



28th September, 2024

BSE Ltd.
Corporate Relation Department,
Listing Department,
Rotunda Building, PJ Towers,
Dalal Street, Mumbai – 400 023.
Scrip Code: 532867

National Stock Exchange of India Ltd.
Listing Department
Exchange Plaza, C-1, Block- G,
Bandra Kurla Complex
Bandra (East) Mumbai-400 051
NSE Symbol: V2RETAIL

Sub: Scrutinizer Report & Voting result of 23rd Annual General Meeting pursuant to Regulation 44 of the SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015

Dear Sir/Madam,

This is to inform you that the equity shareholders of the Company at the 23rd Annual General Meeting of the Company, held on Friday, 27th September, 2024 through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) approved all the items as set out the Notice dated 30th July, 2024 with requisite majority.

In terms of Regulation 44(3) of the SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015, the details regarding result of voting at above meeting of equity shareholders are as under:

1	Date of Annual General Meeting of equity shareholders	27 th September, 2024
2	Total number of shareholders on record date	22999
3	No. of shareholders present in the meeting either in person or through proxy	NA
4	No. of shareholders attended the meeting through video conferencing (i) Promoters and Promoter Group (ii) Public	5 64
5	Agenda-wise details	Attached as Annexure- A along with scrutinizer’s report.

We request you to kindly take the above on record.

Thanking you,
YOURS FAITHFULLY,
FOR V2 RETAIL LIMITED

SHIVAM AGGARWAL
COMPANY SECRETARY & COMPLIANCE OFFICER
MEM. NO.: A55785



SCRUTINIZER'S REPORT-CONSOLIDATED

To,

September 28, 2024

The Chairman

M/s V2 Retail Limited

Khasra No. 928 Extended Lal Dora Abadi,
Village Kapashera, Tehsil Vasant Vihar,
South West Delhi-110037

Sub: Consolidated Scrutinizer's Report on E-Voting Process (Remote E-Voting) and Electronic Voting (E-Voting) during the Annual General Meeting pursuant to Section 108 of the Companies Act, 2013 for the 23rd Annual General Meeting of V2 Retail Limited held on Friday, September 27, 2024 at 02:00 P.M. through Video Conferencing ('VC')/ Other Audio-Visual Means ('OVAM').

Dear Sir,

I, Sharwan Kumar Goel, a Chartered Accountant in Practice (Kumar Sarwan & Co.), has been appointed as the Scrutinizer by the Board of Directors of V2 Retail Limited vide resolution dated 30th July, 2024, pursuant to Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing remote e-voting and e-voting process in a fair and transparent manner for the business to be transacted at the 23rd Annual General Meeting of the Shareholders of the Company held on 27th September, 2024 at 02:00 P.M. through VC/OAVM.

Accordingly, V2 Retail Limited has made arrangement with the system provider viz, Link Intime India Private Limited for providing a system of recording votes of the shareholders electronically through e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronic means (e-voting).

Necessary, Instructions in this regard to be followed by the Shareholders have also been duly mentioned in the Notice of Annual General Meeting dated 30th July, 2024 as sent to Shareholders through electronic mode to those Members whose email addresses are registered with the Company/ Depositories in compliance with the



MCA Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 5, 2020 and Circular No. 02/2021 dated January, 13, 2021 and Circular No. 21/2021 dated December 14, 2021, 02/2022 dated May 5, 2022, 10/2022 dated December 28, 2022 and the latest being 09/2023 dated September 25, 2023 ("MCA Circulars") and Circular Nos. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/DDHS/P/CIR/2022/0063 dated May 13, 2022 and SEBI/HO/CRD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and Circular No. SEBI/HO/CFD/CFD- PoD-2/P/CIR/2023/167 dated October 7, 2023 issued by the Securities Exchange Board of India ("SEBI Circulars")

In accordance with the Notice of the 23rd Annual General Meeting sent to the Shareholders and the "Advertisement" published pursuant to Rule 20(4)(V) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015), the remote e-voting commenced on Tuesday, September 24, 2024 at 09:00 A.M. and ended on Thursday, September, 26, 2024 at 05:00 P.M.

