Satchmo
Holdings Limited

February 11, 2026 Ref.: SATCHMO/042/2025-26

To
The B S E Limited
Floor 25, P J Towers
Dalal Street
Mumbai-400 001
Stock Code: 533202

Dear Sir / Madam,

Sub: Declaration of Postal Ballot Results

With reference to our previous intimation dated January 09, 2026 regarding the postal ballot (e-voting) and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose the Postal Ballot (e-voting only) Result as declared by the Whole-Time Director of the Company along with the Scrutinizer's Report on Wednesday, February 11, 2026.

Request you to take this on record.

Yours faithfully
For Satchmo Holdings Limited

SATCHMO HOLDINGS LIMITED * BANGALORE *

Prasant Kumar
Company Secretary & Chief Compliance Officer

Encl.: As above.

Satchmo Holdings Limited
CIN : L93000KA2004PLC033412
Regd Office: No. 110, A Wing, Level 1, Andrews Building, M. G. Road, Bangalore - 560 001.
Tel: +91-080-2227 2220, W: satchmoholdings.in, Email: info@satchmoholdings.in

Satchmo
Holdings Limited

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CIN: L93000KA2004PLC033412
Regd. Office : No.110, A Wing, Andrews Building, Level 1, M. G. Road, Bengaluru-560 001
Ph. +91-80-2227 2220 Website: www.satchmoholdings.in; email: investor@satchmoholdings.in, cs@satchmoholdings.in

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ANNOUNCEMENT OF POSTAL BALLOT RESULT

Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with the Rules made there under, and the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, the approval of the shareholders of the Company was sought by Postal Ballot notice dated January 09, 2026 for according the approval of the shareholders for the following special business:

Resolution No. 1 - ***To approve the re-appointment and the remuneration payable to Mr. Nitesh Shetty (DIN:00304555), as Managing Director designated as Chairman and Managing Director of the Company for a further period of one year till 14.12.2026.***

Resolution No. 2 - ***To re-appoint Ms. Gayathri Muttur Nagaraj (DIN: 06742638), as an Independent Director of the Company for the second term.***

Resolution No. 3 - ***To approve existing as well as proposed new Material Related Party Transaction(s) in terms of Regulation 23 and such other applicable provisions, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with applicable provisions of the Companies Act, 2013***

In view of the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020, the General Circular No. 39/2020 dated December 31, 2020, the General Circular No. 10/2021 dated June 23, 2021, the General Circular No. 20/2021 dated December 08, 2021, the General Circular No. 3/2022 dated May 05, 2022, the General Circular No. 11/2022 dated December 12, 2022, General Circular No. 09/2023 dated September 25, 2023, General Circular No. 09/2024 dated September 19, 2024 and General Circular No.3/2025 dated 22nd September, 2025 issued by the Ministry of Corporate Affairs ("MCA Circulars") (including any statutory modification or re-enactment thereof for the time being in force, and as amended from time to time), the Company has provided only e-voting facility to the shareholders and facility of voting through pre-paid self-addressed business reply envelope to the Members was avoided in accordance with the MCA circulars.

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The voting for the Postal Ballot commenced on **9:00 AM (IST) on Monday, January 12, 2026 at 9.00 A.M. (IST) and ended on Tuesday, February 10, 2026 at 5.00 P.M.** (both days inclusive).

Mr. Sudhindra K. S, Practicing Company Secretary (FCS No: 7909, CP No. 8190), Bengaluru, the Scrutinizer appointed for the postal ballot process, has submitted his report dated Tuesday, February 10, 2026 after the close of e-voting.

The details of voting results of the resolutions passed through Postal Ballot are as below:

Item No 1:
To approve the re-appointment and the remuneration payable to Mr. Nitesh Shetty (DIN: 00304555), as Managing Director designated as Chairman and Managing Director of the Company for a further period of one year till 14.12.2026.

