



July 24, 2024

To,

<p>The Listing Department, BSE Limited, P J Towers, Dalal Street, Fort, Mumbai – 400 001</p> <p>Scrip ID – AAYUSH, Scrip Code – 539528</p>	<p>The Listing Department Metropolitan Stock Exchange of India Limited, Vibgyor Towers, 4th flr., Plot No.C 62, G-Block, Opp. Trident Hotel, BKC, Bandra (E), Mumbai – 400 098</p> <p>Symbol – AAYUSH, Series – EQ</p>
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Subject: Voting Results of Postal Ballot as per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

With reference to the Postal Ballot Notice dated June 19, 2024 and in compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we hereby submit the following documents:

- Voting results of Postal Ballot concluded on July 23, 2024 through Postal Ballot Forms and Remote E-voting.
- Scrutinizer's Report submitted by Rishit Shah & Co., Practicing Company Secretaries.

Kindly take the above cited information on your records.

Thanking You,

For Aayush Wellness Limited
(Formerly known as Aayush Food and Herbs Limited)

Naveenakumar Kunjaru
Managing Director
DIN: 07087891

AAYUSH WELLNESS LIMITED
(Formerly known as Aayush Food and Herbs Limited)

CIN: L01122DL1984PLC018307

Registered Office: 55, 2nd Floor, Lane 2, Westend Marg, Saidullajab, Near Saket Metro Station, New Delhi, Delhi - 110030

Contact No: +91 84486 93031 | **Email:** cs@aayushwellness.com | **Website:** www.aayushwellness.com



Resolution (1)									
Resolution required: (Ordinary / Special)				Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Description of resolution considered				SUB-DIVISION / SPLIT OF EQUITY SHARE OF THE COMPANY CONSEQUENT ALTERATION OF CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION					
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		0	0	0	0	0.0000	0.0000	
	Poll	0	0	0	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000	
	Total		0	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting		0	0	0	0	0.0000	0.0000	
	Poll	0	0	0	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000	
	Total		0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		2100318	64.7247	2100294	24	99.9989	0.0011	
	Poll	3245000							
	Postal Ballot (if applicable)								
	Total		3245000	2100318	64.7247	2100294	24	99.9989	0.0011
Total			3245000	2100318	64.7247	2100294	24	99.9989	0.0011
Whether resolution is Pass or Not.							Yes		
Disclosure of notes on resolution							Add Notes		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				INCREASE IN AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION OF CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION				
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	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	3245000	2100318	64.7247	2100294	24	99.9989	0.0011
	Poll							
	Postal Ballot (if applicable)							
	Total		3245000	2100318	64.7247	2100294	24	99.9989
Total		3245000	2100318	64.7247	2100294	24	99.9989	0.0011
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input style="background-color: #c0392b; color: white; padding: 2px 10px; border: none;" type="button" value="Add Notes"/>	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL OF IMPLEMENTATION OF THE AAYUSH WELLNESS LIMITED - EMPLOYEE STOCK OPTION PLAN 2024 (AWL - ESOP 2024)				
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		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		2100318	64.7247	2100294	24	99.9989	0.0011
	Poll	3245000						
	Postal Ballot (if applicable)							
	Total	3245000	2100318	64.7247	2100294	24	99.9989	0.0011
Total		3245000	2100318	64.7247	2100294	24	99.9989	0.0011
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								Add Notes

