Date: September 16, 2026

To,
The Manager
Listing Department
BSE Limited ("BSE")
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001
BSE Scrip Code: 543426

To,
The Manager
Listing Department
National Stock Exchange of India Limited ("NSE")
"Exchange Plaza", 5th Floor, Plot No. C/1, G Block,
Bandra-Kurla Complex, Bandra (East),
Mumbai – 400051.
NSE Symbol: METROBRAND

Sub: Summary of the Proceedings of the 49th Annual General Meeting ("AGM") of Metro Brands Limited ("the Company") pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

Dear Sir/ Ma'am,

Pursuant to Regulation 30 read with 'Part A' Schedule III and other applicable regulations, if any, of the SEBI Listing Regulations, please find enclosed herewith summary of Proceedings of the AGM of the Company held on **Wednesday, September 16, 2026,** which commenced at 3:00 p.m. and concluded at 4:24 p.m. through Video Conferencing ("**VC**")/Other Audio-Visual Means ("**OAVM**").

Kindly take the above on records and acknowledge the same.

Thanking you.

Yours faithfully,
For Metro Brands Limited,

DEEPA SOOD
Digitally signed by DEEPA SOOD
Date: 2026.09.16 17:27:28 +05'30'

Deepa Sood
Chief Legal Officer, Company Secretary and Compliance Officer
Membership No. 16019

Encl: As Above

Summary of Proceedings of the 49th AGM of the Company

The 49th AGM of the Company was held on Wednesday, September 16, 2026, at 3:00 p.m. (IST) through Video Conferencing and other audio-visual means (‘**VC/OAVM**’).

Mr. Rafique Abdul Malik, Chairman of the Company, chaired the Meeting. He welcomed the Members to the Meeting and informed that the meeting was in order as the Quorum was present.

Eighty-seven (87) Members were present in the meeting through VC/OAVM.

Ms. Deepa Sood, Chief Legal Officer, Company Secretary & Compliance Officer of the Company, briefed the Members in relation to participation at the Meeting through VC/OAVM.

She further informed the Members that the Meeting was in compliance with the Secretarial Standards, circulars issued by Ministry of Corporate Affairs and Securities & Exchange Board of India. She further informed that, since the meeting was held through VC/OAVM, the facility for appointing proxy was not available. Statutory Registers, Documents and Records as required by law were open and accessible for electronic inspection during the continuance of the Meeting.

The following Directors and Key Managerial Personnel (KMP) attended the meeting through VC/OAVM:

Sr. No	Name of the Directors / KMP	Designation	Membership/Chairmanship in Committee	Place of attending VC/OAVM
1.	Mr. Rafique Abdul Malik	Chairman	-	Mumbai
2.	Ms. Farah Malik Bhanji	Managing Director	➢ Chairperson of: a. Corporate Social Responsibility & Sustainability Committee; and b. Share Allotment and Transfer Committee ➢ Member of: a. Audit Committee;	Mumbai

Sr. No	Name of the Directors / KMP	Designation	Membership/Chairmanship in Committee	Place of attending VC/OAVM
			b. Stakeholders Relationship Committee; and c. Investment Committee	
3.	Ms. Alisha Rafique Malik	Whole-time Director	-	Mumbai
4.	Mr. Mohammed Iqbal Hasanally Dossani	Whole-time Director	➢ Member of Stakeholders' Relationship Committee	Mumbai
5.	Mr. Bhaskar Bhat	Independent Director	➢ Chairperson of Nomination, Remuneration and Compensation Committee ➢ Member of Audit Committee	Bangalore
6.	Ms. Radhika Dilip Piramal	Independent Director	➢ Chairperson of Stakeholders' Relationship Committee ➢ Member of Corporate Social Responsibility & Sustainability Committee	Mumbai
7.	Mr. Sonny Iqbal	Independent Director	➢ Member of: a. Nomination, Remuneration and Compensation Committee b. Corporate Social Responsibility & Sustainability Committee;	Delhi
8.	Mr. Mithun Padam Sacheti	Independent Director	➢ Member of: a. Audit Committee b. Nomination, Remuneration and Compensation Committee. c. Share Allotment and Transfer Committee	Hongkong
9.	Mr. Nissan Joseph	Chief Executive Officer (CEO)	➢ Member of Share Allotment and Transfer Committee	Mumbai

