

August 30, 2024

**To**  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai - 400 001

**To**  
**National Stock Exchange of India Limited**  
Exchange Plaza, C-1, Block G  
Bandra Kurla Complex  
Bandra (E), Mumbai - 400 051

**Scrip Code: 544058**

**Scrip Symbol: MUFTI**

Dear Sir / Madam,

**Sub.: Proceeding and voting results of 25<sup>th</sup> Annual General Meeting of the Company**

Pursuant to Regulations 30 and 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), this is to inform that the 25<sup>th</sup> Annual General Meeting of the Company ("AGM") was held on Friday, August 30, 2024 at 12:30 pm through Video Conference (VC) / Other Audio-Visual Means ("AGM") to transact the business as set out in the Notice of the AGM.

In this regard, we enclosed herewith the following:

1. Summary of proceedings of the AGM, as required under Regulation 30 of the SEBI Listing Regulations - **Annexure I**;
2. The details of the combined voting results (Remote e-voting prior to the AGM and e-voting during the AGM), as required under Regulation 44 of the SEBI Listing Regulations - **Annexure II**;
3. Report of Scrutiniser dated August 30, 2024 on Remote e-voting prior to the AGM and e-voting during the AGM - **Annexure III**.

The above reports are also being uploaded on the Company's website - [www.credobrands.in](http://www.credobrands.in) and also on the website of National Securities Depository Limited - [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

Kindly take the same on record.

Thanking you,

Yours faithfully,  
For Credo Brands Marketing Limited

\_\_\_\_\_  
**Sanjay Kumar Mutha**  
Company Secretary and Compliance Officer

Encl. As above

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**Annexure - I**

**Summary of the proceedings of the 25<sup>th</sup> Annual General Meeting of Credo Brands Marketing Limited**

The 25<sup>th</sup> Annual General Meeting (“AGM”) of the Members of Credo Brands Marketing Limited (“the Company”) was held on Friday, August 30, 2024 at 12:30 pm through Video Conference (VC) / Other Audio-Visual Means (“AGM”), in compliance with the circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India and the applicable provisions of the Companies Act, 2013 and Rules made thereunder.

Mr. Kamal Khushlani, Chairman of the Board chaired the Meeting. Since, the requisite quorum was present, the Chairman called the Meeting to order.

Mrs. Poonam Khushlani, Whole-time Director, Mr. Manoj Nakra, Non-Executive Director and Chairman of the Stakeholders Relationship Committee, Mr. Paresh Bambolkar, Independent Director and Chairman of the Audit Committee, Mr. Amer Jaleel, Independent Director and Chairman of the Nomination and remuneration Committee, Mrs. Ramona Jogeshwar, Independent Director, attended the meeting. Representatives of the Statutory Auditors and Secretarial Auditors, were also present at the Meeting.

The Chairman informed the Members that the Company had provided the facility to cast their vote through Remote e-voting prior the AGM and e-voting during the AGM, for all the Resolutions as set forth in the Notice of the AGM. Members who were present at the AGM through VC and had not cast their votes through Remote e-voting, were provided e-voting facility to cast their votes during the AGM.

The following business were transacted at the AGM:

**Ordinary Business:**

1. Adoption of the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon;
2. Adoption of the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the Report of the Auditors thereon.
3. Declaration of Dividend of ₹0.50 per share on Equity Shares for the financial year 2023-24.
4. Re-appointment of Mr. Kamal Khushlani (DIN 00638929), a director retires by rotation
5. Appointment of M/s. MSKC & Associates, Chartered Accountants (ICAI Firm Registration No.: 001595S), as Statutory Auditors of the Company in place of the retiring Statutory Auditors of the Company.

**Special Business**

6. Ratification of CREDO STOCK OPTION PLAN 2020
7. Fixation of charges for service of documents on the Shareholders

The Chairman briefed to the Members on the performance of the Company and the questions raised by the Speaker Shareholders at the Meeting were satisfactorily responded to by the Chairman.

The Board of Directors had appointed Mr. Mukesh Siroya, Practicing Company Secretary as the Scrutiniser to supervise the Remote e-voting and e-voting process during the AGM. The Chairman informed the Members that the e-voting on the NSDL platform was provided for the next 15 minutes after the conclusion of the meeting.

The Chairman declared proceedings of the AGM as closed and concluded at 1.17 p.m. IST.

As per the Scrutiniser's Report received by the Company, all Resolutions as set out in the Notice of the AGM have been passed by the Members with requisite majority.

