

SWEET DREAMS

September 27, 2025

To,
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra East, Mumbai-400051

Symbol: SDREAMS

Dear Sir/Madam,

Subject: Voting Results of the 21st Annual General Meeting of the Company pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the voting results of the 21st Annual General Meeting (AGM) of S D RETAIL LIMITED (the Company) held on Thursday, September 25, 2025 at 2:00 P.M. IST through Video Conferencing (VC)/Other Audio Visual Means (OAVM). The mode of voting was remote e-voting and e-voting.

1.	Date of AGM	25-09-2025
2.	Total number of shareholders on record date (i.e. 18.09.2025)	999
3.	No. of shareholders present in the meeting either in person or through proxy:	Nil
	Promoter and Promoter Group:	Nil
	Public:	Nil
4.	No. of shareholders attended the meeting through video conferencing:	16
	Promoter and Promoter Group:	12
	Public:	4

S D RETAIL LIMITED

(Formerly known as S D Retail Private Limited)

C-929, Stratum at Venus Ground, Near Jhansi Ki Rani Statue, Nehru Nagar, Ahmedabad-380006. Gujarat, India.

Contact: 7043106787 Email: sdrpl@sweetdreamsindia.com Website: www.sweetdreams.in

CIN NO: L52520GJ2004PLC056076

SWEET DREAMS

The Scrutinizer has given his consolidated Report dated September 27, 2025 on remote e-voting and e-voting at the AGM and on the basis of the Scrutinizer's Report, I, Poojaben Shah, Company Secretary and Compliance Officer of the Company, being authorised in this behalf, hereby declare that all the Nine (9) resolutions for the business items as set out in the Notice of the 21st AGM have been passed by the members of the Company with requisite majority. The details of voting result in respect of resolutions for business as set out at Item No. 1 to 9 of the Notice of the 21st AGM of the Company and Report of the Scrutinizer are enclosed.

This is for your information and record.

Thanking You,

Yours Faithfully,

For S D RETAIL LIMITED

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POOJABEN SHAH

COMPANY SECRETARY & COMPLIANCE OFFICER

Membership No.: A73158

Encl.: As above

S D RETAIL LIMITED

(Formerly known as S D Retail Private Limited)

C-929, Stratum at Venus Ground, Near Jhansi Ki Rani Statue, Nehru Nagar, Ahmedabad-380006. Gujarat, India.

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO RECEIVE, CONSIDER AND ADOPT THE AUDITED STANDALONE FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025 TOGETHER WITH THE				
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		12223386	100.0000	12223386	0	100.0000	0.0000
	Poll	12223386	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	12223386	12223386	100.0000	12223386	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll	838000	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	838000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		2605000	46.0166	2605000	0	100.0000	0.0000
	Poll	5661000	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	5661000	2605000	46.0166	2605000	0	100.0000	0.0000
Total		18722386	14828386	79.2014	14828386	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				TO RE-APPOINT MR. HITESH PRAVINCHANDRA RUPARELIA (DIN: 00490790) AS CHAIRMAN AND MANAGING DIRECTOR LIABLE TO RETIRE BY ROTATION				
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	12223386	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	12223386	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	838000	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	838000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	5661000	2605000	46.0166	2605000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	5661000	2605000	46.0166	2605000	0	100.0000	0.0000
Total		18722386	2605000	13.9138	2605000	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO RE-APPOINT MS. SIMERAN BHASIN (DIN: 07482286) AS PROFESSIONAL NON-EXECUTIVE DIRECTOR LIABLE TO RETIRE BY ROTATION				
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	12223386	12223386	100.0000	12223386	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	12223386	12223386	100.0000	12223386	0	100.0000	0.0000
Public- Institutions	E-Voting	838000	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	838000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	5661000	2605000	46.0166	2602000	3000	99.8848	0.1152
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	5661000	2605000	46.0166	2602000	3000	99.8848	0.1152
Total		18722386	14828386	79.2014	14825386	3000	99.9798	0.0202
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

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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				TO CONSIDER AND APPROVE THE APPOINTMENT OF Mr. JAYDEEP JAGANNATH SHETTY (DIN: 01567863) AS A NON EXECUTIVE AND INDEPENDENT DIRECTOR				
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	12223386	12223386	100.0000	12223386	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	12223386	12223386	100.0000	12223386	0	100.0000	0.0000
Public- Institutions	E-Voting	838000	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	838000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	5661000	2605000	46.0166	2605000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	5661000	2605000	46.0166	2605000	0	100.0000	0.0000
Total		18722386	14828386	79.2014	14828386	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

