Ref No: CS/S/L-996/2025-26 **30th July, 2026**

To: The Listing Department **NATIONAL STOCK EXCHANGE OF INDIA LIMITED** "Exchange Plaza" Bandra-Kurla Complex, Bandra (E), Mumbai-400 051 **Scrip Code: VMART** Fax: 022-26598120 Email: cmlist@nse.co.in	To: The Corporate Relationship Department **BSE Limited** Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001 **Scrip code: 534976** Fax: 022-22723121 Email: corp.relations@bseindia.com

Sub: Proceedings of the 24th Annual General Meeting of the Company

Dear Sir/Madam,

Pursuant to Regulation 30 read with Para A (13) of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") we wish to inform you that the 24th Annual General Meeting of the Company was held on Thursday, 30th July, 2026 at 11:00 A.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in accordance with the circular(s) issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.

Pursuant to Regulation 30 read with Schedule-III of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, please find enclosed the following:

1. Proceedings of the AGM – **Annexure A**
2. Details in accordance with SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January 2026 – **Annexure B**
3. Presentation by Chairperson & Managing Director – **Annexure C**

We request you to kindly take the same on record.

Thanking You,

For V-Mart Retail Limited

MEGHA TANDON

Digitally signed by MEGHA TANDON
Date: 2026.07.30 17:32:21 +05'30'

Megha Tandon
(Company Secretary & Compliance Officer)

Encl: As above

Annexure-A

SUMMARY OF PROCEEDINGS OF THE 24th ANNUAL GENERAL MEETING OF V-MART RETAIL LIMITED

The 24th Annual General Meeting of the members of V-Mart Retail Limited was held on Thursday, 30th July, 2026 at 11:00 A.M. through video conference or other audio-visual means (VC / OAVM). The AGM was held in compliance with relevant circulars issued by the Ministry of Corporate Affairs (MCA) and other applicable Circulars issued by the Securities and Exchange Board of India (SEBI), from time to time and other applicable provisions of the Companies Act, 2013 (the Act) read with rules made thereunder.

Attendance of Directors & KMPs:
Mr. Aakash Moondhra, present through VC from USA *Chairperson & Non- Executive and Non- Independent Director*
Mr. Lalit Agarwal, present through VC from Gurugram *Managing Director*
Mr. Madan Gopal Agarwal, present through VC from Gurugram *Whole-time Director*
Ms. Shweta Kumar, present through VC from Gurugram *Independent Director and Chairperson of Nomination & Remuneration Committee and Stakeholder Relationship Committee*
Mr. Govind S. Shrikhande, present through VC from Mumbai *Independent Director and Chairperson of Audit Committee*
Mr. Raghuvesh Sarup, present through VC from Gurugram *Independent Director and Chairperson of Risk Management Committee & CSR Committee*
Mr. Anand Agarwal, present through VC from Gurugram *Chief Financial Officer and Chief Operating Officer*
Ms. Megha Tandon, present through VC from Gurugram *Company Secretary and Compliance Officer*
Other Representatives present through VC:
Statutory Auditors *M/s S.R. Batliboi & Co LLP, Chartered Accountants*

Secretarial Auditors *M/s Agarwal S. & Associates, Company Secretaries*
Scrutinizer *Mr. Harsh Oberoi*
Quorum of the Meeting
A total of 191 members representing 3,53,37,200 shares attended the meeting.

Ms. Megha Tandon, Company Secretary of the Company, welcomed the Members to the Meeting and briefed them on certain points relating to the participation at the Meeting through VC/ OAVM.

Further she *inter-alia* informed the members that the Company had partnered with M/s National Securities Depository Limited (NSDL) as to provide remote e-voting and e-voting facility. The Remote e-voting commenced at 9.00 a.m. on 26th July, 2026 and ended at 5.00 p.m. on 29th July, 2026. She further informed the Members that the facility for voting through e-voting system was made available during the meeting for the Members who had not casted their vote prior to the meeting through remote e-voting.

She also informed that Mr. Harsh Oberoi, Practicing Company Secretary from M/s Oberoi & Associates, was appointed as Scrutinizer for this meeting. The documents that were required to be kept open at the AGM for inspection were kept open for inspection. Since there was no physical attendance of Members, the requirement of appointing proxies was not applicable, except for the authorized representatives of corporate shareholders.

She then requested Mr. Aakash Moondhra, Chairperson of the Company to take the Chair and conduct the proceedings.

Mr. Aakash Moondhra, Chairperson, welcomed the members and invited all the Directors present at the Meeting to introduce themselves. Thereafter, all the Directors introduced themselves. The Chairperson further informed that the authorised representatives of Company's Statutory Auditors and Secretarial Auditors were also present at the Meeting through VC and after ascertaining the presence of the requisite quorum for the meeting, the Chairperson thereafter called the meeting to order and commenced the formal proceedings of the meeting.

With the permission of the Members present, the notice dated 7th May, 2026 for convening the 24th Annual General Meeting (AGM) together with the Integrated Annual Report containing the financial statements, board's report, auditor's report, and other reports were taken as read. Since there were no qualifications, observations, comments or remarks in the statutory auditor's and the secretarial auditor's reports which have any adverse effect on the functioning of the Company for the year ended 31st March 2026, the reports were taken as read.

