



February 13, 2025

**BSE Limited**  
**Scrip: 535755**

**National Stock Exchange of India Limited**  
**Symbol: ABFRL**

**Sub.: Proceedings of the Extra-Ordinary General Meeting of Aditya Birla Fashion and Retail Limited**  
**("EGM/Meeting")**

**Ref.: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015** ("SEBI Listing Regulations")

Dear Sir/ Madam,

Pursuant to the above referred, the EGM of the Company was held today i.e., February 13, 2025 through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") to transact the business as stated in the Notice of EGM dated January 22, 2025 ("Notice").

The meeting commenced at 11:00 a.m. and concluded at 11:56 a.m.

In this regard, please find enclosed summary of the proceedings as **Annexure A**.

The results of voting will be intimated separately.

This is for your information and record.

Thanking you.

Sincerely,  
For **Aditya Birla Fashion and Retail Limited**

**Anil Malik**  
**President & Company Secretary**

*Encl.: a/a*

**ADITYA BIRLA FASHION AND RETAIL LIMITED**

**Registered Office:**

Piramal Agastya Corporate Park, Building 'A',  
4<sup>th</sup> and 5<sup>th</sup> Floor, Unit No. 401, 403, 501, 502,  
L.B.S. Road, Kurla, Mumbai - 400 070

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## Annexure A

### SUMMARY OF THE PROCEEDINGS OF THE EXTRA ORDINARY GENERAL MEETING (“MEETING”)

<b>MEETING DETAILS</b>	
<b>DAY &amp; DATE</b>	Thursday & February 13, 2025.
<b>TIME</b>	Commenced at: 11:00 a.m.      Concluded at: 11:56 a.m.
<b>MODE OF MEETING</b>	Through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”).

#### **Proceedings, in brief**

#### **Management Participants:**

- Mr. Arun Adhikari, Independent Director, Chairperson of the EGM
- Mr. Ashish Dikshit, Managing Director
- Mr. Yogesh Chaudhary, Independent Director
- Mr. Jagdish Bajaj, Chief Financial Officer
- Mr. Anil Malik, President & Company Secretary

#### **Invitees:**

- Mr. Abdul Majeed, Partner, Price Waterhouse & Co Chartered Accountants LLP, Statutory Auditor
- Mr. Dilip Bharadiya, Partner, M/s. Dilip Bharadiya & Associates, Company Secretaries, Secretarial Auditor

The Meeting was held in accordance with the applicable provisions under the Companies Act, 2013 (“Act”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Circulars issued by Ministry of Corporate Affairs and SEBI.

Mr. Anil Malik, President & Company Secretary of the Company:

- welcomed all the shareholders to the Meeting convened and
- requested the Directors present in the meeting to elect amongst themselves, the Chairperson of the meeting.

Directors present at the meeting elected Mr. Arun Adhikari to act as the Chairperson of the Meeting. Accordingly, Mr. Adhikari presided over the Meeting as the Chairperson.

Mr. Adhikari, Chairperson of the Meeting:

- welcomed the Shareholders to the Meeting and on requisite quorum being present, called the Meeting to be in order;

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- informed the Members that:
  - ✓ meeting was conducted through VC / OAVM;
  - ✓ notice of the Meeting along with Statement under Section 102 of the Act, had been dispatched to the Shareholders through electronic means via e-mail to those shareholders whose e-mail addresses were registered with the Company / Registrar and Share Transfer Agent / Depository Participant(s)/ Depositories as on Friday, January 17, 2025 and were taken as read;
  - ✓ M/s. Dilip Bharadiya & Associates, a Practicing Company Secretary was appointed as scrutinizer to scrutinize the e-voting during the Meeting, was also present at the Meeting through VC;
  - ✓ the documents for inspection can be accessed through the 'Inspection Tab' on the 'InstaMeet' portal of the MUGF Intime India Private Limited (*formerly known as Link Intime India Private Limited*) and
  - ✓ invited the Members to express their views, ask questions and seek clarifications on the matters stated in the Notice, if any.

Thereafter, Mr. Ashish Dikshit, Managing Director of the Company apprised the shareholders about the purpose and objective of preferential issue. Mr. Dikshit also answered all the queries of the shareholders.

Mr. Adhikari thanked all the shareholders, Board of Directors, Chief Financial Officer, Company Secretary of the Company and representatives of the Statutory and Secretarial Auditors for joining the Meeting.

The Chairperson of the Meeting informed the members that:

- In terms of the Notice, the following business is transacted at the Meeting:

Item No.	Business	Resolution Type
1.	Issue of equity shares on a preferential basis to Promoter Group	Special
2.	Issue of equity shares on a preferential basis to Qualified Institutional Buyers	

- Method of voting for the Resolutions: Remote e-voting and e-voting (Insta Poll).
- Informed the Members that the voting at the Meeting would be available for 15 minutes post closure of the Meeting for those shareholders who had not cast their votes during the remote e-voting.
- Informed that the voting Results would be declared and disseminated on the website and on the notice board at the registered office of the Company, the Registrar and Share Transfer Agent and the Stock Exchanges within the statutory timeline.

Thereafter, the Chairperson declared the meeting as concluded and requested the Members to proceed with the e-voting.

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A copy of the Chairman's Speech is being made available on the website of the Company at [www.abfrl.com](http://www.abfrl.com).

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Thanking you.

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For **Aditya Birla Fashion and Retail Limited**

**Anil Malik**  
**President & Company Secretary**

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