

February 11, 2026

Ref.: SATCHMO/043/2025-26

To

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

Dear Sir / Madam,

Sub: Scrutinizer's Report on the result of the Postal Ballot Voting (remote e-voting).

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, Mr. Sudhindra K. S, Practicing Company Secretary (FCS No: 7909, CP No. 8190), Bengaluru was appointed as the Scrutinizer of poll for conducting the postal ballot process and has submitted his report on Wednesday, February 11, 2026.

Scrutinizer's Report on the result of the Postal Ballot received from shareholders only through the electronic voting process (remote e-voting) is enclosed along with the register showing the particulars of the e-votes registered on the National Securities Depository Limited ('NSDL') e-voting system in respect of the said Resolutions.

Request you to take this on record.

Yours faithfully
For Satchmo Holdings Limited



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

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

To

The Chairman

SATCHMO HOLDINGS LIMITED

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. 3/2022 dated 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 (FIs/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