Particulars	No. of Members voted	No of Shares
Total No. of Shareholders voted	**88**	**65585095**
Less: Invalid, if any	1	65273350
Less: Abstained, if any	1	1001
Net Valid e-voting	86	310744
E voting with Assent	**80**	**301323**
E voting with Dissent	6	9421

**Votes cast by promoter is considered as invalid as the promoter is considered interested in the resolution.*

<u>Result:</u>

Based on above information, the votes cast in favor of the Special Resolution are **96.9682%** of the total votes received as against **3.0318%** to the said resolution and accordingly, the Special Resolution mentioned in the Resolution 1 of the Postal Ballot Notice dated January 09, 2026 to be considered as approved by the shareholders with requisite majority.

Item No 2:

To re-appoint Ms. Gayathri Muttur Nagaraj (DIN: 06742638), as an Independent Director of the Company for the second term.

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Particulars	No. of Members voted	No of Shares
Total No. of Shareholders voted	**88**	**65585095**
Less: Invalid, if any	0	0
Less: Abstained, if any	1	1001
Net Valid e-voting	87	65584094
E voting with Assent	**81**	**65574673**
E voting with Dissent	6	9421

Result:

Based on above information, the votes cast in favor of the Special Resolution are **99.9856%** of the total votes received as against **0.0144%** to the said resolution and accordingly, the Special Resolution mentioned in the Resolution 2 of the Postal Ballot Notice dated January 09, 2026 to be considered as approved by the shareholders with requisite majority.

Item No 3:
To approve existing as well as proposed new Material Related Party Transaction(s) in terms of Regulation 23 and such other applicable provisions, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with applicable provisions of the Companies Act, 2013

Particulars	No. of Members voted	No of Shares
Total No. of Shareholders voted	**88**	**65585095**
Less: Invalid, if any	1	65273350
Less: Abstained, if any	1	1001
Net Valid e-voting	86	310744
E voting with Assent	**81**	**301523**
E voting with Dissent	5	9221

**Votes cast by promoter is considered as invalid as the promoter is considered interested in the resolution.*

Result:

Based on above information, the votes cast in favor of the Ordinary Resolution are **97.0326%** of the total votes received as against **2.9674%** to the said resolution and accordingly, the Ordinary Resolution mentioned in the Resolution 3 of the Postal Ballot Notice dated January 09, 2026 to be considered as approved by the shareholders with requisite majority.

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Accordingly, I declare that the Resolution No. 1, 2 and 3 proposed through e-voting vide notice dated January 09, 2026 have been **passed with requisite majority**.

For SATCHMO HOLDINGS LIMITED

Ramesh Karur Raghavendran
Whole-Time Director
DIN: 03572425

Place: Bengaluru
Date: February 11, 2026

Satchmo Holdings Limited
CIN : L93000KA2004PLC033412
Regd Office: No. 110, A Wing, Level 1, Andrews Building, M. G. Road, Bangalore - 560 001.
Tel: +91-080-2227 2220, W: satchmoholdings.in, Email: info@satchmoholdings.in

Company Name	SATCHMO HOLDINGS LIMITED
Date of the AGM/EGM	10-02-2026
Total number of shareholders on record date	20751
No. of shareholders present in the meeting either in	
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through	
Promoters and Promoter Group:	0
Public:	0

Resolution required: (Ordinary/ Special)	**SPECIAL - To approve the re-appointment and the remuneration payable to Mr. Nitesh Shetty (DIN:00304555), as Managing Director designated as Chairman and Managing Director of the Company for a further period of one year till 14.12.2026.**							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares 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	65273350	65273350	100.0000	65273350	0	100.0000	0.0000
	Poll	65273350	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	65273350	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	8647240	0	0.0000	00	0	0.0000	0.0000
	Poll	8647240	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	8647240	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	71911510	310744	0.4321	301323	9421	96.9682	3.0317
	Poll	71911510	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	71911510	0	0.0000	00	0	0.0000	0.0000
	Total	145832100	65584094	44.9723	65574673	9421	99.9856	0.0144

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Company Name	SATCHMO HOLDINGS LIMITED
Date of the AGM/EGM	10-02-2026
Total number of shareholders on record date	20751
No. of shareholders present in the meeting either in	
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through	
Promoters and Promoter Group:	0
Public:	0

