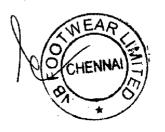
Date of AGM	September 30, 2025
Total number of shareholders on the cut-off date	2295
No of shareholders present in the meeting either in person or through proxy	NIL
Promoters and Promoter Group	,
Public State	
Number of shareholders attended meeting through video conferencing	
Promoters and Promoter Group	0
Public	

Agenda-wise disclosure:

The Mode of voting for all resolutions was remote e-voting and e-voting at AGM

Agenda 1: At	proval and ado	ption of aud	ited account	s for fina	ncial year er	ided Marc	h 31, 202	:5		
	quired (Ordina						Ordinar			
Whether pro	moter/ promot	er group are	interested in	the agen	da/resolutio	on	No			
Category	Mode of	Number	No of	% of	No of	No of	% of	% of		
,	voting	of shares	vote	vote in	vote					
	Ĭ	held	polled	against	favour	against				
	1 2 3 4 5 6 7									
promoter/	E-Voting	5000000	100	0						
promoter	Poll				0	0	. 0	0		
group	Total		5000000	100	5000000	0	100			
Public	E-Voting	0	0	0_	0	0	0	0		
Institutions	Poll		0	0	0	0		0		
	Total]	0	0	0	0	0	0		
Public	E-Voting	8500000	319051	3.75	298051	21000	93.42	6.58		
Non-	Poll	1	0	,0	0	0	0	0		
Institution	Total	1	319051	3.75	298051	21000	93.42	6.58		
TOTAL		13500000	5319051	39.40	5298051	21000	99.61	0.39		

Agenda 2:	To appoint a	director i	n place of	Mr. Ra	ajesh Char	drakant	Veturek:	ar(DIN			
	10883872), wł	no retires o	у готаноп	and be	mg enginie	, oners	mmşen	101 16-			
	appointment Resolution required (Ordinary / Special) Ordinary										
	Resolution required (Ordinary/ Special)										
Whether prot	Whether promoter/ promoter group are interested in the agenda/resolution										
Category											
]	voting	voting of shares vote vote in vote vote in vote									
		held polled polled favour against favour against									
		1 2 3 4 5 6 7									
promoter/	E-Voting	5000000	5000000 5000000 100 5000000 0								
promoter	Poll				0	0	0	0			
group	Total		5000000	100	5000000	0	100				
Public	E-Voting	0	0	0	0	0	0	0			
Institutions	Poll	1	0	0	0	0		0			
	Total		0	0	0	0	0	0			
Public	E-Voting	8500000	319051	3.75	297751	21300	93.32	6.68			
Non-	Poll 0 0 0 0 0 0										
Institution	Total	1	319051	3.75	297751	21300	93.32	6.68			
TOTAL		13500000	5319051	39.40	5297751	21300	99.60	. 0.40			



Agenda 3:	To appoint	Ms. Girija	Krishnam	urthi (D	IN 10914	171), as	Director	in the			
	category of In	dependent I	Director fo	r five yea	rs wef July	02,2025	5				
Resolution re	equired (Ordina	ry/ Special)					Special				
Whether pro	Whether promoter/ promoter group are interested in the agenda/resolution										
Category	Mode of	Number	No of	% of	No of	No of	% of	% of			
	voting	of shares	The state of the s								
		held polled polled favour against favour against									
		1 2 3 4 5 6 7									
promoter/	E-Voting	5000000	5000000 5000000 100 5000000 0 100 0								
promoter	Poll				0	0	0	0			
group	Total		5000000	100	5000000	0	100				
Public	E-Voting	0	0	0	0	0	0	0			
Institutions	Poll		0	0	0	0		0			
	Total		0	0	0	0	0	0			
Public	E-Voting	8500000	319051	3.75	297751	21300	93.32	6.68			
Non-	Poll										
Institution	Total		319051 3.75 297751 21300 93.32 6.68								
TOTAL		13500000	5319051	39.40	5297751	21300	99.60	0.40			

Agenda 4:	To appoint M	r. Manoranja	an Kumar	(DIN 10	438687), as	S Directo	r in the c	rategory
	of Independer	nt Director f	or five yea	rs wef A	ugust 30, 2	025	- 111 tile (cutegory
Resolution re	equired (Ordina	ry/ Special)				- 0	Special	
Whether pro	moter/ promot	er group are	interested in	the agen	da/resoluti	on	No	
Category	Mode of	Number	No of	% of	No of	No of	% of	% of
	voting	of shares	vote	vote	vote in	vote	vote in	vote
		held	polled	polled	favour	against	favour	against
		1	2	3	4	5	6	7
promoter/	E-Voting	5000000	5000000	100	5000000	0	100	0
promoter	Poll		0 (
group	Total		5000000	100	5000000	0	100	0
Public	E-Voting	0	0	0	0	0	0	0
Institutions	Poll		0	0	0	0		0
9334	Total]	0	0	0	0	0	0
Public	E-Voting	8500000	319051	3.75	297751	21300	93.32	6.68
Non-	Poll		0	0	0	0		
Institution	Total		319051	3.75	297751	21300	93.32	6.68
TOTAL		13500000	5319051	39.40	5297751	21300	99.60	0.40