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Annexure II

**Details of Voting Results**

(Combined results of votes cast through Remote e-voting and e-voting at the AGM)

|   |  |
|---|--|
| Date of the AGM   | August 30, 2024  |
| Total number of Shareholders on record date                               | Cut-off date for reckoning the voting rights of the Shareholders was August 23, 2024.<br>Total Number of Shareholders on cut-off date: 79709                             |
| No. of Shareholders present in the AGM either in person or through proxy: |  |
| Promoters and Promoter Group:   | N.A.   |
| Public:   | N.A.   |
| No. of Shareholders attended the AGM through Video Conferencing           | Video Conferencing facility was provided   |
| Promoters and Promoter Group:   | 04   |
| Public:   | 49   |
| Mode of voting:   | 1. Remote e-voting conducted between Tuesday, August 27, 2024 (9:00 a.m. IST) and Thursday, August 29, 2024 (5:00 p.m. IST); and<br>2. E-voting conducted at the Meeting |

Given below is the resolution-wise combined result of remote e-voting and e-voting conducted at the Meeting:



Resolution No. 1

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon.

| Resolution required: (Ordinary/ Special)                                  |                |                    | Ordinary Resolution |   |                          |                       |                                      |                                    |
|---|----------------|--------------------|---------------------|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| 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       | 35621800           | 35621800            | 100.0000                                | 35621800                 | 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                             |
|   | <b>Total</b>   |                    | <b>35621800</b>     | <b>100.0000</b>                         | <b>35621800</b>          | <b>0</b>              | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public Institutions   | E-Voting       | 5558096            | 3123528             | 56.1978                                 | 3123528                  | 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                             |
|   | <b>Total</b>   |                    | <b>3123528</b>      | <b>56.1978</b>                          | <b>3123528</b>           | <b>0</b>              | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public Non Institutions   | E-Voting       | 23785107           | 8792367             | 36.9659                                 | 8791759                  | 608                   | 99.9931                              | 0.0069                             |
|   | Poll           |                    | 0                   | 0.0000                                  | 0                        | 0                     | 0.0000                               | 0.0000                             |
|   | Postal Ballot  |                    | 0                   | 0.0000                                  | 0                        | 0                     | 0.0000                               | 0.0000                             |
|   | <b>Total</b>   |                    | <b>8792367</b>      | <b>36.9659</b>                          | <b>8791759</b>           | <b>608</b>            | <b>99.9931</b>                       | <b>0.0069</b>                      |
| <b>Total</b>  |                | <b>64965003</b>    | <b>47537695</b>     | <b>73.1743</b>                          | <b>47537087</b>          | <b>608</b>            | <b>99.9987</b>                       | <b>0.0013</b>                      |



Resolution No. 2

| To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the Report of the Auditors thereon. |                |                    |                     |   |                          |                       |                                      |                                    |
|--|----------------|--------------------|---------------------|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary/ Special)   |                |                    | Ordinary Resolution |   |                          |                       |                                      |                                    |
| 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       | 35621800           | 35621800            | 100.0000                                | 35621800                 | 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                             |
|  | <b>Total</b>   |                    | <b>35621800</b>     | <b>100.0000</b>                         | <b>35621800</b>          | <b>0</b>              | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public Institutions  | E-Voting       | 5558096            | 3123528             | 56.1978                                 | 3123528                  | 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                             |
|  | <b>Total</b>   |                    | <b>3123528</b>      | <b>56.1978</b>                          | <b>3123528</b>           | <b>0</b>              | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public Non Institutions  | E-Voting       | 23785107           | 8792314             | 36.9656                                 | 8791706                  | 608                   | 99.9931                              | 0.0069                             |
|  | Poll           |                    | 0                   | 0.0000                                  | 0                        | 0                     | 0.0000                               | 0.0000                             |
|  | Postal Ballot  |                    | 0                   | 0.0000                                  | 0                        | 0                     | 0.0000                               | 0.0000                             |
|  | <b>Total</b>   |                    | <b>8792314</b>      | <b>36.9656</b>                          | <b>8791706</b>           | <b>608</b>            | <b>99.9931</b>                       | <b>0.0069</b>                      |
| <b>Total</b>   |                | <b>64965003</b>    | <b>47537642</b>     | <b>73.1742</b>                          | <b>47537034</b>          | <b>608</b>            | <b>99.9987</b>                       | <b>0.0013</b>                      |





