



SHANTHALA

SHANTHALA FMCG PRODUCTS LIMITED

(Formerly known as Shanthala FMCG Products Private Limited)

CIN: L51109KA2014PLC073756

Regd Office: 7th Block, Gandhinagar Bye Pass Road, Virajpet, Kodagu- 571218, Karnataka, India.

GST: 29AAUCS2983H1ZI | **Phone:** 08274298999 / 09945694963

Email: accounts@shanthalafmcg.com | **Web:** www.shanthalafmcg.com

September 27, 2025

To,
General Manager,
National Stock Exchange of India Ltd.,
Exchange Plaza, Plot No.C/ 1, G Block
Bandra-Kurla Complex, Bandra (E),
Mumbai: 400051.

Respected Sir,

Symbol: SHANTHALA/ ISIN NO.: INE0Q9Q01017

SUB: Voting results and Scrutinizer's Report on Voting of the 11th Annual General Meeting held on September 26, 2025.

As per the requirements of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company had provided remote e-voting and e-voting facility (during AGM) to its members on the business transacted at the 11th Annual General Meeting (AGM) of the Company held on Friday, September 26, 2025 at 12:00 P.M. (IST) through Video Conferencing (VC)/Other Audio Video Means (OAVM).

The Company had appointed M/s. Deep Shukla & Associates, Practicing Company Secretary as the scrutinizer for the remote e-voting and e-voting facility at the AGM. As per the Scrutinizer's Report, all resolutions as set out in the Notice of 11th Annual General Meeting have been duly approved by the members of the Company.

Please find attached voting results and the Scrutinizer's Report on voting held through e-voting at the 11th AGM of the Company.

Thanking You,

Yours faithfully,

For Shanthala FMCG Products Limited

Bantwal Shobitha Malya

Director

DIN – 06793259

Enclosed: as above

SHANTHALA FMCG PRODUCTS LIMITED

Date of the AGM/EGM	26/09/2025
Total number of shareholders on record date	505
No. of shareholders present in the meeting either in person or through proxy:	0
Promoters and promoter Group:	0
Public:	0
No. of shareholders attended the meeting through Video Conferencing:	11
Promoters and promoter Group:	6
Public:	5

Resolution 1 :Adoption of Standalone and consolidated audited financial statements of the Company for the financial year ended March 31, 2025, and the reports of the Board of Directors and 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 (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)		
Promoter & Promoter Group	E-VOTING	4101200	4098800	99.94	4098800	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4101200	4098800	99.94	4098800	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	2596864	472840	18.21	472840	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	2596864	472840	18.21	472840	0	100.00	0.00
TOTAL		6698064	4571640	68.25	4571640	0	100.00	0.00

Resolution 2 Appointment of Mrs. Bantwal Shobitha Mallya (DIN: 06793259) as Director, liable to retire by rotation.

Resolution required :(Ordinary / Special)	Ordinary Resolution
Whether promoter/promoter group are interested in the agenda/resolution ?	Yes

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)		
Promoter & Promoter Group	E-VOTING	4101200	2256600	55.02	2256600	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4101200	2256600	55.02	2256600	0	100.00	0.00

Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	2596864	472840	18.21	472840	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	2596864	472840	18.21	472840	0	100.00	0.00
TOTAL		6698064	2729440	40.75	2729440	0	100.00	0.00

Resolution 3 Change in designation of Mrs. Bantwal Shobitha Malya from Executive Director to Managing Director of the Company.

Resolution required :(Ordinary / Special)

Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution ?

Yes

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	4101200	2256600	55.02	2256600	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4101200	2256600	55.02	2256600	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	2596864	472840	18.21	472840	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	2596864	472840	18.21	472840	0	100.00	0.00
TOTAL		6698064	2729440	40.75	2729440	0	100.00	0.00

Resolution 4Alteration of Articles of Association of the company.

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 (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	4101200	4098800	99.94	4098800	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4101200	4098800	99.94	4098800	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00

	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	2596864	472840	18.21	472840	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	2596864	472840	18.21	472840	0	100.00	0.00
TOTAL		6698064	4571640	68.25	4571640	0	100.00	0.00

Resolution 5 :Appointment of Mr. Santosh Kudva (DIN: 00040892) as a Non-Executive and Non-Independent Director.

Resolution required :(Ordinary / Special)	Ordinary Resolution
Whether promoter/promoter group are interested in the agenda/resolution ?	yes

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)		
Promoter & Promoter Group	E-VOTING	4101200	3816800	93.05	3816800	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4101200	3816800	93.05	3816800	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	2596864	472840	18.21	472840	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	2596864	472840	18.21	472840	0	100.00	0.00
TOTAL		6698064	4289640	64.03	4289640	0	100.00	0.00

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Amendment Rules, 2015]

To,
The Chairman,
11th Annual General Meeting of the Equity Shareholders of
SHANTHALA FMCG PRODUCTS LIMITED
(Formerly known as Shanthala FMCG Products Private Limited)
held on Friday, September 26, 2025 at 12.00 PM (IST)
through Bigshare Services Private Limited platform.