Agenda 5:	Γο appoint Mi	r. Ankit Kur	nar (DIN (7725216), as Direct	tor of the	Compa	nv	
Resolution re	equired (Ordina	rry/ Special)					Ordinar		
Whether pro	moter/ promot	ter group are	interested in	the agen	da/resolutio	on	No		
Category	Mode of	Number	No of	% of	No of	No of	% of	% of	
	voting	of shares	vote	vote	vote in	vote	vote in	vote	
		held polled polled favour against favour again							
1 2 3 4 5 6 7									
promoter/	E-Voting	5000000	5000000	100	5000000	0	100	0	
promoter	Poll				0	0	0	0	
group	Total		5000000	100	5000000	0	100		
Public	E-Voting	0	0	0	0	0	0	0	
Institutions	Poll		0	0	0	0		0	
	Total		0	0	0	0	0	0	
Public	E-Voting	8500000	319051	-3.75	297751	21300	93.32	6.68	
Non-	Poll		0	0	0	0	0	0	
Institution	Total		319051	3.75	297751	21300	93.32	6.68	
TOTAL		13500000	5319051	39.40	5297751	21300	99.60	0.40	

Agenda 6:	To appoint N	Ar. Ankit K	umar (DIN	N 077252	216), as Ex	ecutive l	Director	for five				
	years wef Aug	ust 30, 2025	· ·		,,							
	equired (Ordina				1 100		Ordinary					
Whether pro	moter/ promot	ter group are	interested in	1 the agen	da/resoluti	on	No					
Category	Mode of	Number	No of	% of	No of	No of	% of	% of				
	voting	of shares	of shares vote vote in vote vote in vote									
		held	held polled polled favour against favour against									
7.61		1 2 3 4 5 6 7										
promoter/	E-Voting	5000000 5000000 100 5000000 0 100										
promoter	Poll				0	0	0	0				
group	Total		5000000	100	5000000	0	100					
Public	E-Voting	0	0	0	0	0	0	0				
Institutions	Poll]	0	0	0	0		0				
	Total		0	0	0	0	0	0				
Public	E-Voting	8500000	319051	3.75	297751	21300	93.32	6.68				
Non-	Poll		0 0 0 0 0 0									
Institution	Total		319051	3.75	297751	21300	93.32	6.68				
TOTAL		13500000	5319051	39.40	5297751	21300	99.60	0.40				



Agenda 7: To Shift the Registered Office of the Company from the State of Tamil Nadu to the State of Utter Pradesh and consequent to that to alter the Clause II of Memorandum of Association of the Company

Resolution required (Ordinary/ Special) Special Whether promoter/ promoter group are interested in the agenda/resolution No Category Mode of Number No of % of No of % of No of % of voting of shares vote vote vote in vote vote in vote held polled polled favour against against favour 2 3 4 5 6 E-Voting promoter/ 5000000 5000000 100 5000000 0 100 0 promoter Poll 0 0 0 0 group Total 5000000 100 5000000 0 100 Public E-Voting 0 0 0 0 0 0 Institutions Poll 0 0 0 0 0 Total 0 0 0 0 0 0 Public E-Voting 8500000 319051 3.75 298051 21000 93.42 6.58 Non-Poll 0 0 0 0 0 0 Institution 319051 Total 3.75 298051 21000 93.42 6.58 TOTAL 13500000 5319051 39.40 5298051 21000 99.61 0.39

A 1. 0 '	Agenda 8: To Consider to appoint Mrs. Amita Saxena, Company Secretary in Practice (FCS)											
Agenda 8:	10 Consider t	o appoint M	irs. Amita	Saxena, (Company S	ecretary	in Practi	ce (FCS				
	3964, COP 3	438) as Sec	retarial Au	iditors o	f the Com	ipany foi	r a term	of five				
consecutive years, commencing from Financial Year 2025- 26												
	equired (Ordina						Ordinar	v				
Whether promoter/ promoter group are interested in the agenda/resolution No												
Category Mode of Number No of % of No of % of % of												
	voting	o vote in vote										
		held polled polled favour against favour against										
		1	1 2 3 4 5 6 7									
promoter/	E-Voting	5000000	5000000 5000000 100 5000000 0 100									
promoter	Poll				0	0	0	0				
group	Total		5000000	100	5000000	0	100	77				
Public	E-Voting	0	0	0	0	0	0	0				
Institutions	Poll		0	0	0	0		. 0				
	Total		0	0	0	0	0	0				
Public	E-Voting	8500000	319051	3.75	297751	21300	93.32	6.68				
Non-	Poll	D										
Institution	Total		319051	3.75	297751	21300	93.32	6.68				
TOTAL		13500000	5319051	39.40	5297751	21300	99.60	0.40				

All the resolutions were passed unanimously.