Resolution No. 3

| To declare Dividend of ₹0.50 per share on Equity Shares for the financial year 2023-24. |                |                    |                     |   |                          |                       |                                      |                                    |
|---|----------------|--------------------|---------------------|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary/ Special)  |                |                    | Ordinary Resolution |   |                          |                       |                                      |                                    |
| 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       | 35621800           | 35621800            | 100.0000                                | 35621800                 | 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                             |
|   | <b>Total</b>   |                    | <b>35621800</b>     | <b>100.0000</b>                         | <b>35621800</b>          | <b>0</b>              | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public Institutions   | E-Voting       | 5558096            | 3123528             | 56.1978                                 | 3123528                  | 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                             |
|   | <b>Total</b>   |                    | <b>3123528</b>      | <b>56.1978</b>                          | <b>3123528</b>           | <b>0</b>              | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public Non Institutions   | E-Voting       | 23785107           | 8792314             | 36.9656                                 | 8791574                  | 740                   | 99.9916                              | 0.0084                             |
|   | Poll           |                    | 0                   | 0.0000                                  | 0                        | 0                     | 0.0000                               | 0.0000                             |
|   | Postal Ballot  |                    | 0                   | 0.0000                                  | 0                        | 0                     | 0.0000                               | 0.0000                             |
|   | <b>Total</b>   |                    | <b>8792314</b>      | <b>36.9656</b>                          | <b>8791574</b>           | <b>740</b>            | <b>99.9916</b>                       | <b>0.0084</b>                      |
| <b>Total</b>  |                | <b>64965003</b>    | <b>47537642</b>     | <b>73.1742</b>                          | <b>47536902</b>          | <b>740</b>            | <b>99.9984</b>                       | <b>0.0016</b>                      |



Resolution No. 4

| To appoint Mr. Kamal Khushlani (DIN 00638929), who retires by rotation and being eligible, offers himself for re-appointment. |                |                    |                     |   |                          |                       |                                      |                                    |
|---|----------------|--------------------|---------------------|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary/ Special)  |                |                    | Ordinary Resolution |   |                          |                       |                                      |                                    |
| 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       | 35621800           | 35621800            | 100.0000                                | 35621800                 | 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                             |
|   | <b>Total</b>   |                    | <b>35621800</b>     | <b>100.0000</b>                         | <b>35621800</b>          | <b>0</b>              | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public Institutions   | E-Voting       | 5558096            | 3123528             | 56.1978                                 | 3123528                  | 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                             |
|   | <b>Total</b>   |                    | <b>3123528</b>      | <b>56.1978</b>                          | <b>3123528</b>           | <b>0</b>              | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public Non Institutions   | E-Voting       | 23785107           | 8792261             | 36.9654                                 | 8789076                  | 3185                  | 99.9638                              | 0.0362                             |
|   | Poll           |                    | 0                   | 0.0000                                  | 0                        | 0                     | 0.0000                               | 0.0000                             |
|   | Postal Ballot  |                    | 0                   | 0.0000                                  | 0                        | 0                     | 0.0000                               | 0.0000                             |
|   | <b>Total</b>   |                    | <b>8792261</b>      | <b>36.9654</b>                          | <b>8789076</b>           | <b>3185</b>           | <b>99.9638</b>                       | <b>0.0362</b>                      |
| <b>Total</b>  |                | <b>64965003</b>    | <b>47537589</b>     | <b>73.1742</b>                          | <b>47534404</b>          | <b>3185</b>           | <b>99.9933</b>                       | <b>0.0067</b>                      |





Resolution No. 5

To appoint M/s. MSKC & Associates, Chartered Accountants (ICAI Firm Registration No.: 001595S), as Statutory Auditors of the Company in place of the retiring Statutory Auditors of the Company.

| Resolution required: (Ordinary/ Special)                                  |                |                    | Ordinary Resolution |   |                          |                       |                                      |                                    |
|---|----------------|--------------------|---------------------|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| 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       | 35621800           | 35621800            | 100.0000                                | 35621800                 | 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                             |
|   | <b>Total</b>   |                    | <b>35621800</b>     | <b>100.0000</b>                         | <b>35621800</b>          | <b>0</b>              | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public Institutions   | E-Voting       | 5558096            | 3123528             | 56.1978                                 | 3123528                  | 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                             |
|   | <b>Total</b>   |                    | <b>3123528</b>      | <b>56.1978</b>                          | <b>3123528</b>           | <b>0</b>              | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public Non Institutions   | E-Voting       | 23785107           | 8792261             | 36.9654                                 | 6111122                  | 2681139               | 69.5057                              | 30.4943                            |
|   | Poll           |                    | 0                   | 0.0000                                  | 0                        | 0                     | 0.0000                               | 0.0000                             |
|   | Postal Ballot  |                    | 0                   | 0.0000                                  | 0                        | 0                     | 0.0000                               | 0.0000                             |
|   | <b>Total</b>   |                    | <b>8792261</b>      | <b>36.9654</b>                          | <b>6111122</b>           | <b>2681139</b>        | <b>69.5057</b>                       | <b>30.4943</b>                     |
| <b>Total</b>  |                | <b>64965003</b>    | <b>47537589</b>     | <b>73.1742</b>                          | <b>44856450</b>          | <b>2681139</b>        | <b>94.3600</b>                       | <b>5.6400</b>                      |