Resolution required: (Ordinary/ Special)	**SPECIAL - To re-appoint Ms. Gayathri Muttur Nagaraj (DIN: 06742638), as an Independent Director of the Company for the second term**							
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
Category	Mode of Voting	No. of shares 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	65273350	65273350	100.0000	65273350	0	100.0000	0.0000
	Poll	65273350	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	65273350	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	8647240	0	0.0000	00	0	0.0000	0.0000
	Poll	8647240	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	8647240	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	71911510	310744	0.4321	301323	9421	96.9682	3.0317
	Poll	71911510	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	71911510	0	0.0000	00	0	0.0000	0.0000
	Total	145832100	65584094	44.9723	65574673	9421	99.9856	0.0144

SATCHMO HOLDINGS LIMITED * BANGALORE *

Company Name	SATCHMO HOLDINGS LIMITED
Date of the AGM/EGM	10-02-2026
Total number of shareholders on record date	20751
No. of shareholders present in the meeting either in	
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through	
Promoters and Promoter Group:	0
Public:	0

Resolution required: (Ordinary/ Special)	**ORDINARY - To approve existing as well as proposed new Material Related Party Transaction(s)in terms of Regulation 23 and such other applicable provisions, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with applicable provisions of the Companies Act, 2013**							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares 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	65273350	65273350	100.0000	65273350	0	100.0000	0.0000
	Poll	65273350	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	65273350	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	8647240	0	0.0000	00	0	0.0000	0.0000
	Poll	8647240	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	8647240	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	71911510	310744	0.4321	301523	9221	97.0326	2.9673
	Poll	71911510	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	71911510	0	0.0000	00	0	0.0000	0.0000
	Total	145832100	65584094	44.9723	65574873	9221	99.9859	0.0141

SATCHMO HOLDINGS LIMITED
* BANGALORE *

Sudhindra K S Company Secretary	NO 116/6, 2nd Floor, 11th Cross, Next to Union Bank of India, Malleshwaram Bangalore 560 003 Tel : 98442-71319 Email: sudhindraksfcs@gmail.com

SCRUTINIZER'S REPORT

To

The Chairman

SATCHMO HOLDINGS LLIMITED

CIN: L07010KA2004PLC033412

Regd. Office: 110,A Wing, Andrews Building,

Level-1, M G Road, Bengaluru-560 001

Karnataka, India

Sir,

SUB: SCRUTINIZER'S REPORT

I, Sudhindra K S, Practising Company Secretary (Membership No. FCS 7909, having my office at 116/6, 2nd Floor, 11th Cross, next to Union Bank of India, Malleshwaram, Bangalore, Karnataka, India 560 003, have been appointed as the Scrutinizer to conduct the postal ballot through remote e-voting in respect of Special/Ordinary Resolutions as stated in the Notice dated January 09, 2026, issued under Section 110 and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Companies (Management and Administration) Rules, 2014, as amended from time to time read with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 08, 2021, General Circular No. 3/2022dated May 05, 2022, General Circular No. 9/2023 dated September 25, 2023, General Circular No. 09/2024 dated September 19, 2024 and General Circular No.3/2025 dated 22nd September, 2025 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars") in respect of resolution referred in the postal ballot notice dated January 09, 2026,

The Notice dated January 09, 2026 along with statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent through electronic mode to those Members whose e-mail addresses were registered with the Company/Depositories.

The Company had engaged the services of KFin Technologies Limited ("Kfintech") to provide remote e-voting facility to its members.

The shareholders of the Company holding shares as on the "cut-off" date of Friday, January 02, 2026 were entitled to vote on the resolution as contained in the Notice.

The remote e-voting period commenced from 09:00 A.M. (IST) on Monday, January 12, 2026 and ended at 5.00 P.M. (IST) on Tuesday, February 10, 2026 and the Kfintech e-voting module was disabled thereafter.

The votes cast under remote e-voting facility were thereafter unblocked and were counted.

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the Kfintech e-voting system and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules and the MCA Circulars relating to remote e-voting on the Resolutions contained in the notice of Postal Ballot.

My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favor or against the special/ordinary resolutions as stated in the Notice.