Thereafter, the Chairperson addressed the shareholders and delivered his speech. The Chairperson provided a strategic overview of the Company's performance, long-term vision, growth opportunities, sustainability initiatives, governance practices, and key priorities driving V-Mart's future, while expressing confidence in the Company's continued value creation. Thereafter, Mr. Lalit Agarwal, Managing Director, was invited to brief the shareholders on the Company's operational and financial performance of the Company.

Mr. Lalit Agarwal provided an overview of the company's performance during FY'26, customer-centric initiatives, technology-led transformation, organisational development, and future growth roadmap, reaffirming V-Mart's commitment to building a resilient, future-ready retail business. He then requested the moderator to allow the shareholders to express their views, ask questions and seek clarifications, if any.

Thereafter, the moderator allowed the speaker shareholders, who had done prior registrations, to express their views and ask questions, if any.

The queries/questions raised by the members were suitably replied Mr. Lalit Agarwal, the Managing Director of the Company. Thereafter, he thanked all the members for their participation at the AGM and for their constructive suggestions and feedback.

Mr. Lalit Agarwal then requested Ms. Megha Tandon to give you the brief of the resolutions as set out in the Notice.

The following Resolutions set out in the Notice convening the AGM were put to vote by remote e-voting and e-voting during the Meeting:

Sl. No.	Details of the Resolutions	Type of Resolution
	Ordinary Business	
1.	To receive, consider, and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2026, along with the reports of the Auditors and the Board of Directors thereon.	Ordinary
2.	To appoint a director in place of Mr. Lalit Agarwal (DIN: 00900900) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
3.	To consider, approve and declare dividend at the rate of Rs. 1 per Equity Share for the financial year 2025-26	Ordinary

The e-voting facility was kept open for another 15 minutes to enable the members to vote who had not casted their vote prior to the meeting through remote e-voting.

There being no other business to transact, the meeting concluded with a vote of thanks to the Chair. The Meeting concluded at 12:20 P.M.

The e-voting results along with the Scrutinizer's Report shall be made available on the website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and would also be placed on the website of the Company i.e. www.vmart.co.in.

Annexure B

Details as required in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January 2026

Date of the Meeting	30th July, 2026
Brief details of items deliberated and results thereof	The results of remote e-Voting and e-Voting during the 24th Annual General Meeting (AGM), on the resolutions as set out at Item Nos. 1 to 3 of the Notice of the AGM, will be submitted with the stock exchanges separately, in the format prescribed under Regulation 44 of the Listing Regulations.
3. Manner of approval proposed for certain items (e-voting etc.)	The Company had provided remote e-Voting facility to the members to exercise their votes electronically from Sunday, 26th July 2026 at 9:00 a.m. (IST) and ended on Wednesday, 29th July 2026 at 5:00 p.m. (IST) on the resolutions as set out at Item Nos. 1 to 3 of the Notice of the AGM. Members who participated at the 24th AGM through VC/ OAVM facility and had not cast their votes on the Resolution(s) using remote e-Voting, and who were otherwise eligible, were provided facility to e-Vote on the NSDL portal during the AGM.

From Resilience to Momentum

Our ambition to become Bharat's #1 Value Fashion Omni-Retailer is steadily becoming reality.

577
Stores across India

16%
YOY Revenue Growth

36%
YOY EBITDA Growth

507%
Growth in Adjusted PAT

Stable and Scalable Operating Model

India's Consumption Story & Aspirational Bharat

Strategy Driving Sustainable Growth

SUSTAINABILITY

- Generated more than 2,700 GJ of renewable energy

GOVERNANCE

- ICAI Award for Excellence in Financial Reporting

PEOPLE

V-People

Future-ready employer
Diversity & Inclusion

D&I

"With your continued trust, we are building a V-Mart that is deeply connected to the aspirations of India and fundamentally resilient for the future."

Growing. Maturing. Transforming.

A Year of Resilience & Progress

Revenue	Revenue Growth	EBITDA	EBITDA Margin	PAT	Debt
Rs. 3,789 Crores	16%	Rs. 513 Crores	13.6%	Rs. 124 Crores	Long-term Debt Free

Growth that is
SUSTAINABLE, PROFITABLE, LONG-TERM

TRUST

Technology is no longer a support function.
It is a strategic capability.

- AskV AI Platform
- Product Management
- Advanced Analytics
- Machine Learning
- Inventory Intelligence
- System-driven Decisions

Transformation Within

- Strengthening accountability
- Sharper execution discipline
- Leadership development
- Ownership culture

Growing with Purpose

- Strong governance
- Responsible capital allocation
- Sustainability journey
- Community impact

> The future of V-Mart
> will be determined not only
> by the stores we build,
> but by the leaders we develop.

Redefining Value in Value Retail

₹ 10,000 Crore Business

Thank You

"We are committed to building an enduring retail institution that Bharat will be proud to call its own."

With profound thanks to:

Customers, V-Martians, Shareholders, Board, Partners.

V MART