Resolution No. 6

| Ratification of CREDO STOCK OPTION PLAN 2020                              |                |                    |                     |   |                          |                       |                                      |                                    |
|---|----------------|--------------------|---------------------|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary/ Special)                                  |                |                    | Special Resolution  |   |                          |                       |                                      |                                    |
| 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       | 35621800           | 35621800            | 100.0000                                | 35621800                 | 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                             |
|   | <b>Total</b>   |                    | <b>35621800</b>     | <b>100.0000</b>                         | <b>35621800</b>          | <b>0</b>              | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public Institutions   | E-Voting       | 5558096            | 3123528             | 56.1978                                 | 114289                   | 3009239               | 3.6590                               | 96.3410                            |
|   | Poll           |                    | 0                   | 0.0000                                  | 0                        | 0                     | 0.0000                               | 0.0000                             |
|   | Postal Ballot  |                    | 0                   | 0.0000                                  | 0                        | 0                     | 0.0000                               | 0.0000                             |
|   | <b>Total</b>   |                    | <b>3123528</b>      | <b>56.1978</b>                          | <b>114289</b>            | <b>3009239</b>        | <b>3.6590</b>                        | <b>96.3410</b>                     |
| Public Non Institutions   | E-Voting       | 23785107           | 8791595             | 36.9626                                 | 8789328                  | 2267                  | 99.9742                              | 0.0258                             |
|   | Poll           |                    | 0                   | 0.0000                                  | 0                        | 0                     | 0.0000                               | 0.0000                             |
|   | Postal Ballot  |                    | 0                   | 0.0000                                  | 0                        | 0                     | 0.0000                               | 0.0000                             |
|   | <b>Total</b>   |                    | <b>8791595</b>      | <b>36.9626</b>                          | <b>8789328</b>           | <b>2267</b>           | <b>99.9742</b>                       | <b>0.0258</b>                      |
| <b>Total</b>  |                | <b>64965003</b>    | <b>47536923</b>     | <b>73.1731</b>                          | <b>44525417</b>          | <b>3011506</b>        | <b>93.6649</b>                       | <b>6.3351</b>                      |





Resolution No. 7

| To fix charges for service of documents on the Shareholders               |                |                    |                     |   |                          |                       |                                      |                                    |
|---|----------------|--------------------|---------------------|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary/ Special)                                  |                |                    | Ordinary Resolution |   |                          |                       |                                      |                                    |
| 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       | 35621800           | 35621800            | 100.0000                                | 35621800                 | 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                             |
|   | <b>Total</b>   |                    | <b>35621800</b>     | <b>100.0000</b>                         | <b>35621800</b>          | <b>0</b>              | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public Institutions   | E-Voting       | 5558096            | 3123528             | 56.1978                                 | 3123528                  | 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                             |
|   | <b>Total</b>   |                    | <b>3123528</b>      | <b>56.1978</b>                          | <b>3123528</b>           | <b>0</b>              | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public Non Institutions   | E-Voting       | 23785107           | 8791648             | 36.9628                                 | 8787535                  | 4113                  | 99.9532                              | 0.0468                             |
|   | Poll           |                    | 0                   | 0.0000                                  | 0                        | 0                     | 0.0000                               | 0.0000                             |
|   | Postal Ballot  |                    | 0                   | 0.0000                                  | 0                        | 0                     | 0.0000                               | 0.0000                             |
|   | <b>Total</b>   |                    | <b>8791648</b>      | <b>36.9628</b>                          | <b>8787535</b>           | <b>4113</b>           | <b>99.9532</b>                       | <b>0.0468</b>                      |
| <b>Total</b>  |                | <b>64965003</b>    | <b>47536976</b>     | <b>73.1732</b>                          | <b>47532863</b>          | <b>4113</b>           | <b>99.9913</b>                       | <b>0.0087</b>                      |



**M Siroya and Company**  
**Company Secretaries**

A-103, Samved Building (Madhukunj), Near Ekta Bhoomi Gardens, Rajendra Nagar, Borivali (E), Mumbai - 400 066  
Tel.: +91 22 28706523/24; 28546523(D); Cel: +91 9324310151; E-mail: siroyam@gmail.com; [www.msiroya.com](http://www.msiroya.com)

**CONSOLIDATED SCRUTINIZER'S REPORT**

**[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015**

To,

**The Chairperson of 25<sup>th</sup> Annual General Meeting ("AGM") of the Equity Shareholders  
Credo Brands Marketing Limited  
B 8, MIDC Central Road, Marol  
Next to MIDC Police Station  
Andheri- East, Mumbai- 400093**

Dear Sir,

**Sub: Consolidated Scrutinizer's report on remote e-voting conducted pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for the 25<sup>th</sup> Annual General Meeting of Credo Brands Marketing Limited ("AGM") held on Friday, August 30, 2024 at 12:30 p.m. IST through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").**

1. I, Mukesh Siroya, Proprietor, M Siroya and Company, Practicing Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of **Credo Brands Marketing Limited** (the "Company") for the purpose of:
  - a. Scrutinizing the remote e-voting process under the provisions of Section 108 of The Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ("Rules") and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations") on the resolutions contained in the notice dated July 30, 2024 convening the AGM ("AGM Notice"); and
  - b. Scrutinizing the remote e-voting facility provided to the shareholders during the AGM through VC/OAVM and who had not cast their vote earlier.



