



28th March, 2023

National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 4000 51 NSE Code: V2RETAIL	BSE Limited 25 th Floor, "Phiroze Jeejeebhoy Towers", Dalal Street, Mumbai – 400001 BSE Code: 532867
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Sub: Disclosure of Voting Results of Postal Ballot

Dear Sir/Madam,

This is with reference to our intimation dated February 22, 2023 about the postal ballot notice/process undertaken by V2 Retail Limited ("the Company") for seeking the approval of the members of the Company in respect of the Special Resolution for appointment of Mr. Srinivas Anand Mannava (DIN: 09361339) as an Independent Director for a term of 5(five) years, by way of remote electronic voting only ("e-voting").

The remote e-voting period was commenced from 09:00 a.m. (IST) on Saturday, February 25, 2023 and ended at 05:00 p.m. (IST) on Sunday, March 26, 2023.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Regulations") and the Companies Act, 2013, we wish to inform you that the said special resolution is passed with requisite majority on March 26, 2023.

In this regard, please find enclosed herewith the followings:

1. Voting Results pursuant to Regulation 44(3) of SEBI (LODR) Regulations; and
2. Report of Scrutinizer dated March 28, 2023, pursuant to section 108 and 110 of the Companies Act, 2013 and read with the Companies (Management and Administration) Rules, 2014.

The voting results along with the Scrutinizer's Report will also be available on the Company's website at www.v2retail.com and on the website of Link Intime India Private Limited (e-voting agency) at [www.instavote linkintime.co.in](http://www.instavote.linkintime.co.in).

Request you to kindly take the same on records.

Thanking You.

**Yours truly,
For V2 Retail Limited**

**Sudhir Kumar
Company Secretary & Compliance Officer**

Encl:- As above



VOTING RESULTS PURSUANT TO REGULATION 44(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

V2 Retail Limited								
RESOLUTION NO. 1			Appointment of Mr. Srinivas Anand Mannava (DIN: 09361339) as an Independent Director of the Company w.e.f. 10th February, 2023 for a term of 5 (five) years					
Resolution Required: (Ordinary / Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of Share Held(1)	No. of Votes Polled(2)	% of Votes Polled on Outstanding Shares: (3)= [(2)/(1)]*100	No. of Votes-In favour (4)	No. of Votes-against (5)	% of Votes in Favour on votes Polled (6)= (4)/(2)*100	% of Votes against on votes Polled (7)= (5)/(2)*100
Promoter and Promoter Group	E-Voting	1,84,19,817	1,77,56,556	96.3992	1,77,56,556	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1,77,56,556	96.3992	1,77,56,556	0	100.0000	0.0000
Public Institutions	E-Voting	27,27,456	22,00,000	80.6612	22,00,000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		22,00,000	80.6612	22,00,000	0	100.0000	0.0000
Public Non Institution	E-Voting	1,32,42,068	2,52,836	1.9093	2,50,841	1,995	99.2110	0.7890
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		2,52,836	1.9093	2,50,841	1,995	99.2110	0.7890
Total		3,43,89,341	2,02,09,392	58.7664	2,02,07,397	1,995	99.9901	0.0099

Result: Resolution Passed with requisite Majority

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SCRUTINIZER'S REPORT

[Pursuant to section 108 and 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014]

To,

28th March, 2023

The Chairman

M/s V2 Retail Limited

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

Sub: Report of Scrutinizer on Voting Process carried out through Postal Ballot (remote E-voting) conducted pursuant to the provisions of section 108 and 110 of the Companies Act, 2013 ('the Act') read with Companies (Management and Administration) Rules, 2014

Dear Sir,

The Board of Directors of the Company issued the postal ballot notice dated February 10, 2023 (hereinafter referred as "Notice") and decided to provide to the members of the Company, facility to exercise their voting rights on the resolution as set out in the notice through Postal Ballot ("remote e-voting"); as required under the provisions of Section 108 and 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014.

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 ("Company") vide resolution dated February 10, 2023, for the purpose of scrutinizing the results of remote e-voting; in a fair and transparent manner and ascertaining the requisite majority for passing of resolution as contained in the notice and reproduced herein below:

RESOLUTION:

- 1. Special Resolution: Appointment of Mr. Srinivas Anand Mannava (DIN: 09361339) as an Independent Director of the Company w.e.f. February 10, 2023 for a term of 5 (five) years**

I hereby submit my report on the Resolutions proposed in the postal ballot notice as under:

1. The members of the company whose names were recorded in the Register of Members or in the Register of Beneficial Owners maintained in the depositories as on the Cut-off date i.e., February 17, 2023 were entitled to vote on the Resolution(s) in the notice.
2. The Postal Ballot Notice was sent to all the Members, whose e-mail addresses were registered with the Company or with the Depositories/Depository Participants or with the Company's Registrar and Transfer Agent, Link Intime India Private Limited as on February 17, 2023 ('cut-off date').
3. The Company had published on Friday, February 24, 2023 an advertisement about the completion of dispatch of Postal Ballot Notice through electronic mode and E-voting requirements/ process, in Financial Express – English (All editions) and Jansatta – Hindi (Delhi edition) newspapers.





4. The votes exercised through e-voting facility from Saturday, February 25, 2023 at 09:00 am (IST) to Sunday, March 26, 2023 at 05:00 pm (IST) (both days inclusive); being the last date for remote e-voting; were considered for my scrutiny.
5. I have received a complete record of votes cast by e-voting mode on March 26, 2023 from Link Intime India Private Limited, the 'e-voting agency'. The e-voting period was concluded on March 26, 2023 at 05:00 p.m. (IST).
6. After the closure of Voting period on Sunday, March 26, 2023, I have unblocked the electronic votes in the presence of two witnesses who were not in the employment of the Company.
7. I have scrutinized, downloaded and counted the votes casted through remote e-voting facility and their particulars have been recorded in accordance with the Companies (Management and Administration) Rules, 2014 for the purpose of this report.
8. Members voted have cast their votes through remote e-voting.
9. The results of e-voting are as under:

Summary of Votes cast by remote e-voting

Resolution No. 1- Appointment of Mr. Srinivas Anand Mannava (DIN: 09361339) as an Independent Director of the Company w.e.f. February 10, 2023 for a term of 5 (five) years

- a. Voted in favour of the Resolution:

Number of Members Voted	Number of Votes Cast by them	% of total Number of valid Votes Cast
66	2,02,07,397	99.9901%

- b. Voted against of the Resolution:

Number of Members Voted	Number of Votes Cast by them	% of total Number of valid Votes Cast
18	1,995	0.0099%

- c. Invalid Votes:

Total Number of Members whose votes were declared Invalid	Total Number of Votes cast by them
	Nil

10. The Register, all other papers and relevant records relating to voting will be handed over to the Company for safe keeping.





Result:

The resolution has secured requisite majority of votes and has been passed as a Special Resolution.

The Chairman or any other person of the Company duly authorized by the Chairman may accordingly declare the result of voting through remote e-voting facility in respect of the Resolution mentioned in the Postal Ballot Notice.

Thanking You,

Yours faithfully,

For **KUMAR SARWAN & CO.**
CHARTERED ACCOUNTANTS

(SHARWAN KUMAR GOEL)
Proprietor
MEMBERSHIP NO.: 093010
Firm Regn. No. 027892N



Date: March 28, 2023
Place: Delhi
UDIN: 23093010BGYNXY5900

Counter Signed By:
For **V2 Retail Limited**

Ram Chandra Agarwal
Chairman & Managing Director
DIN: 00491885
Date: March 28, 2023