Sr. No	Name of the Directors / KMP	Designation	Membership/Chairmanship in Committee	Place of attending VC/OAVM
10.	Mr. Kaushal Parekh	Chief Financial Officer (CFO)	➢ Member of Risk Management Committee	Mumbai
11.	Mr. Mohit Dhanjal	Chief Operating Officer (COO)	-	Mumbai
12.	Ms. Deepa Sood	Chief Legal Officer & Company Secretary	-	Mumbai

Mr. Vikas Vijaykumar Khemani, Independent Director and Mr. Utpal Hemendra Sheth, Non-Executive Nominee Director could not join the meeting due to pre-occupation.

The Company Secretary also introduced the following persons who had joined the Meeting:

- Mr. Firoz Pradhan and Ms. Mansi Doshi representing M/s. S R B C and Co. LLP, Statutory Auditors of the Company;
- Mr. A Sekhar (CS Sekar Ananthanarayanan), Secretarial Auditor of the Company;
- Ms. Ashwini Inamdar and Ms. Alifiya Sapatwala, Partners of Mehta & Mehta, Practicing Company Secretaries, as Scrutinizer.

Thereafter, Ms. Farah Malik Bhanji, Managing Director of the Company, welcomed the shareholders to the 49th AGM and expressed her gratitude for their continued trust and support. She highlighted the resilient growth of the Indian footwear industry and stated that FY 2025-26 demonstrated the resilience of the Company's business, with consolidated revenue from operations growing by 14.2% to Rs. 2,864 crores. Revenue growth strengthened progressively during the year, from 9% in Q1 to 20% in Q4.

She further stated that EBITDA increased by 14.5% to ₹ 869 crores and profit after tax increased by 17.3% to ₹ 416 crores, with EBITDA margin at 30.3%, despite continued investments in stores, marketing, technology and newer formats.

She highlighted the Company’s continued focus on sustainability, including the scaling of its footwear recycling programme and achieving full recycling coverage against the footwear sold during the year. She further reaffirmed the Company’s commitment to responsible & thoughtful expansion, responding to evolving customer needs and building a stronger, more responsive and sustainable business, and placed on record her appreciation for the employees, partners, customers, shareholders and Independent Directors for their continued support and guidance.

Thereafter, Mr. Nissan Joseph, CEO of the Company, highlighted the key achievements and strategic initiatives during FY 2025-26. He informed the shareholders that the Company crossed the milestone of 1,000 stores, with 147 stores opened and 23 stores closed during the year, resulting in 124 net additions and taking the year-end network to 1,032 stores.

He stated that the integration of the Company’s physical and digital networks supported strong growth in E-commerce, with revenue increasing by 39% and contributing 12.9% of overall revenue. He also highlighted investments in distribution infrastructure, supply chain, talent, marketing and customer engagement, as well as the increasing use of technology, data and AI to strengthen decision-making and execution.

He further highlighted newer partnerships and formats across comfort footwear, sneaker culture, sports performance and athleisure, including MetroActiv, Foot Locker, FILA, New Era and Clarks, which broadened the Company’s offering to consumers. He reaffirmed the Company’s commitment to customer experience, sustainable growth and long-term value creation, and expressed his gratitude to the shareholders, customers, employees and other stakeholders for their continued trust, support and contribution to the Company’s journey.

The following business, as set out in the Notice convening the AGM of the Company, was transacted at the Meeting through e-voting:

Resolution No.	Particulars	Type of Resolution
1.	To receive, consider and adopt- a) The audited standalone financial statements of the Company for the Financial Year (“**FY**”) ended March 31, 2026, together with the reports of the Board of Directors and the Auditors thereon; and b) The audited consolidated financial statements of the Company for the FY ended March 31, 2026, together with the Report of the Auditors thereon.	Ordinary