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL FOR THE EXTENSION OF BENEFITS OF THE AAYUSH WELLNESS LIMITED - EMPLOYEE STOCK OPTION PLAN 2024 TO THE EMPLOYEES OF FUTURE GROUP COMPANIES INCLUDING SUBSIDIARY COMPANY(IES), HOLDING COMPANY AND/OR ASSOCIATE				
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		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting		2100318	64.7247	2100294	24	99.9989	0.0011
	Poll	3245000						
	Postal Ballot (if applicable)							
	Total	3245000	2100318	64.7247	2100294	24	99.9989	0.0011
Total		3245000	2100318	64.7247	2100294	24	99.9989	0.0011
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<div style="background-color: #8B0000; color: white; padding: 5px; display: inline-block;">Add Notes</div>	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION OF THE COMPANY IN ACCORDANCE WITH COMPANIES ACT, 2013				
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	0	0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	3245000	2100318	64.7247	2100294	24	99.9989	0.0011
	Poll	3245000	2100318	64.7247	2100294	24	99.9989	0.0011
	Postal Ballot (if applicable)	3245000	2100318	64.7247	2100294	24	99.9989	0.0011
	Total	3245000	2100318	64.7247	2100294	24	99.9989	0.0011
Total		3245000	2100318	64.7247	2100294	24	99.9989	0.0011
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								Add Notes

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended]

To,

The Chairman / Managing Director

Aayush Wellness Limited

55, 2nd Floor, Lane 2, Westend Marg,
Saidullajab, Near Saket Metro Station,
New Delhi - 110030, India

Sub: Scrutinizer's Report on the voting by means of e-voting and postal ballot form on the resolutions set out in the Postal Ballot Notice dated June 19, 2014.

Dear Sir,

I, Rishit Shah (M. No.: F9522, C.O.P.: 26870), Company Secretary in Practice and Founder of Rishit Shah & Co., Practicing Company Secretaries, have been appointed as the Scrutinizer by the Board of Directors of Aayush Wellness Limited (*Formerly known as 'Aayush Food and Herbs Limited'*) ("**the Company**") at their meeting held on June 19, 2024 for the purpose of scrutinizing the voting by means of Postal Ballot Form ("**Postal Ballot Form**") and remote e-voting process ("**e-voting**") in a fair and transparent manner on the resolutions contained in the Postal Ballot Notice dated June 19, 2024 sent in accordance with the provisions of Sections 108 and 110 of the Companies Act, 2013 ("**Act**"), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**") including any statutory modification(s) thereto or re-enactment(s) thereof for the time being in force, and other applicable provisions, if any, read with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular 10/2021 dated June 23, 2021 and General Circular No. 20/2021 dated December 8, 2021, General Circular No. 3/2022 dated May 5, 2022, General Circular No. 11/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "**MCA Circulars**"), applicable provisions of the SEBI Listing Regulations as amended and Secretarial Standards – 2 on General Meetings issued by the Institute of Company Secretaries of India, and other applicable laws and regulations, if any.

The Postal Ballot Notice dated June 19, 2024 along with Explanatory Statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent through electronic mode to those Members whose e-mail addresses were registered with the Registrar and Share Transfer Agent/ Depositories. Physical copies of the Postal Ballot Notice along with Postal Ballot Form were sent to those members whose e-mail addresses were not registered by permitted means.

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The Company had engaged the services of Central Depository Services (India) Limited (“CDSL”) to provide e-voting facility to its Members.

The members of the Company holding shares as on the “Cut-off” date i.e. Friday, June 14, 2024 were entitled to vote on the resolutions as contained in the Notice. The voting period commenced at 9:00 AM IST of Monday, June 24, 2024 and concluded at 5:00 PM IST of Tuesday, July 23, 2024 and the CDSL e-voting module was disabled thereafter.

The votes cast during the voting period were unblocked on Tuesday, July 23, 2024 after the conclusion of voting period for Postal Ballot and was witnessed by two witnesses, Ms. Dixita Gawas and Ms. Divyata Raval, who are not in the employment of the Company and/ or CDSL.

Management’s Responsibility:

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 read with Rules made thereunder and the applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to e-voting and dispatch of Postal Ballot Forms to all the members of the Company whose names appear in the records of the Company/Depositories as on the Cut-off date, for voting on the resolutions as contained in the aforesaid Notice of Postal Ballot.