Copy of report of scrutinizer on remote e-voting and e-voting at AGM is also attached herewith.

Yours faithfully,

For NB Footwear Limited

(S Krishnan)

Company Secretary

ACS: 6778



AMITASAXENA
M.Sc., ACMA, FCS
Company Secretary in Practice

304, GANATRA ESTATE, POKHRAN ROAD NO.1, KHOPAT, THANE (WEST) -- 400601 (O) 022-49790841 (M) -9821319306, Email: amitavijay1994@yahoo.co.in

SCRUTINIZER'S REPORT ON REMOTE E-VOTING &E-VOTING AT 37 TH AGM OF THE COMPANY

Board of Directors, NB Footwear Limited Old No.42, New No.62, 53rd Street, Ashok Nagar, Chennai 600083

Sub:: Report on Passingof Resolution through remote e-Voting and e-Voting at 37th Annual General Meeting (AGM) of M/s NB Footwear Limited (the Company) held on Tuesday, September 30, 2025 through VideoConferencing (VC) / Other Audio-Visual Means (OAVM) at 11.00 am.

Dear Sir/Madam,

Thanks for giving us an opportunity and our appointment by the Board of Directors of the Company at its Meeting held on August 13, 2025 as Scrutinizer for conducting the remote e-Voting process held from Saturday, September 27, 2025 (9.00 a.m.) to Monday, September 29, 2025 (5.00 p.m.) as well as for e-Voting at the 37th AGM of the Company held on Tuesday, September 30, 2025 through VideoConferencing (VC) / Other Audio Visual Means (OAVM) at 11.00 am pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standards and MCA and SEBI Circulars issued in this regard.

The Company has made arrangement with CDSL for extending the facility of remote v. Voting to the Members as well as conducting of 37^{th} AGM through VC/OAVM.

During remote voting period 28 shareholders casted their vote. At the meeting 20 members were present through Video Conferencing, however none of them, who has not casted vite through remote e-voting, voted at the time of conduct of AGM. The e-Voting results were unblocked by me on Tuesday, September 30, 2025, after conclusion of AGM.

My report on the result of the remote E-voting together with E-voting at 37th AGM on each item of business agenda of AGM Notice is as under:



AMITAS AXENA
M.Sc., ACMA, FCS
Company Secretary in Practice

Company Secretary in Practice
304, GANATRA ESTATE, POKHRAN ROAD NO.1, KHOPAT, THANE (WEST) – 400601
(O) 022-49790841 (M) -9821319306, Email: amitavijay1994@yahoo.co.in

Agenda number and business transacted as	Voting Process	No of person	Vote cas	sted For	Vote casted against		
per Notice		voted	No of person	No of Vote	No of person	No of Vote	
Item 1:	E-voting			родинация (дород — найоды неј со дород на майок, је на надру су ставори , го заречи	TO A STATE OF THE PERSON OF TH		
(Ordinary Resolution)	Promoter	2	2	5000000	()	0	
To receive, consider and	Public-	()	Ú	()	()	(1	
adopt the Audited Financial	Institutional						
Statements of the Company	Public -Non	26	24	298051	3	21000	
for the financial year ended	Institutional						
March 31, 2025, together	Total	28	26	5298051	2	21000	
with the Reports of the							
Board of Directors and the							
Auditors thereon						1	

Agenda number and business transacted as	Voting Process	No of person	Vote ca	sted For	Vote casted against	
per Notice	person Vote person		No of Vote			
Item 2:	E-voting					
(Ordinary Resolution)	Promoter	2	2	Scholater	+1	t į
To appoint a director in	Public-	()	()	(1	1.)	()
place of Mr. Rajesh	Institutional				! L	
Chandrakant	Public -Non	26	23	297751	3	21300
Veturekar(DIN 10883872),	Institutional					
who retires by rotation and	Total	28	25	5297751	3	21300
being eligible, offers						
himself for re-appointment					Lanco de la superiori de la composição d	

Agenda number and business transacted as	Voting Process	No of person	Vote cas	sted For	Vote casted against	
per Notice		voted	No of person	No of Vote	No of person	No of Vote
Item 3:	E-voting					
(Special Resolution)	Promoter	2	<u> </u>	5000000	()	()
To appoint Ms. Girija	Public-	()	()	{}	0	£)
Krishnamurthi (DIN	Institutional					
10914171), as Director in	Public -	26	23	297751	3	213(0)
the category of	Non				•	
Independent Director for	Institutional					
five years wef July 02, 2025.	Total	28	25	5297751	3	21300