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2. The Management of the Company is responsible to ensure the compliance with the requirement of the Act and Rules relating to remote e-voting before and during the AGM. My responsibility as a Scrutinizer is restricted to scrutinize remote e-voting before and during the AGM in a fair and transparent manner and to ascertain requisite majority and is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" and/or "against" the resolutions stated in the AGM Notice, based on the report generated from the e-voting system provided by National Securities Depository Limited ("NSDL"), appointed by the Company to provide remote e-voting before and during the AGM.
  
3. I submit herewith a Consolidated report on the results of remote e-voting before and during the AGM as under:
  - (i). The remote e-voting period remained open from 09:00 a.m. IST Tuesday, August 27, 2024 to 05:00 p.m. IST Thursday, August 29, 2024.
  
  - (ii). The Annual Report and the AGM Notice inter-alia indicating the process and manner of e-voting was sent by electronic mode to those Members whose e-mail addresses were registered with the Company or Depositories Participants or Registrar and Transfer Agent - Link Intime India Private Limited pursuant to the circulars issued by the Ministry of Corporate Affairs ("MCA") and the Securities and Exchange Board of India ("SEBI").
  
  - (iii). The voting rights were reckoned as on Friday, August 23, 2024, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and e-voting during the AGM.
  
  - (iv). The Company had also provided e-voting facility to the members present at the AGM through VC/OAVM and who had not cast their e-votes earlier through the remote e-voting.

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- (v). After the conclusion of the AGM, the votes cast through remote e-voting before and during the AGM were unblocked on August 30, 2024 at 01.33 P.M in the presence of two witnesses, namely Mr. Jash Oza and Mr. Aarya Gediya, who were not in employment of the Company.
- (vi). Thereafter, we have scrutinized the votes cast through remote e-voting conducted before and during the AGM and reconciled the same with the records maintained by the Company/ NSDL / Registrar and Transfer Agents of the Company.
- (vii). The consolidated result of remote e-voting before and during AGM is enclosed as an Annexure to this Report.

Yours faithfully,

**For M Siroya and Company  
Company Secretaries**

**MUKESH  
KUMAR  
SIROYA**  
Digitally signed by MUKESH KUMAR SIROYA  
DN: c=IN, postalCode=400066,  
o=MUMBAISECTRA, street=MUMBAI, I=MUMBAI,  
ou=Personal,  
serialNumber=15e6e05278c342c2eeba08691f6  
9397c2aff67681e7e45ac3f3a85344623,  
pseudonym=6a7655236a9e4f7b48c54ce898b0e  
75,  
2.5.4.20=ccc5e4074ff15857685f6d11c5b1804fac  
6436868914d1f6b7a316b6cc54,  
email=SIROYA@SIROYA.COM, ou=MUKESH  
KUMAR SIROYA  
Date: 2024.08.30 18:35:15 +05'30'

**Mukesh Siroya  
Company Secretary  
Membership No. FCS 5682;  
CP No. 4157  
PR No: 1075/2021  
UDIN: F005682F001085541**

**Place: Mumbai  
Date: August 30, 2024**

**Enclosed: Annexure**

**Countersigned  
For Credo Brands Marketing Limited**

**Sanjay  
Kumar  
Mutha**  
Digitally signed  
by Sanjay Kumar  
Mutha  
Date: 2024.08.30  
18:54:29 +05'30'

**Sanjay Kumar Mutha  
Company Secretary**

**Place: Mumbai  
Date: August 30, 2024**

**M Siroya and Company**  
**Company Secretaries**

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**Annexure to the Report**

**Results of Remote E-Voting and E-Voting during the AGM of Credo Brands Marketing Limited**

**Ordinary Business:**

**Item No.: 1: Ordinary Resolution**

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024 together with the reports of the Board of Directors and Auditors thereon

i) Details of Votes in favour and against the resolution:

|                                   | Remote e-voting      |                                    | E-voting at the AGM  |                                    | Total                |                                    | Percentage (%) |
|-----------------------------------|----------------------|------------------------------------|----------------------|------------------------------------|----------------------|------------------------------------|----------------|
|                                   | No. of members voted | No. of shares for which votes cast | No. of members voted | No. of shares for which votes cast | No. of members voted | No. of shares for which votes cast |                |
| Votes in favour of the resolution | 162                  | 47537087                           | 0                    | 0                                  | 162                  | 47537087                           | 100.00         |
| Votes against the resolution      | 3                    | 607                                | 1                    | 1                                  | 4                    | 608                                | 0.00           |
| <b>Total</b>                      | <b>165</b>           | <b>47537694</b>                    | <b>1</b>             | <b>1</b>                           | <b>166</b>           | <b>47537695</b>                    | <b>100.00</b>  |

ii) Details of Invalid and Abstained Votes:

| Method of Voting    | Invalid Votes  |                                    | Abstained from Voting |              |
|---------------------|----------------|------------------------------------|-----------------------|--------------|
|                     | No. of members | No. of shares for which votes cast | No. of members        | No. of votes |
| Remote e-voting     | 0              | 0                                  | 0                     | 0            |
| E-voting at the AGM | 0              | 0                                  | 0                     | 0            |
| <b>Total</b>        | <b>0</b>       | <b>0</b>                           | <b>0</b>              | <b>0</b>     |

Based on the above result, I report that the Ordinary Resolution as set out in Item No. 1 of the AGM Notice has been passed with requisite majority.

**M Siroya and Company**  
**Company Secretaries**

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**Item No.: 2: Ordinary Resolution**

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 together with the reports of the Auditors thereon

i) Details of Votes in favour and against the resolution:

|                                   | Remote e-voting      |                                    | E-voting at the AGM  |                                    | Total                |                                    | Percentage (%) |
|-----------------------------------|----------------------|------------------------------------|----------------------|------------------------------------|----------------------|------------------------------------|----------------|
|                                   | No. of members voted | No. of shares for which votes cast | No. of members voted | No. of shares for which votes cast | No. of members voted | No. of shares for which votes cast |                |
| Votes in favour of the resolution | 161                  | 47537034                           | 0                    | 0                                  | 161                  | 47537034                           | 100.00         |
| Votes against the resolution      | 3                    | 607                                | 1                    | 1                                  | 4                    | 608                                | 0.00           |
| <b>Total</b>                      | <b>164</b>           | <b>47537641</b>                    | <b>1</b>             | <b>1</b>                           | <b>165</b>           | <b>47537642</b>                    | <b>100.00</b>  |

ii) Details of Invalid and Abstained Votes:

| Method of Voting    | Invalid Votes  |                                    | Abstained from Voting |              |
|---------------------|----------------|------------------------------------|-----------------------|--------------|
|                     | No. of members | No. of shares for which votes cast | No. of members        | No. of votes |
| Remote e-voting     | 0              | 0                                  | 0                     | 0            |
| E-voting at the AGM | 0              | 0                                  | 0                     | 0            |
| <b>Total</b>        | <b>0</b>       | <b>0</b>                           | <b>0</b>              | <b>0</b>     |

Based on the above result, I report that the Ordinary Resolution as set out in Item No. 2 of the AGM Notice has been passed with requisite majority.

**M Siroya and Company**  
**Company Secretaries**

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**Item No.: 3: Ordinary Resolution**

To declare Dividend of ₹0.50 per share on Equity Shares for the financial year 2023-24.

i) Details of Votes in favour and against the resolution:

|   | Remote e-voting            |  | E-voting at the AGM        |  | Total                      |  | Percent-<br>age (%) |
|---|----------------------------|--|----------------------------|--|----------------------------|--|---------------------|
|   | No. of<br>members<br>voted | No. of shares<br>for which<br>votes cast | No. of<br>members<br>voted | No. of shares<br>for which<br>votes cast | No. of<br>members<br>voted | No. of shares<br>for which<br>votes cast |                     |
| Votes in favour<br>of the<br>resolution | 158                        | 47536902                                 | 0                          | 0  | 158                        | 47536902                                 | 100.00              |
| Votes against<br>the resolution         | 6                          | 739                                      | 1                          | 1  | 7                          | 740                                      | 0.00                |
| <b>Total</b>                            | <b>164</b>                 | <b>47537641</b>                          | <b>1</b>                   | <b>1</b>                                 | <b>165</b>                 | <b>47537642</b>                          | <b>100.00</b>       |

ii) Details of Invalid and Abstained Votes:

| Method of Voting    | Invalid Votes     |                                       | Abstained from Voting |              |
|---------------------|-------------------|---------------------------------------|-----------------------|--------------|
|                     | No. of<br>members | No. of shares for<br>which votes cast | No. of<br>members     | No. of votes |
| Remote e-voting     | 0                 | 0                                     | 0                     | 0            |
| E-voting at the AGM | 0                 | 0                                     | 0                     | 0            |
| <b>Total</b>        | <b>0</b>          | <b>0</b>                              | <b>0</b>              | <b>0</b>     |

Based on the above result, I report that the Ordinary Resolution as set out in Item No. 3 of the AGM Notice has been passed with requisite majority.