Scrutinizer’s Responsibilities:

Our responsibility as a Scrutinizer is to scrutinize and ensure that the voting done through e-voting and Postal Ballot Forms is done in a fair and transparent manner and to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting system of CDSL and of voting through physical Ballots Forms as provided by Company and/or Beetal Financial & Computer Services Private Limited, the agencies engaged by the Company to provide said facilities on the resolutions contained in the Notice.

The resolutions set out in the Postal Ballot Notice are as under:

- 1. Resolution No. 1 as an Ordinary Resolution** for sub-division/ split of Equity Shares of the Company & consequent alteration of Capital Clause of the Memorandum of Association
- 2. Resolution No. 2 as a Special Resolution** for increase in the Authorised Share Capital and consequent alteration of capital clause of the Memorandum of Association
- 3. Resolution No. 3 as a Special Resolution** to approve implementation of the Aayush Wellness Limited - Employee Stock Option Plan 2024 (AWL - ESOP 2024)
- 4. Resolution No. 4 as a Special Resolution** to approve the extension of benefits of the Aayush Wellness Limited - Employee Stock Option Plan 2024 to the employees of future group companies including Subsidiary Company(ies), Holding Company and/or Associate Companies of the Company; and



5. Resolution No. 5 as a Special Resolution to adopt new set of Articles of Association of the Company in accordance with Companies Act, 2013

A summary of the Voting is as per the “**Annexure**” annexed to this Report.

I report that the Resolutions as set out in Item Nos. 1 to 5 of the Postal Ballot Notice have been passed with requisite majority.

The Postal Ballot Forms, electronic data and all other relevant records relating to the postal ballot voting will be handed over to Mr. Naveenakumar Kunjaru, Managing Director of the Company for safe keeping as provided in the Act read with the relevant Rules.

The results of the voting by members through remote e-voting and postal ballot forms in respect of the above-mentioned resolutions may accordingly be declared by Mr. Naveenakumar Kunjaru, Managing Director as authorized in this regard by the Chairman.

Thanking You,
Yours sincerely,

For Rishit Shah & Co.,
Practicing Company Secretaries

RISHIT
DEEPAK
SHAH

Digitally signed by
RISHIT DEEPAK
SHAH
Date: 2024.07.24
12:14:46 +05'30'



Rishit Deepak Shah
Proprietor

M. No.: F9522 | C.O.P.: 26870
P.R. Certificate No.: 5387/2023
UDIN: F009522F000809695

Date: July 24, 2024
Place: Mumbai

Countersigned by:
For Aayush Wellness Limited

Naveenakumar Kunjaru
Managing Director
DIN: 07087891

1. Resolution No. 1 as an Ordinary Resolution for sub-division/ split of Equity Shares of the Company & consequent alteration of Capital Clause of the Memorandum of Association.

Sr. No.	Particulars		Resolution No. 1	
			No. of Ballots/ remote e-voting confirmations	No. of Shares voted
a.	Votes case through physical Postal Ballot Forms		0	0
b.	Remote e-voting confirmations received		38	21,00,318
	Total		38	21,00,318
c.	Less: Invalid Postal Ballots Forms/ Remote e-voting confirmations		0	0
d.	Net Valid Postal Ballots/ Remote e-voting confirmations		38	21,00,318
	(i)	Physical Postal Ballot Forms / Remote E-voting with assent for the Resolution	28	21,00,294
Percentage (%) of Assent			99.99%	
	(ii)	Physical Postal Ballot Forms / Remote E-voting with dissent for the Resolution	10	24
Percentage (%) of Dissent			0.001%	

*Rounded off to the nearest decimal



2. Resolution No. 2 as a Special Resolution for increase in the Authorised Share Capital and consequent alteration of Capital Clause of the Memorandum of Association.