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

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Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF SECRETARIAL AUDITOR				
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		12223386	100.0000	12223386	0	100.0000	0.0000
	Poll	12223386	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	12223386	12223386	100.0000	12223386	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll	838000	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	838000	0	0.0000	0	0	0.0000	0.0000
Public - Non Institutions	E-Voting		2605000	46.0166	2605000	0	100.0000	0.0000
	Poll	5661000	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	5661000	2605000	46.0166	2605000	0	100.0000	0.0000
Total		18722386	14828386	79.2014	14828386	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

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Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				APPROVAL FOR CHANGE IN DESIGNATION OF MR. UTPALBHAI PRAVINCHANDRA RUPARELIA (DIN: 00300525) FROM WHOLE-TIME DIRECTOR TO MANAGING DIRECTOR				
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	12223386	220	0.0018	220	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	12223386	220	0.0018	220	0	100.0000	0.0000
Public- Institutions	E-Voting	838000	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	838000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	5661000	2605000	46.0166	2605000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	5661000	2605000	46.0166	2605000	0	100.0000	0.0000
Total		18722386	2605220	13.9150	2605220	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	220
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL FOR CHANGE IN DESIGNATION OF MR. VISHESH JAILESH DALAL (DIN: 03250002) FROM NOMINEE DIRECTOR TO DIRECTOR (PROFESSIONAL NON-EXECUTIVE, NON				
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	12223386	12223386	100.0000	12223386	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	12223386	12223386	100.0000	12223386	0	100.0000	0.0000
Public- Institutions	E-Voting	838000	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	838000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	5661000	2605000	46.0166	2605000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	5661000	2605000	46.0166	2605000	0	100.0000	0.0000
Total		18722386	14828386	79.2014	14828386	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

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

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Resolution (8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO APPROVE S D RETAIL EMPLOYEE STOCK OPTION PLAN 2025 (ESOP 2025 PLAN)				
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	12223386	12223386	100.0000	12223386	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	12223386	12223386	100.0000	12223386	0	100.0000	0.0000
Public- Institutions	E-Voting	838000	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	838000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	5661000	2595000	45.8400	2595000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	5661000	2595000	45.8400	2595000	0	100.0000	0.0000
Total		18722386	14818386	79.1480	14818386	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

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

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Resolution (9)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				GRANT OF EMPLOYEE STOCK OPTIONS UNDER THE S D RETAIL EMPLOYEE STOCK OPTION PLAN 2025 TO THE EMPLOYEES OF GROUP COMPANY INCLUDING SUBSIDIARY COMPANY OR ITS				
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	12223386	12223386	100.0000	12223386	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	12223386	12223386	100.0000	12223386	0	100.0000	0.0000
Public- Institutions	E-Voting	838000	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	838000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	5661000	2595000	45.8400	2595000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	5661000	2595000	45.8400	2595000	0	100.0000	0.0000
Total		18722386	14818386	79.1480	14818386	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

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Consolidated Report of Scrutinizer on

Remote e-voting and electronic voting at the 21st Annual General Meeting (AGM)

To,

The Chairman

S D RETAIL LIMITED

[CIN: L52520GJ2004PLC056076]

C-929, Stratum at Venus Ground,

Near Jhansi Ki Rani Statue,

Nehru Nagar, Ahmedabad-380006

Gujarat, India.

Dear Sir,

SUB: Consolidated Scrutinizer's Report on voting through remote e-voting and electronic voting at the 21st AGM of the shareholders of the Company, held on Thursday, September 25, 2025 at 02:00 P.M. (IST) through video conferencing ("VC") /other audio-visual means ("OAVM") in terms of provisions of the Companies Act, 2013 (herein after the "Act") read with the Rules issued there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter the "SEBI Listing Regulations")

A. I, MONIKA GAURAV GUPTA, Proprietor of M/s. MONIKA CHECHANI & Associates, Practicing Company Secretaries, appointed as Scrutinizer in the meeting of Board of Directors of the Company held on Thursday, August 28, 2025, to conduct the following:

(i) Remote e-voting process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and

(ii) Electronic Voting at the AGM under the provisions of Section 109 of the Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the AGM held on Thursday, September 25, 2025 at 02.00 P.M.

B. Pursuant to Section 101, 108 of the Act and Rule 20 of Companies (Management & Administration) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Company has confirmed that the electronic copy of the Notice convening the 21st AGM of the Company along with the process of remote e-voting was sent to the shareholders whose e-mail addresses were registered with the Company's Registrar and Share Transfer Agent/Depository Participant(s) for communication purposes in compliance with the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 14, 2021, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022 and December 28, 2022 and by SEBI Circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 05, 2023 and other applicable provisions of the SEBI Listing Regulations, the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India. The Company completed dispatch of Notice along with explanatory

statement on Monday, September 1st, 2025, only through electronic mode, to those members whose name(s) appeared on the Register of Members/ List of beneficiaries as on August 29, 2025.

