, 2025 and other relevant circulars & notifications issued by MCA in this regard (hereinafter referred to as "MCA Circulars") and read with the Securities and Exchange Board of India ("SEBI") Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, SEBI /HO/CFD/CMD2/CIR/P/ 2021/11 dated 15th January, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022, Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05th January, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 and other relevant circulars/notifications issued by SEBI in this regard (hereinafter referred as "SEBI 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, (including any statutory modification(s), amendment(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force).

The following resolution was proposed in the Postal Ballot Notice for approval of shareholders.

SPECIAL BUSINESS:

ITEM NO: 1. Increase in Authorised Share Capital of the Company from Rs. 44,00,00,000/- (Rupees Forty Four Crore only) divided into 4,40,00,000 (Four Crore Forty Lakh) Equity Shares of Rs. 10/-each to Rs. 50,00,00,000/- (Rupees Fifty Crore only) divided into 5,00,00,000 (Five Crore) Equity Shares of Rs. 10/- each (Ordinary Resolution):

MANAGEMENT'S RESPONSIBILITY

The compliance with the requirements of (i) the Act and the Rules made thereunder (ii) the MCA Circulars and (iii) the Listing Regulations, 2015/SEBI circulars/Notifications relating to e-voting on the resolutions contained in the Postal Ballot Notice is the responsibility of the management of the Company. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

SCRUTINIZER'S RESPONSIBILITY

My responsibility as a Scrutinizer is to render you Scrutinizer's Report of the total votes cast "in favor" or "against" on the resolution, based on the reports generated through Scrutinizer's secured link as provided by National Securities Depository Limited (hereinafter referred to as "NSDL").

I HEREBY SUBMIT MY REPORT ON THE VOTING ON THE RESOLUTION PROPOSED IN THE POSTAL BALLOT NOTICE, AS UNDER:

1. In terms of Section 108 and Section 110 of the Companies Act, 2013 read with the Rules and the Listing Regulations, 2015, the Company had made arrangement with National Securities Depository Limited for providing facility of voting through Remote E-voting to its members.
2. As informed the Company sent Postal Ballot Notice, along with Explanatory Statement pursuant to Section 102 of the Act on August 22, 2026 by the electronic mode (e-mail) to those members whose email addresses were (registered with the Company / Depository Participants, pursuant to the aforementioned MCA Circulars/Notifications. A copy of said Postal Ballot Notice was published on the website of the Company and NSDL.
3. Pursuant to MCA Circulars, physical ballots were not dispatched. Accordingly, the communication of the assent or dissent of the members had taken place through the Remote E-voting only.
4. As per the sub-rule (3) of Rule 22 of the Rules and MCA Circulars, the Company published an advertisement on Sunday, August 23, 2026 about dispatch of Postal Ballot Notice in 'Financial Express' (English) & Jansatta (Hindi) Newspapers.
5. The members of the Company whose names were recorded in the Register of Members or in the Register of Beneficial Owners maintained for it by the Depositories (in case of shares held in dematerialized form) as on the cut-off date i.e. Friday, August 14, 2026 were entitled to avail Remote E-voting facility, in respect of resolution(s) as set out in the Postal Ballot Notice.
6. In terms of Postal Ballot notice the e-voting commenced on Sunday, August 23, 2026 at (9:00 A.M. IST) and ended on Monday, September 21, 2026 (5:00 P.M. IST).
7. All votes cast through Remote E-voting during the above-mentioned period, were considered for scrutiny and at the end of Remote E-voting period, the Remote E-voting facility was blocked by NSDL forthwith.
8. After the conclusion of Remote E-voting, the votes cast by the members through Remote E-voting facility were unblocked at around 06-00 PM on Monday, September 21, 2026 in the presence of two witnesses who are not in employment of the Company.
9. The Votes cast by the members through Remote E-voting, were reconciled with the Register of Members/ list of beneficial owners/other relevant records of the Company on Friday, August 14, 2026.

10. The votes cast through Remote E-voting were scrutinized by me for verification of votes cast in favour and against the resolution.
11. The particulars of voting and other requisite details have been entered in a separate Register maintained for the purpose.
12. The summary of the votes cast is as given below:
    Total 151 shareholders (23765848 equity shares) voted, out of which 142 shareholders (23665002.) equity shares) voted in favour of the below mentioned resolution & 9 shareholders (100846 equity shares) voted against the resolution

SPECIAL BUSINESS NO. 1

ITEM NO: 1. Increase in Authorised Share Capital of the Company from Rs. 44,00,00,000/- (Rupees Forty Four Crore only) divided into 4,40,00,000 (Four Crore Forty Lakh) Equity Shares of Rs. 10/-each to Rs. 50,00,00,000/- (Rupees Fifty Crore only) divided into 5,00,00,000 (Five Crore) Equity Shares of Rs. 10/- each (Ordinary Resolution):

Valid votes in favor of the Resolution		**Valid votes against the Resolution**		**Invalid votes %**
No's.	% of total valid votes	No's.	% of total valid votes	No's.
23665002	99.58	100846	0.42	Nil

13. Based upon the aforesaid voting summary, the Resolution(s)as set out in the postal ballot notice have been passed/approved by the shareholders with requisite majority.
14. The electronic data and all other relevant records relating to remote e-voting are handed over to Ms. Monika Gupta, Company Secretary and Compliance Officer, for safe custody.

Ajay Baroota
Digitally signed by Ajay Baroota
Date: 2026.09.22 11:35:02 +05'30'

For Ajay Baroota and Associates
Company Secretaries
FCS: 3495 CP No. 3945
Peer Review No.: 2071/22
UDIN: F003495H001554143

Countersigned by:

Date: 22-09-2026
Place: Delhi

Gaurav Sekhri

GAURAV SEKHRI
Managing Director
DIN:00090676