Sr. No.	Particulars		Resolution No. 2	
			No. of Ballots/ remote e-voting confirmations	No. of Shares voted
a.	Votes case through physical Postal Ballot Forms		0	0
b.	Remote e-voting confirmations received		38	21,00,318
	Total		38	21,00,318
c.	Less: Invalid Postal Ballots Forms/ Remote e-voting confirmations		0	0
d.	Net Valid Postal Ballots/ Remote e-voting confirmations		38	21,00,318
	(i)	Physical Postal Ballot Forms / Remote E-voting with assent for the Resolution	28	21,00,294
Percentage (%) of Assent			99.99%	
	(ii)	Physical Postal Ballot Forms / Remote E-voting with dissent for the Resolution	10	24
Percentage (%) of Dissent			0.001%	

*Rounded off to the nearest decimal



3. Resolution No. 3 as a Special Resolution to approve implementation of the Aayush Wellness Limited - Employee Stock Option Plan 2024 (AWL - ESOP 2024).

Sr. No.	Particulars		Resolution No. 3	
			No. of Ballots/ remote e-voting confirmations	No. of Shares voted
a.	Votes case through physical Postal Ballot Forms		0	0
b.	Remote e-voting confirmations received		38	21,00,318
	Total		38	21,00,318
c.	Less: Invalid Postal Ballots Forms/ Remote e-voting confirmations		0	0
d.	Net Valid Postal Ballots/ Remote e-voting confirmations		38	21,00,318
	(i)	Physical Postal Ballot Forms / Remote E-voting with assent for the Resolution	28	21,00,294
Percentage (%) of Assent			99.99%	
	(ii)	Physical Postal Ballot Forms / Remote E-voting with dissent for the Resolution	10	24
Percentage (%) of Dissent			0.001%	

*Rounded off to the nearest decimal



4. **Resolution No. 4 as a Special Resolution** to approve the extension of benefits of the Aayush Wellness Limited - Employee Stock Option Plan 2024 to the employees of the future group companies including Subsidiary Company(ies), Holding Company and/or Associate Companies of the Company.

Sr. No.	Particulars		Resolution No. 4	
			No. of Ballots/ remote e-voting confirmations	No. of Shares voted
a.	Votes case through physical Postal Ballot Forms		0	0
b.	Remote e-voting confirmations received		38	21,00,318
	Total		38	21,00,318
c.	Less: Invalid Postal Ballots Forms/ Remote e-voting confirmations		0	0
d.	Net Valid Postal Ballots/ Remote e-voting confirmations		38	21,00,318
	(i)	Physical Postal Ballot Forms / Remote E-voting with assent for the Resolution	28	21,00,294
Percentage (%) of Assent			99.99%	
	(ii)	Physical Postal Ballot Forms / Remote E-voting with dissent for the Resolution	10	24
Percentage (%) of Dissent			0.001%	

*Rounded off to the nearest decimal



5. **Resolution No. 5 as a Special Resolution** to adopt new set of Articles of Association of the Company in accordance with Companies Act, 2013.

Sr. No.	Particulars		Resolution No. 5	
			No. of Ballots/ remote e-voting confirmations	No. of Shares voted
a.	Votes case through physical Postal Ballot Forms		0	0
b.	Remote e-voting confirmations received		38	21,00,318
	Total		38	21,00,318
c.	Less: Invalid Postal Ballots Forms/ Remote e-voting confirmations		0	0
d.	Net Valid Postal Ballots/ Remote e-voting confirmations		38	21,00,318
	(i)	Physical Postal Ballot Forms / Remote E-voting with assent for the Resolution	28	21,00,294
Percentage (%) of Assent			99.99%	
	(ii)	Physical Postal Ballot Forms / Remote E-voting with dissent for the Resolution	10	24
Percentage (%) of Dissent			0.001%	

*Rounded off to the nearest decimal

For Rishit Shah & Co.,
Practicing Company Secretaries

RISHIT DEEPAK SHAH
Digitally signed
by RISHIT
DEEPAK SHAH
Date: 2024.07.24
12:14:26 +05'30'



Rishit Deepak Shah
Proprietor

M. No.: F9522 | C.O.P.: 26870
P.R. Certificate No.: 5387/2023
UDIN: F009522F000809695

Date: July 24, 2024
Place: Mumbai