AMITA**S**AXENA M.Sc., ACMA, FCS

Company Secretary in Practice 304, GANATRA ESTATE, POKHRAN ROAD NO.1, KHOPAT, THANE (WEST) = 400601 (O) 022-49790841 (M) -9821319306, Email: amitavijay1994/avyahoo.co.in

Agenda number and business transacted as	Voting Process	No of person	Vote cas	sted For	Vote casted against	
per Notice		voted	No of	No of	No of	No of
			person	Vote	person	Vote
Item 4:	E-voting					
(Special Resolution)	Promoter	2	2	5000000	- ()	()
To appoint Mr.	Public-	0	0	()	i)	()
Manoranjan Kumar (DIN	Institutional					
10438687), as Director in	Public –	26	23	297751	.3	21300
the category of	Non					
Independent Director for	Institutional					
five years wef August 30, 2025.	Total	28	25	5297751	3	213(90

Agenda number and business transacted as per Notice	Voting Process	No of person voted	Vote casted For		Vote casted against	
			No of person	No of Vote	No of person	No of Vote
Item 5:	E-voting					
(Ordinary Resolution) To appoint Mr. Ankit Kumar (DIN 07725216), as Director of the Company.	Promoter	2	2	5000000	Ú)	()
	Public-	0	0	()	Û	()
	Institutional	;				
	Public –	26	23	297751	3	21300
	Non					
	Institutional					
	Total	28	25	5297751	3	21300

Agenda number and business transacted as	Voting Process	No of person	Vote casted For		Vote casted against	
per Notice		voted	No of person	No of Vote	No of person	No of Vote
Item 6:	E-voting					
(Ordinary Resolution)	Promoter	2	2	5000000	()	()
To appoint Mr. Ankit	Public-	0	()	()	()	()
Kumar (DIN 07725216), as	Institutional				# ************************************	
Executive Director for five	Public –	26	23	297751)	21300
years wef August 30, 2025.	Non					
	Institutional					
	Total	28	25	5297751	3	21300



AMITASAXENA M.Sc., ACMA, FCS Company Secretary in Practice

304, GANATRA ESTATE, POKHRAN ROAD NO.1, KHOPAT, THANE (WEST) – 400601 (O) 022-49790841 (M) -9821319306, Email: amitavijay1994@yahoo.co.in

Agenda number and business transacted as	Voting Process	No of person	Vote casted For		Vote casted against	
per Notice		voted	No of person	No of Vote	No of person	No of Vote
Item 7:	E-voting					
(Special Resolution)	Promoter	2	2	5000000	()	i ()
To Shift the Registered	Public-	0	()	1)	()	()
Office of the Company	Institutional					
from the State of Tamil	Public -	26	24	298051	2	21000
Nadu to the State of Utter	Non					
Pradesh and consequent to	Institutional					
that to alter the Clause II of	Total	28	26	5298051	2	21000
Memorandum of						
Association of the						
Company.						

Agenda number and business transacted as	Voting Process	No of person	Vote casted For		Vote casted against	
per Notice		voted	No of person	No of Vote	No of person	
Item 8:	E-voting					
(Ordinary Resolution)	Promoter	2	2	5000000	()	()
To appoint Mrs. Amita	Public-	0	0	()	()	1)
Saxena, Company Secretary	Institutional					!
in Practice (FCS 3964,	Public –	26	23	297751	3	21,300
COP 3438) as Secretarial	Non					
Auditors of the Company	Institutional		:			
for a term of five	Total	28	25	5297751	3	21300
consecutive years,						
commencing from						
Financial Year 2025- 26						

Based on the foregoing Resolution No. 1, 2, 5, 6 and 7 that were proposed to be passed as Ordinary Resolutions and Resolution No. 3, 4, 8 that were proposed to be passed as Special Resolutions, as per the 37th AGM notice under e-Voring, may be considered as passed by requisite majority.



304, GANATRA ESTATE, POKHRAN ROAD NO.1, KHOPAT, THANE (WEST) – 400601 (O) 022-49790841 (M) -9821319306, Email: amitavijay1994@yahoo.co.in

I hereby further confirm that I have maintained the Register received from the CDSL electronically, in respect of the votes casted through e-Voting. All relevant records were sealed and handed over to the Director/Company Secretary, authorized by the Board, for safe keeping.

Thanking you,

Yours Faithfully

(AmitaSaxena)

FCS. No. 3964, COP No. 3438

Thane, September 30, 2025

PŘ No. 1046/2020

ICSI UDIN: F003964G001399996