**M Siroya and Company**  
**Company Secretaries**

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**Item No.: 4 Ordinary Resolution:**

To appoint Mr. Kamal Khushlani (DIN 00638929), who retires by rotation and being eligible, offers himself for re-appointment..

i) Details of Votes in favour and against the resolution:

|   | Remote e-voting            |  | E-voting at the AGM        |  | Total                      |  | Percent-<br>age (%) |
|---|----------------------------|--|----------------------------|--|----------------------------|--|---------------------|
|   | No. of<br>members<br>voted | No. of shares<br>for which<br>votes cast | No. of<br>members<br>voted | No. of shares<br>for which<br>votes cast | No. of<br>members<br>voted | No. of shares<br>for which<br>votes cast |                     |
| Votes in favour<br>of the<br>resolution | 149                        | 47534404                                 | 0                          | 0  | 149                        | 47534404                                 | 99.99               |
| Votes against<br>the resolution         | 14                         | 3184                                     | 1                          | 1  | 15                         | 3185                                     | 0.01                |
| <b>Total</b>                            | <b>163</b>                 | <b>47537588</b>                          | <b>1</b>                   | <b>1</b>                                 | <b>164</b>                 | <b>47537589</b>                          | <b>100.00</b>       |

ii) Details of Invalid and Abstained Votes:

| Method of Voting    | Invalid Votes     |                                       | Abstained from Voting |              |
|---------------------|-------------------|---------------------------------------|-----------------------|--------------|
|                     | No. of<br>members | No. of shares for<br>which votes cast | No. of<br>members     | No. of votes |
| Remote e-voting     | 0                 | 0                                     | 0                     | 0            |
| E-voting at the AGM | 0                 | 0                                     | 0                     | 0            |
| <b>Total</b>        | <b>0</b>          | <b>0</b>                              | <b>0</b>              | <b>0</b>     |

Based on the above result, I report that the Ordinary Resolution as set out in Item No. 4 of the AGM Notice has been passed with requisite majority.

**M Siroya and Company**  
**Company Secretaries**

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**Item No.: 5 Ordinary Resolution:**

To appoint M/s. MSKC & Associates, Chartered Accountants (ICAI Firm Registration No.: 001595S), as Statutory Auditors of the Company in place of the retiring Statutory Auditors of the Company

i) Details of Votes in favour and against the resolution:

|   | Remote e-voting            |  | E-voting at the AGM        |  | Total                      |  | Percent-<br>age (%) |
|---|----------------------------|--|----------------------------|--|----------------------------|--|---------------------|
|   | No. of<br>members<br>voted | No. of shares<br>for which<br>votes cast | No. of<br>members<br>voted | No. of shares<br>for which<br>votes cast | No. of<br>members<br>voted | No. of shares<br>for which<br>votes cast |                     |
| Votes in favour<br>of the<br>resolution | 155                        | 44856450                                 | 0                          | 0  | 155                        | 44856450                                 | 94.36               |
| Votes against<br>the resolution         | 8                          | 2681138                                  | 1                          | 1  | 9                          | 2681139                                  | 5.64                |
| <b>Total</b>                            | <b>163</b>                 | <b>47537588</b>                          | <b>1</b>                   | <b>1</b>                                 | <b>164</b>                 | <b>47537589</b>                          | <b>100.00</b>       |

ii) Details of Invalid and Abstained Votes:

| Method of Voting    | Invalid Votes     |                                       | Abstained from Voting |              |
|---------------------|-------------------|---------------------------------------|-----------------------|--------------|
|                     | No. of<br>members | No. of shares for<br>which votes cast | No. of<br>members     | No. of votes |
| Remote e-voting     | 0                 | 0                                     | 0                     | 0            |
| E-voting at the AGM | 0                 | 0                                     | 0                     | 0            |
| <b>Total</b>        | <b>0</b>          | <b>0</b>                              | <b>0</b>              | <b>0</b>     |

Based on the above result, I report that the Ordinary Resolution as set out in Item No. 5 of the AGM Notice has been passed with requisite majority.