The Shareholders of the Company holding shares as on "Cut-Off" date i.e. Friday, September 20, 2024 were entitled to vote on the resolutions as contained in the Notice of the Annual General Meeting of the Company.

After conclusion of the e-voting at the Annual General Meeting, the votes cast under remote e-voting and vote casted through e-voting during the AGM were unblocked on the Link Intime e-voting platform in the presence of two witnesses and then e-voting results were downloaded.

I have scrutinized and reviewed the e-voting and votes tendered therein based on the data downloaded from the Link Intime India Private Limited e-voting system.

69 (Sixty-Nine) No. of Shareholders participated through VC/OAVM.

I now submit my Consolidated Report on the remote e-voting and e-voting process conducted at the 23rd Annual General Meeting of the Shareholders of the Company in respect of the below mentioned resolutions.

Resolution No. 1: To consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2024



together with the Reports of the Board of Directors and Auditors thereon. **Ordinary Resolution**

Voting Method	Votes in Assent		Voted in Dissent		Invalid Votes
	No.s	%age	No.s	%age	No.s
E Voting	20709528	99.76	48475	0.23	NIL

Resolution No. 2: To appoint a director in place of Mr. Akash Agarwal, Whole-time Director having DIN: 03194632, who retires by rotation being eligible, offers himself for re-appointment. **Ordinary Resolution**

Voting Method	Votes in Assent		Voted in Dissent		Invalid Votes
	No.s	%age	No.s	%age	No.s
E Voting	20757983	99.99	20	0.00	NIL

RECOMMENDATION: BASED ON THE ABOVEMENTIONED RESULTS, THE ORDINARY RESOLUTIONS AS CONTAINED IN ITEM NO. 1 & 2 OF THE NOTICE OF AGM HAVE BEEN PASSED WITH REQUISITE MAJORITY.

Thanking You,

Yours faithfully

For **Kumar Sarwan & Co.**
Chartered Accountants

Sharwan Kumar Goel

Proprietor

Membership No.: 093010

Firm Regn. No.: 027892N

Place: New Delhi

Date: September 28, 2024

UDIN: 24093010BKGWTX3363



Counter Signed By:

For **V2 Retail Limited**

Ram Chandra Agarwal

Chairman & Managing Director

DIN: 00491885

Place: New Delhi

Date: September 28, 2024

Resolution Required: Ordinary			To appoint a Director in place of Mr. Akash Agarwal, Whole-time Director having DIN: 03194632, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 at this AGM and being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	18781029	18750248	99.8361	18750248	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		18750248	99.8361	18750248	0	100.0000	0.0000
Public Institutions	E-Voting	2031984	1618848	79.6683	1618848	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1618848	79.6683	1618848	0	100.0000	0.0000
Public Non-Institutions	E-Voting	13776328	388906	2.8230	388886	20	99.9949	0.0051
	Poll		1	0.0000	1	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		388907	2.8230	388887	20	99.9949	0.0051
Total		34589341	20758003	60.0127	20757983	20	99.9999	0.0001



Resolution Required: Ordinary		To consider and adopt the Audited Financial Statements (Standalone & Consolidated) of the Company for the Financial Year ended 31st March, 2024, together with the Reports of the Board of Directors and Auditors thereon.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	18781029	18750248	99.8361	18750248	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		18750248	99.8361	18750248	0	100.0000	0.0000
Public Institutions	E-Voting	2031984	1618848	79.6683	1570393	48455	97.0068	2.9932
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1618848	79.6683	1570393	48455	97.0068	2.9932
Public Non Institutions	E-Voting	13776328	388906	2.8230	388886	20	99.9949	0.0051
	Poll		1	0.0000	1	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		388907	2.8230	388887	20	99.9949	0.0051
Total		34589341	20758003	60.0127	20709528	48475	99.7665	0.2335