Respected Sir,

Sub.: Scrutinizer's Report on Remote e-Voting conducted for 11th Annual General Meeting held on Friday, September 26, 2025 at 12.00 PM (IST) in pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015.

I, Deep Shukla, being the Proprietor of M/s. Deep Shukla & Associates, Practicing Company Secretaries, Mumbai, was appointed as Scrutinizer by the Board of Directors of **Shanthala Fmcg Products Limited**, pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, to conduct electronic voting process in respect of the below mentioned resolutions, bearing items Nos. 01 to 05, to be passed at 11th Annual General Meeting of the Company which was held on Friday, September 26, 2025.

The Company has availed the e-Voting facility offered by Bigshare Services Private Limited through ivote platform for conducting e-Voting by the Shareholders of the Company.

The voting rights of members are in proportion to their shares of the paid up equity share capital of the Company as on September 18, 2024, being the cutoff date.

The period for e-Voting commenced on September 23, 2025, at 9.00 A.M. (IST) and ended on September 25, 2025, at 05:00 P.M. (IST). Thereafter, votes were casted under e-Voting facility and same were unblocked on September 26, 2025.

I have scrutinized and reviewed the voting through electronic means based on data downloaded from the Bigshare Services Private Limited through ivote platform [*website: <https://ivote.bigshareonline.com/>*] e-Voting system.

Based on above, I do and hereby submit my Report as under:

ORDINARY BUSINESSES:**Item No. 01****Type of Resolution: Ordinary**

Adoption of Standalone and Consolidated audited financial statements of the Company for the financial year ended March 31, 2025, and the reports of the Board of Directors and Auditors thereon.

i. Votes in favour of the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	09	4571640	100.00
Total Voting	09	4571640	100.00

ii. Votes against the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	-	-	-
Total Voting	-	-	-

iii. Invalid Votes

Mode of Voting	Total number of Members whose votes were declared invalid	Total number of votes cast
Remote e-Voting	-	-
Total	-	-

Item No. 02**Type of Resolution: Ordinary**

To re-appoint a Director in the place of Ms. Bantwal Shobitha Mallya (DIN: 06793259), who retires by rotation pursuant to the provisions of Section 152(6) of the Companies Act, 2013 and being eligible, offer herself for reappointment.

i. Votes in favour of the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast

Remote e-Voting	08	2729440	100.00
Total Voting	08	2729440	100.00

ii. Votes against the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	-	-	-
Total Voting	-	-	-

iii. Invalid Votes

Mode of Voting	Total number of Members whose votes were declared invalid	Total number of votes cast
Remote e-Voting	01	1842200
Total	01	1842200

SPECIAL BUSINESSES:

Item No. 03

Type of Resolution: Ordinary

Change in designation of Ms. Bantwal Shobitha Malya from Executive Director to Managing Director of the Company.

i. Votes in favour of the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	08	2729440	100.00
Total Voting	08	2729440	100.00

ii. Votes against the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	-	-	-
Total Voting	-	-	-

iii. Invalid Votes

Mode of Voting	Total number of Members whose votes were declared invalid	Total number of votes cast
Remote e-Voting	01	1842200
Total	01	1842200

Item No. 04

Type of Resolution: Special

Alteration of Articles of Association of the Company.

i. Votes in favour of the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	09	4571640	100.00
Total Voting	09	4571640	100.00

ii. Votes against the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	-	-	-
Total Voting	-	-	-

iii. Invalid Votes

Mode of Voting	Total number of Members whose votes were declared invalid	Total number of votes cast
Remote e-Voting	-	-
Total	-	-

Item No. 05

Type of Resolution: Ordinary

Appointment of Mr. Santosh Kudva (DIN: 00040892) as a Non-Executive and Non-Independent Director.

i. Votes in favour of the resolution

	Number of	Number of	Percentage of
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Mode of Voting	Members voted	votes cast	total number of valid votes cast
Remote e-Voting	07	4289640	100.00
Total Voting	07	4289640	100.00

ii. Votes against the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	-	-	-
Total Voting	-	-	-

iii. Invalid Votes

Mode of Voting	Total number of Members whose votes were declared invalid	Total number of votes cast
Remote e-Voting	2	282000
Total	2	282000

The Registers, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman of the Meeting considers, approves and signs the Minutes of the said 11th Annual General Meeting and the same will be handed over to the Board of Directors for safe keeping.

Yours faithfully,

For: M/s. Deep Shukla & Associates

Company Secretaries



Deep Shukla

Practicing Company Secretaries

(Peer Review Certificate No.: 2093/2022)

FCS : 5652; CP : 5364

UDIN: F005652G001351282

Date: 26/09/2025