- C. The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and rules made thereunder and relevant provisions of the aforesaid MCA circulars relating to voting through remote e-voting and e-voting through electronic system at the Annual General Meeting for the resolutions proposed in the notice of the 21st Annual General Meeting of the members of the Company. My responsibility as Scrutinizer to scrutinize the remote e-voting process and e-voting through electronic system at the 21st Annual General Meeting in a fair and transparent manner and also responsible to make a consolidated Scrutinizer's Report of the total votes cast "in favour" or "against" on the resolutions stated below.
- D. The Company had appointed National Securities Depository Limited ("NSDL") for conducting the electronic voting by the shareholders of the Company at the AGM. After the time fixed for closing of electronic voting at AGM by the Chairman, voting was closed and votes cast were unblocked.
- E. The Company had availed the remote e-voting facility provided by NSDL for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Monday, 22nd September 2025, 9.00 A.M. (IST) and ended on Wednesday, 24th September 2025, 5.00 P.M. (IST) and the NSDL remote e-voting portal was blocked for voting thereafter.
- F. At the 21st Annual General Meeting, the facility for voting through e-voting system was available for all those members, who have attended the meeting through VC/OAVM and didn't cast their votes by remote e-voting and otherwise not barred from doing so.
- G. The Total votes cast were unblocked in the presence of two witnesses, Ms. Diya Gangavani and Mrs. Keyuri Kansagra, who are not in the employment of the Company at 2:58 P.M. after the conclusion of the 21st Annual General Meeting dated 25th September, 2025.
- H. Based on the data downloaded from the official website of the National Securities Depository Limited, the agency authorized and engaged by the Company to provide remote e-voting and voting through electronic system at the 21st Annual General Meeting, the Consolidated Report on the results of voting on each resolution are given hereunder:

Date of AGM	September 25, 2025
Total number of shareholders on record date (i.e., as on Thursday, 18th September 2025,)	999
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter group	0
Public	0
No. of shareholders attended the meeting through Video Conferencing:	
Promoter and Promoter group	12
Public	4

Resolution 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, 2025, together with the reports of the board of directors and the auditors thereon.

Manner of Voting	Votes in Favour of Resolution			Votes Against the Resolution			Invalid Votes		
	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)
Remote E-voting	24	14828386	100	0	0	0	0	0	0
E-voting at the AGM	0	0	0	0	0	0	0	0	0
Total	24	14828386	100	0	0	0	0	0	0

Thus, the Ordinary Resolution as given in Item No. 1 may be considered as passed with requisite majority.

Resolution Item No. 2 - Ordinary Resolution:

To Re-appoint MR. HITESH PRAVINCHANDRA RUPARELIA (DIN: 00490790) as Chairman and Managing Director liable To Retire by Rotation.

Manner of Voting	Votes in Favour of Resolution			Votes Against the Resolution			Invalid Votes		
	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)
Remote E-voting	12	2605000	100	0	0	0	0	0	0
E-voting at the AGM	0	0	0	0	0	0	0	0	0
Total	12	2605000	100	0	0	0	0	0	0

Thus, the Ordinary Resolution as given in Item No. 2 may be considered as passed with requisite majority.

Resolution Item No. 3 - Ordinary Resolution:

To Re-appoint MS. SIMERAN BHASIN (DIN: 07482286) as professional Non-executive Director liable to retire by rotation

Manner of Voting	Votes in Favour of Resolution			Votes Against the Resolution			Invalid Votes		
	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)
Remote E-voting	23	14825386	99.97	1	3000	0.02	0	0	0
E-voting at the AGM	0	0		0	0	0	0	0	0
Total	23	14825386	99.97	1	3000	0.02	0	0	0

Thus, the Ordinary Resolution as given in Item No. 3 may be considered as passed with requisite majority.

Resolution Item No. 4 - Special Resolution:

To consider and approve the appointment of MR. JAYDEEP JAGANNATH SHETTY (DIN: 01567863) as a Non-Executive & Independent Director.

Manner of Voting	Votes in Favour of Resolution			Votes Against the Resolution			Invalid Votes		
	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)
Remote E-voting	24	14828386	100	0	0	0	0	0	0
E-voting at the AGM	0	0	0	0	0	0	0	0	0
Total	24	14828386	100	0	0	0	0	0	0

Thus, the Special Resolution as given in Item No. 4 may be considered as passed with requisite majority.