Resolution No.	Particulars	Type of Resolution
2.	To confirm payment of Interim Dividend of ₹ 3/- per Equity Share of ₹ 5/- each already paid and to consider and declare Final Dividend of ₹ 3/- per Equity Share of ₹ 5/- each for the FY ended March 31, 2026.	Ordinary
3.	To re-appoint Ms. Alisha Rafique Malik (DIN: 10719537), Whole-time Director of the Company, who retires by rotation and being eligible, offers her candidature for re-appointment.	Ordinary
4.	To re-appoint Ms. Farah Malik Bhanji (DIN: 00530676) as Managing Director of the Company.	Special
5.	To approve the appointment of Mr. Sonny Iqbal (DIN: 02962053) as an Independent Director of the Company.	Special
6.	To approve payment of remuneration to Mr. Rafique Abdul Malik, Non-Executive Chairman of the Company.	Special
7.	To consider and approve amendments in 'METRO Stock Option Plan 2008'.	Special
8.	To consider and approve 'Metro Brands Limited – Employee Stock Option Scheme 2026'.	Special
9.	a) To consider and approve grant of employee stock options to the employees of the subsidiary company of the Company under 'METRO Stock Option Plan 2008'. b) To consider and approve grant of employee stock options to the employees of the associate company of the Company under 'METRO Stock Option Plan 2008'.	Special
10.	a) To consider and approve grant of employee stock options to the employees of the subsidiary company of the Company under 'Metro Brands Limited – Employee Stock Option Scheme 2026'. b) To consider and approve grant of employee stock options to the employees of the associate company of the Company under 'Metro Brands Limited – Employee Stock Option Scheme 2026'.	Special

Resolution No.	Particulars	Type of Resolution
11.	a) To consider and approve secondary acquisition of shares through Trust route for the implementation of 'METRO Stock Option Plan 2008'. b) To consider and approve secondary acquisition of shares through Trust route for the implementation of 'Metro Brands Limited – Employee Stock Option Scheme 2026'.	Special
12.	To consider and approve provision of money by the Company for purchase of its own Shares by the Trust under the 'METRO Stock Option Plan 2008' and 'Metro Brands Limited – Employee Stock Option Scheme 2026'.	Special

Ms. Deepa Sood informed that with the consent of the Members, the Notice convening the AGM along with Explanatory Statement was taken as read. She informed that the Statutory Auditors' Report and the Secretarial Auditors' Report for FY 2025-26 did not contain any qualification/adverse remarks, therefore the same was not required to be read at the Meeting.

She briefed the Members regarding the remote e-voting facility provided through NSDL, which commenced at 9.00 a.m. on Sunday, September 13, 2026 and concluded at 5.00 p.m. on Tuesday, September 15, 2026. She informed that e-voting facility was also provided during the AGM to Members who had not cast their votes through remote e-voting, which would remain open for 30 minutes after conclusion of the Meeting.

She further informed that M/s. Mehta & Mehta, Practicing Company Secretaries (Firm Registration Number P1996MH007500), had been appointed as the Scrutinizer to scrutinize the remote e-voting and e-voting during the AGM in a fair and transparent manner. The combined voting results along with the Scrutinizer's Report would be declared and submitted to the Stock Exchanges and uploaded on the websites of the Company and NSDL within two (2) working days from the conclusion of the AGM.

Thereafter, the floor was opened for the Members who had registered as speakers to raise their queries or share their views on the items set forth in the Notice, Annual Financial Statements and Annual Report of the Company for FY 2025-26. The Members were informed that the queries raised during the Q&A session would be addressed by the Company upon completion of the speaker session.

The Speaker Shareholders expressed their views, asked questions and sought clarifications on the financial statements and other matters. Brief video on the Company's brands & its journey to open 1000 stores was presented post which answers and clarifications were provided by the CEO, to the queries raised by the Speaker Shareholders.

Ms. Farah Malik Bhanji thanked the shareholders for their faith and confidence in the Company and expressed gratitude to customers, suppliers, vendors, bankers, business partners, regulators, and government authorities for their continued support. She also placed on record her appreciation for the guidance of the Board and the dedication of employees whose efforts drive the Company's resilience and growth.

She noted that all items of business set out in the Notice had been transacted. The Members present, who had not cast their vote through remote e-voting, were invited to do so, as the voting window would remain open for 30 minutes. The AGM proceedings concluded at 4:24 p.m.

This is for your information and records.

Thanking You,

Yours Faithfully,

For Metro Brands Limited,

DEEPA SOOD
Digitally signed by DEEPA SOOD
Date: 2026.09.16 18:06:47 +05'30'

Deepa Sood
Chief Legal Officer, Company Secretary and Compliance Officer
Membership No. 16019