**M Siroya and Company**  
**Company Secretaries**

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**Special Business:**

**Item No.: 6 Special Resolution:**

Ratification of CREDO STOCK OPTION PLAN 2020.

i) Details of Votes in favour and against the resolution:

|   | Remote e-voting            |  | E-voting at the AGM        |  | Total                      |  | Percent-<br>age (%) |
|---|----------------------------|--|----------------------------|--|----------------------------|--|---------------------|
|   | No. of<br>members<br>voted | No. of shares<br>for which<br>votes cast | No. of<br>members<br>voted | No. of shares<br>for which<br>votes cast | No. of<br>members<br>voted | No. of shares<br>for which<br>votes cast |                     |
| Votes in favour<br>of the<br>resolution | 150                        | 44525417                                 | 0                          | 0  | 150                        | 44525417                                 | 93.66               |
| Votes against<br>the resolution         | 12                         | 3011505                                  | 1                          | 1  | 13                         | 3011506                                  | 6.34                |
| <b>Total</b>                            | <b>162</b>                 | <b>47536922</b>                          | <b>1</b>                   | <b>1</b>                                 | <b>163</b>                 | <b>47536923</b>                          | <b>100.00</b>       |

ii) Details of Invalid and Abstained Votes:

| Method of Voting    | Invalid Votes     |                                       | Abstained from Voting |              |
|---------------------|-------------------|---------------------------------------|-----------------------|--------------|
|                     | No. of<br>members | No. of shares for<br>which votes cast | No. of<br>members     | No. of votes |
| Remote e-voting     | 0                 | 0                                     | 0                     | 0            |
| E-voting at the AGM | 0                 | 0                                     | 0                     | 0            |
| <b>Total</b>        | <b>0</b>          | <b>0</b>                              | <b>0</b>              | <b>0</b>     |

Based on the above result, I report that the Special Resolution as set out in Item No. 6 of the AGM Notice has been passed with requisite majority.



**M Siroya and Company**  
**Company Secretaries**

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**Item No.: 7 Ordinary Resolution:**

To fix charges for service of documents on the Shareholders.

i) Details of Votes in favour and against the resolution:

|                                   | Remote e-voting      |                                    | E-voting at the AGM  |                                    | Total                |                                    | Percentage (%) |
|-----------------------------------|----------------------|------------------------------------|----------------------|------------------------------------|----------------------|------------------------------------|----------------|
|                                   | No. of members voted | No. of shares for which votes cast | No. of members voted | No. of shares for which votes cast | No. of members voted | No. of shares for which votes cast |                |
| Votes in favour of the resolution | 145                  | 47532863                           | 0                    | 0                                  | 145                  | 47532863                           | 99.99          |
| Votes against the resolution      | 18                   | 4112                               | 1                    | 1                                  | 19                   | 4113                               | 0.01           |
| <b>Total</b>                      | <b>163</b>           | <b>47536975</b>                    | <b>1</b>             | <b>1</b>                           | <b>164</b>           | <b>47536976</b>                    | <b>100.00</b>  |

ii) Details of Invalid and Abstained Votes:

| Method of Voting    | Invalid Votes  |                                    | Abstained from Voting |              |
|---------------------|----------------|------------------------------------|-----------------------|--------------|
|                     | No. of members | No. of shares for which votes cast | No. of members        | No. of votes |
| Remote e-voting     | 0              | 0                                  | 0                     | 0            |
| E-voting at the AGM | 0              | 0                                  | 0                     | 0            |
| <b>Total</b>        | <b>0</b>       | <b>0</b>                           | <b>0</b>              | <b>0</b>     |

Based on the above result, I report that the Ordinary Resolution as set out in Item No. 7 of the AGM Notice has been passed with requisite majority.

**M Siroya and Company  
Company Secretaries**

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The electronic data and all other relevant records relating to remote e-voting and e-voting during the AGM are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairperson considers, approves and signs the Minutes of the AGM.

Thanking you,

Yours faithfully,

**For M Siroya and Company  
Company Secretaries**

**MUKESH  
KUMAR  
SIROYA**

Digitally signed by MUKESH KUMAR SIROYA  
DN: c=IN, postalCode=400066,  
st=MAHARASHTRA, street=MUMBAL,  
l=MUMBAL, o=Personal,  
serialNumber=c15e6e05278c342c2eeb5a8  
691f69397c2aff67681e7e45ac33fa8534462  
3,  
pseudonym=6a7655236a9e4f7b48c54ce89  
db9e75,  
2.5.4.20=cccc4e074ff5857685f611c5cb180  
4fafc643e86914dfbf7a316bec54,  
email=SIROYAM@GMAIL.COM, cn=MUKESH  
KUMAR SIROYA  
Date: 2024.08.30 18:36:26 +05'30'

**Mukesh Siroya  
Company Secretary  
Membership No. FCS 5682;  
CP No.: 4157  
PR No.: 1075/2021  
UDIN: F005682F001085541**

**Place: Mumbai  
Date: August 30, 2024**

**Countersigned  
For Credo Brands Marketing Limited**

**Sanjay  
Kumar  
Mutha**

Digitally signed  
by Sanjay Kumar  
Mutha  
Date: 2024.08.30  
19:00:48 +05'30'

**Sanjay Kumar Mutha  
Company Secretary**

**Place: Mumbai  
Date: August 30, 2024**