

Date: 24.08.2026**To****BSE Limited****Department of Corporate Services****25th Floor, PJ Towers, Dalal Street, Mumbai, 400001****SCRIP CODE: 544755****SYMBOL: RECODE****ISIN: INE2B6701015**

Subject: Outcome of Board Resolutions passed through circulation by the board of directors of the company on 24th August, 2026 (Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015)

Respected Sir/Madam,

Pursuant to the applicable provisions of the Companies Act, 2013 and Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of the Company, by way of resolutions passed by circulation on **24th August, 2026**, has considered and approved the following matters:

1. Appointment of Ms. Shailja (DIN: 11875143) as Additional Director (Independent)

The Board approved the appointment of **Ms. Shailja (DIN: 11875143)** as an **Additional Director (Independent)** of the Company with effect from **24th August, 2026**, subject to the approval of the members of the Company at the ensuing General Meeting. **Ms. Shailja** is not related to any Director of the Company and satisfies the criteria of independence prescribed under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Brief Profile of Ms. Shailja is enclosed herewith.

The information in regard to the abovementioned change in the Board composition in terms of Regulation 30 read with Schedule III of the Listing Regulations (as applicable) and SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 is enclosed as **Annexure- A**.

2. Appointment of Ms. Palak Chugh (DIN: 11875363) as Additional Director (Independent)

The Board approved the appointment of **Ms. Palak Chugh (DIN: 11875363)** as an **Additional Director (Independent)** of the Company with effect from **24th August, 2026**, subject to the approval of the members of the Company at the ensuing General Meeting. **Ms. Palak Chugh** is

not related to any Director of the Company and satisfies the criteria of independence prescribed under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Brief Profile of Ms. Palak Chugh is enclosed herewith.

The information in regard to the abovementioned change in the Board composition in terms of Regulation 30 read with Schedule III of the Listing Regulations (as applicable) and SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 is enclosed as **Annexure- A**.

3. Reconstitution of Audit Committee

The Board approved the reconstitution of the Audit Committee with effect from **24th August, 2026**, as follows:

Name of Director	Designation	Position
Ms. Shailja	Chairperson	Independent Director
Ms. Palak Chugh	Member	Independent Director
Mr. Dheeraj Bansal	Member	Managing Director

4. Reconstitution of Nomination and Remuneration Committee

The Board approved the reconstitution of the Nomination and Remuneration Committee with effect from **24th August, 2026**, as follows:

Name of Director	Designation	Position
Ms. Palak Chugh	Chairperson	Independent Director
Ms. Shailja	Member	Independent Director
Ms. Shalini Trehan	Member	Non-Executive Director

5. Reconstitution of Stakeholders' Relationship Committee

The Board approved the reconstitution of the Stakeholders' Relationship Committee with effect from **24th August, 2026**, as follows:



RECODE STUDIOS LIMITED

(Formerly Known As Recode Studios Private Limited)

#R-89, Phase-V, Focal Point, Ludhiana, Punjab 141010, India

Toll Free : 1800 419 4959

E-mail : support@recodestudios.com

Visit us at : www.recodestudios.com

CIN : L74999PB2021PLC053619

Name of Director	Designation	Position
Ms. Shalini Trehan	Chairperson	Non-Executive Director
Ms. Shailja	Member	Independent Director
Ms. Palak Chugh	Member	Independent Director

Kindly acknowledge and take the same on records.

Thanking You,

For RECODE STUDIOS LIMITED

(Dheeraj Bansal)
Managing Director
DIN: 09205916

Annexure- A

Information in terms of Regulation 30 read with Schedule III of the Listing Regulations (as applicable) and SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026

1. Ms. Shailja (DIN: 11875143)

Details of the Events that need to be provided	Information of such event(s)
Name	Ms. Shailja
Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Appointment of Ms. Shailja as an Independent Director (Additional Director) of the Company with effect from 24th August, 2026
Date of appointment/ re-appointment/cessation (as applicable) & term of appointment/re-appointment;	With effect from 24th August, 2026
Brief profile (in case of appointment)	Ms. Shailja possesses expertise in corporate secretarial practices, securities laws, SEBI regulations, stock exchange compliances and listing-related matters. She has experience in handling corporate governance requirements, periodic disclosures, listing compliances and other regulatory requirements applicable to listed entities. Her expertise in IPO and listing-related matters, secretarial compliances and securities laws will contribute to strengthening the Company's corporate governance and regulatory compliance framework.
Disclosure of relationships between directors (in case of appointment of a director)	She is not having any inter se relationship with the other Directors/KMPs of the Company.
Whether Director is restrained from acting as director by virtue of any SEBI Order or any other such authority	No. Ms. Shailja is not restrained from acting as a Director by virtue of any SEBI order or any other such authority.