I now submit my Scrutinizer Report on the results of the voting by postal ballot only through remote e-voting mode in respect of the said special/ordinary resolutions as under:

In determining the validity or otherwise of the Postal Ballot Forms received, I have adopted the following criteria;

a) In respect of certain e-voting, the members have exercised their voting rights by partially voting for assent/dissent. In such cases, the votes have been considered on the basis of votes cast and such ballot papers and e voting have been included in valid postal ballot form and e-vote with both assent and dissent to the resolution respectively.

b) In respect of e-voting exercised by bodies corporate, Institutional Members (FIIs/Mutual Funds/Banks) etc I have relied on the Power of Attorney/Authorization/Board Resolutions as uploaded by them in the website of (https://evoting.kfintech.com)and same were downloaded from the (https://evoting.kfintech.com),.

After ascertaining the votes cast by e-voting, I hereby submit the result as under:

Particulars	**Resolution 1**	**Resolution 2**	**Resolution 3**
Total e-voting/Ballot	88	88	88
Total	88	88	88
Less Invalid Ballot	1	0	1
Total	87	88	87
Less Abstain Ballot	1	1	1
Net Valid e-voting	86	87	86
E-voting with Assent	80	81	81
E-voting with Dissent	6	6	5

After ascertaining the votes cast by e-voting, I hereby submit the result as under;

Resolution 1 – Special Resolution:

To approve reappointment and the remuneration payable to Mr. Nitesh Shetty (DIN-100304555) as Managing Director designated as Chairman and Managing Director of the Company for a further period of one year till 14.12.2026

(i) Voted in **favour** of the resolution:

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
80	301323	96.9682%

(ii) Voted **against** the resolution:

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
6	9421	3.0318%

(iii) **Invalid Votes:**

Number of Members voted	Total number of invalid votes cast by them
1	65273350

(iv) **Abstain Votes:**

Number of Members voted	Total number of invalid votes cast by them
1	1001

Accordingly, I inform you that the resolution proposed through e voting have been **passed with requisite majority** and also the votes casts by public shareholders in favour are more than the votes cast against the resolution.

Resolution 02: Special Resolution

To re-appoint Ms. Gayathri Muttur Nagaraj (DIN: 06742638), as an Independent Director of the company for the second time.

(i) Voted in **favour** of the resolution:

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
81	65574673	99.9856%

(ii) Voted **against** the resolution:

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
6	9421	0.0144%

(iii) **Invalid Votes:**

Number of Members voted	Total number of invalid votes cast by them
Nil	

(iv) **Abstain Votes:**

Number of Members voted	Total number of invalid votes cast by them
1	1001

Accordingly, I inform you that the resolution proposed through e voting have been **passed with requisite majority** and also the votes casts by shareholders in favour are more than the votes cast against the resolution.

Resolution 03: Ordinary Resolution

To approve existing as well as proposed new Material Related Party Transaction in terms of regulation 23 and such other applicable provisions, if any, of the SEBI(Listing obligations and Disclosure Requirements) Regulations, 2015 read with applicable provisions of the Companies Act 2013

(i) Voted in **favour** of the resolution:

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
81	301523	97.0326%

(ii) Voted **against** the resolution:

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	9221	2.9674%

(iii) **Invalid Votes:**

Number of Members voted	Total number of invalid votes cast by them
1	65273350

(iv) **Abstain Votes:**

Number of Members voted	Total number of invalid votes cast by them
1	1001

Accordingly, I inform you that the resolution proposed through e voting have been **passed with requisite majority** and also the votes casts by public shareholders in favour are more than the votes cast against the resolution.

You may accordingly declare the result of the voting by Postal Ballot.

Thanking you

SUDHINDRA KUTISHVARLU SHESHAGIRI

Digitally signed by SUDHINDRA KUTISHVARLU SHESHAGIRI
Date: 2026.02.11 10:49:59 +05'30'

Sudhindra K S
Scrutinizer
Company Secretary
FCS No 7909, CP. No: 8190
UDIN: F007909G003911688

Place: Bengaluru
Date: 11th February 2026