Resolution Item No. 5 - Ordinary Resolution:

APPOINTMENT OF SECRETARIAL AUDITOR

To consider and if thought fit, pass, with or without modification(s), the following resolution as an Ordinary Resolution:

Manner of Voting	Votes in Favour of Resolution			Votes Against the Resolution			Invalid Votes		
	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)
Remote E-voting	24	14828386	100	0	0	0	0	0	0
E-voting at the AGM	0	0	0	0	0	0	0	0	0
Total	24	14828386	100	0	0	0	0	0	0

Thus, the Ordinary Resolution as given in Item No. 5 may be considered as passed with requisite majority.

Resolution Item No. 6 - Special Resolution:

Approval for change in designation of Mr. UTPALBHAI PRAVINCHANDRA RUPARELIA (DIN: 00300525) from Whole-Time Director to Managing Director.

Manner of Voting	Votes in Favour of Resolution			Votes Against the Resolution			Invalid Votes		
	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)
Remote E-voting	12	2605000	100	0	0	0	0	0	0
E-voting at the AGM	1	220	0	0	0	0	1	220	0
Total	13	2605220	100	0	0	0	1	220	0

Thus, the Special Resolution as given in Item No. 6 may be considered as passed with requisite majority.

Resolution Item No. 7 - Special Resolution:

Approval for change in designation of MR. VISHESH JAILESH DALAL (DIN: 03250002) from Nominee Director to director (Professional Non-Executive, Non-independent)

Manner of Voting	Votes in Favour of Resolution			Votes Against the Resolution			Invalid Votes		
	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)
Remote E-voting	24	14828386	100	0	0	0	0	0	0
E-voting at the AGM	0	0	0	0	0	0	0	0	0
Total	24	14828386	100	0	0	0	0	0	0

Thus, the Special Resolution as given in Item No. 7 may be considered as passed with requisite majority.

Resolution Item No. 8 - Special Resolution:

To approve S D RETAIL Employee Stock Option Plan 2025' ("ESOP 2025"/ "plan")

Manner of Voting	Votes in Favour of Resolution			Votes Against the Resolution			Invalid Votes		
	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)
Remote E-voting	23	14818386	100	0	0	0	0	0	0
E-voting at the AGM	0	0	0	0	0	0	0	0	0
Total	23	14818386	100	0	0	0	0	0	0

Thus, the Special Resolution as given in Item No. 8 may be considered as passed with requisite majority.

Resolution Item No. 9 - Special Resolution:

Grant of Employee Stock Options under the "S D RETAIL EMPLOYEE STOCK OPTION PLAN 2025" To the employees of Group Company including subsidiary company or its associate company, (present and / or) future in India or outside India, or of a future holding company of the company as applicable.

Monika Gaurav Gupta

FCS, CA(Inter), Registered Valuer-SFA, AIII, Independent
Director (IICA)

MONIKA CHECHANI & ASSOCIATES

Practicing Company Secretary
A peer review Firm

A-802 Amrapali Lakeview Tower,
Opp. Ahmedabad One Mall, Vastrapur,
Ahmedabad - 380054
IBBI/RV/03/2021/14089
CS Membership No. F9253
PCS COP No. 10883
Email ID: csmonika2012@gmail.com
O: 079 48900339, M: 9428111432

Manner of Voting	Votes in Favour of Resolution			Votes Against the Resolution			Invalid Votes		
	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)
Remote E-voting	23	14818386	100	0	0	0	0	0	0
E-voting at the AGM	0	0	0	0	0	0	0	0	0
Total	23	14818386	100	0	0	0	0	0	0

Thus, the Special Resolution as given in Item No. 9 may be considered as passed with requisite majority.

I hereby confirm that I am maintaining the records received from the service provider electronically, in respect of votes cast through remote e-voting and voting through electronic system during AGM by the members of the Company. I shall be providing these records to you or such other person as authorized by you.

Thanking You.

Issued at Ahmedabad on 27th day of September 2025

For, Monika Chechani & Associates
Company Secretaries

MONIKA
GAURAV
GUPTA

Digitally signed by
MONIKA GAURAV
GUPTA
Date: 2025.09.27
15:49:36 +05'30'

MONIKA GAURAV GUPTA
(Proprietor)
M No: F 9253, CP No. 10883
UDIN: F009253G001366994

Countersigned by:

SHAH
POOJABEN

Digitally signed by
SHAH POOJABEN
Date: 2025.09.27
15:54:04 +05'30'

Chairman of the Meeting/Authorized Person
S D RETAIL LIMITED

Place: Ahmedabad | Date: 27th day of September, 2025