2. Ms. Palak Chugh (DIN: 11875363)

Details of the Events that need to be provided	Information of such event(s)
Name	Ms. Palak Chugh
Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Appointment of Ms. Palak Chugh as an Independent Director (Additional Director) of the Company with effect from 24th August, 2026
Date of appointment/ re-appointment/cessation (as applicable) & term of appointment/ re-appointment ;	With effect from 24th August, 2026
Brief profile (in case of appointment)	Ms. Palak Chugh possesses expertise in the Companies Act, 2013, corporate law, corporate governance and regulatory compliances, with particular knowledge and experience in banking and financial matters. Her experience includes handling matters relating to statutory corporate compliances, regulatory requirements, banking operations and related corporate and financial matters. Her expertise in the Companies Act and banking sector will provide valuable guidance to the Board and contribute to strengthening the Company's corporate governance and regulatory compliance framework.
Disclosure of relationships between directors (in case of appointment of a director)	She is not having any inter se relationship with the other Directors/KMPs of the Company.
Whether Director is restrained from acting as director by virtue of any SEBI Order or any other such authority	No. Ms. Palak Chugh is not restrained from acting as a Director by virtue of any SEBI order or any other such authority.

SHAILJA

Company Secretary | Corporate Law, Companies Act & Listing Compliance Expert

Companies Act

SEBI LODR

Corporate Governance

DIN
11875143

ID REGISTRATION NO.
IDDDB-DI-202608-099084

PROFESSION
Company Secretary

• PROFILE SUMMARY

Shailja is a qualified Company Secretary with sound expertise in corporate law, the Companies Act, 2013, and stock exchange listing compliances. She brings a compliance-driven, governance-first approach to board-level engagement, with practical experience in corporate secretarial functions, statutory and regulatory filings, and board and shareholder support. She is registered as an Independent Director with the Indian Institute of Corporate Affairs (IICA) Independent Directors' Databank and is well placed to contribute to board committees requiring regulatory, governance, and compliance oversight.

• CURRENT ENGAGEMENT

Company Secretary — Bhawani Industries Private Limited

Since 01.07.2024 | Responsible for secretarial compliance, statutory filings and governance support

• CORE AREAS OF EXPERTISE

Companies Act, 2013

Corporate law and allied statutory compliance

SEBI LODR Regulations

Stock exchange and listing compliances

Corporate Governance

Board processes and secretarial standards

Statutory Filings

Registers, minutes, board and committee support

Regulatory Liaison

ROC, MCA, SEBI and stock exchanges

Risk & Compliance

Compliance management and secretarial advisory

• VALUE TO THE BOARD

- Governance & Compliance Assurance** — Brings a compliance-driven, governance-first lens to board deliberations, helping ensure adherence to the Companies Act, 2013 and SEBI LODR Regulations.
- Strong Internal Controls** — Supports the Board in strengthening internal control systems and risk management frameworks through her secretarial and regulatory expertise.
- Timely Regulatory Compliance** — Draws on hands-on experience with statutory and regulatory filings to help the Board stay ahead of ROC, MCA, SEBI, and stock exchange requirements.
- Sound Secretarial Practice** — Contributes practical knowledge of board processes, secretarial standards, and shareholder support to reinforce disciplined governance.
- Independent & Objective Voice** — As an Independent Director, provides unbiased, objective perspective in board and committee discussions, free from management influence.

BOARD PROFILE

PALAK CHUGH

Company Secretary (ACS)
Independent Director

IDENTIFICATION
DIN 11875363

ACS No. A80342

IICA Reg. IDDB-NR-202608-099715

BASED IN
Ludhiana, Punjab

CONTACT
cspalakchugh@gmail.com

GOVERNANCE FOCUS

- Companies Act, 2013
- SEBI(LODR) Regulations, 2015
- Regulatory & Statutory Compliance
- Corporate Governance
- Banking & Financial Compliance
- Risk & Internal Controls
- Secretarial Practice

INDEPENDENT DIRECTOR PROFILE

A compliance-first perspective, carried from the banking floor to the boardroom.

Palak Chugh is a qualified Company Secretary (Associate Member, ICSI) whose compliance grounding spans both banking and corporate secretarial practice. Her approach is structured and controls-first, shaped by direct exposure to financial services regulation as much as to statutory and secretarial governance. Registered with the IICA Independent Directors' Databank, she brings a disciplined, independent perspective to board and committee discussions on compliance, risk and regulatory affairs.

PROFESSIONAL EXPERIENCE

Compliance Officer – Eldran Solutions LLP *Current role · Regulatory & compliance oversight*

Compliance Associate – Kotak Mahindra Bank *1 year · Banking & financial services compliance*

VALUE TO THE BOARD

Cross-sector compliance lens. Combines banking-sector regulatory exposure with corporate secretarial discipline for a broader read on risk.

Controls & risk orientation. Supports the strengthening of internal control frameworks, drawing on hands-on compliance experience.

Regulatory fluency. Practical familiarity with statutory filings and regulatory process helps keep the board ahead of compliance requirements.

Independent voice. As an Independent Director, offers an objective, management-independent perspective in board and committee discussions.

WELL SUITED FOR

Audit Committee · Risk Management Committee · Compliance Committee · Stakeholders' Relationship Committee