RECODE®

RECODE STUDIOS LIMITED
(Formerly Known As Recode Studios Private Limited)
#R-89, Phase-V, Focal Point, Ludhiana, Punjab 141010, India
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CIN : L74999PB2021PLC053619

To

BSE Limited

Department of Corporate Services

25th Floor, PJ Towers, Dalal Street, Mumbai, 400001

SCRIP CODE: 544755 **SYMBOL: RECODE** **ISIN: INE2B6701015**

Subject: Proceedings of Extra-Ordinary General Meeting held on August 11, 2026
Refrence: Regulation 44(3) read with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Dear Sir/Madam,

This is to inform you that the Extra-Ordinary General Meeting ("EGM") of the Members of the Company was held today, i.e., August 11, 2026, at 03:00 P.M. (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"), to transact the business as stated in the EGM Notice.

Pursuant to Regulation 44(3) read with Regulation 30 of the SEBI Listing Regulations, please find enclosed herewith the proceedings of the EGM of the Company.

This intimation will also be available on the website of the Company at: https://shop.recodestudios.com

This is for your information and record.

Thanking You,

For Recode Studios Limited

Dheeraj Bansal
Digitally signed by Dheeraj Bansal
Date: 2026.08.11 17:54:21 +05'30'

(Dheeraj Bansal)
Managing Director
DIN: 09205916

RECODE STUDIOS LIMITED

CIN: L74999PB2021PLC053619

Registered Office: R-89, Phase V, Focal Point, Ludhiana – 141010, Punjab

PROCEEDINGS OF THE EXTRA-ORDINARY GENERAL MEETING ("EGM")

held on Tuesday, 11th August, 2026 at 03:00 P.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

The Extra-Ordinary General Meeting ("EGM"/"Meeting") of the Members of Recode Studios Limited ("the Company") was duly convened and held on Tuesday, 11th August, 2026 through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), in compliance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder. The Meeting commenced at 03:00 P.M. (IST) and concluded at 03:15 P.M. (IST).

Mr. Karan Bansal, Whole-time Director, chaired the Meeting. Mr. Sumit Ghai, Practising Company Secretary, conducted the proceedings of the Meeting through Video Conferencing / Other Audio Visual Means, in accordance with the applicable circulars issued by the Ministry of Corporate Affairs.

DIRECTORS PRESENT

S. No.	Name	Designation
1.	Mr. Dheeraj Bansal	Managing Director
2.	Ms. Shalini Trehan	Director
3.	Ms. Shelly Bansal	Whole-time Director
4.	Mr. Karan Bansal	Whole-time Director

IN ATTENDANCE

S. No.	Name	Designation
1.	Mr. Narinder Singh	Chief Financial Officer (CFO)
2.	Mr. Sumit Ghai	Practising Company Secretary and Scrutinizer

Since the requisite quorum in terms of Section 103 of the Companies Act, 2013 was present, the Meeting was declared duly constituted and open for the transaction of business. The Notice convening the Meeting was taken as read with the consent of the Members present, and the statutory registers and documents referred to therein were made available electronically for inspection by the Members during the course of the Meeting.

Mr. Sumit Ghai welcomed the Members and briefed them on the objective of the Meeting, namely, to seek the approval of the Members for two proposals concerning the Recode Studios Limited – Employees Stock Option Plan, 2026 ("RSL ESOP 2026"), framed in conformity with the Companies Act, 2013 and the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021. Under the proposed Scheme, approval was sought for the creation and grant of up to 3,00,000 Employee Stock Options, each exercisable into one fully paid-up Equity Share of face value of ₹10 each, subject to the terms and conditions set out in the Scheme. He also recalled that the Company's Equity Shares were successfully listed on the BSE SME Platform on 12th May, 2026, marking a defining milestone in the Company's journey.

The Chairman of the meeting, Mr. Karan Bansal, thereafter addressed the Members, thanking the shareholders, investors, business partners and employees for their continued trust and support, and endorsed both proposals concerning RSL ESOP 2026, requesting the Members to extend their support and approve the Special Resolutions placed before them.

It was further informed to the Members that, in compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the applicable circulars issued by the Ministry of Corporate Affairs, the Company had provided the facility to the Members to exercise their right to vote by electronic means on the resolutions proposed to be passed at the EGM, through remote e-voting (via NSDL) as well as e-voting during the Meeting.

The remote e-voting facility was made available to the Members from Saturday, 8th August, 2026 (9:00 A.M. IST) to Monday, 10th August, 2026 (5:00 P.M. IST). Members who had already cast their votes through remote e-voting were not permitted to vote again through e-voting during the Meeting. Members attending the EGM through VC/OAVM who had not cast their votes through remote e-voting were permitted to cast their votes through the e-voting facility available during the Meeting, which remained open for fifteen (15) minutes following the conclusion of the Meeting.

It was further informed that all efforts, as required, had been made by the Company to enable Members to participate and vote on the items being considered at the Meeting, in compliance with the applicable provisions of the Companies Act, 2013, the Rules made thereunder, and the relevant MCA Circulars.

As the Meeting was convened through VC/OAVM, the following Special Business had already been put to vote through remote e-voting and, accordingly, the requirement of proposing and seconding the Resolutions was not applicable:

SPECIAL BUSINESS

S. No.	Particulars of Resolution	Type of Resolution
1	To approve the Recode Studios Limited – Employees Stock Option Plan, 2026 ('RSL ESOP 2026' or 'ESOP 2026' or 'Plan')	Special Resolution
2	To approve extending the benefits of Recode Studios Limited-Employees Stock Option Plan 2026 ('RSL-ESOP 2026' or 'ESOP 2026' or 'Plan' to the employees of the Holding Company, Subsidiary Company(ies), Associate Company(ies) and Group Company(ies), whether existing or future	Special Resolution

Mr. Aspi Bhesania, a Member, had registered as a speaker for the Meeting. The queries raised by him were duly noted; it was further informed that the Chief Financial Officer would address the said queries in due course.

Thereafter, it was informed that the Members who had not cast their votes through remote e-voting could cast their votes through the e-voting platform, which remained open for fifteen (15) minutes after the conclusion of the Meeting. It was further informed that upon completion of the voting process, the votes cast through remote e-voting and e-voting during the Meeting would be scrutinised and the consolidated voting results would be declared in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and placed on the website of the Company and of NSDL, and submitted to BSE Limited.

There being no further business to transact, Mr. Sumit Ghai, on behalf of the Board of Directors, thanked all the Members, Directors and invitees for their gracious participation and, with the permission of the Chair, declared the proceedings of the Meeting as concluded.

The Extra-Ordinary General Meeting of Recode Studios Limited was concluded on Tuesday, 11th August, 2026 at 03:15 P.M. (IST) with a vote of thanks.

The above information is furnished as disclosure of the outcome/proceedings of the Meeting by the Company in compliance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

For Recode Studios Limited

Dheeraj Bansal

Digitally signed by Dheeraj Bansal
Date: 2026.08.11 17:54:47 +05'30'

(Dheeraj Bansal)
Managing Director
DIN: 09205916