



PRANAV KUMAR & ASSOCIATES

COMPANY SECRETARIES

Mobile : +91-9716050088, +91-9810793994,
E-mail : services@pkacs.in • www.pkacs.in

REPORT OF SCRUTINIZER

To,
Ms. Neha Arora
Company Secretary
Apollo Fashion International Limited,
Office No. 303, Third Floor DLF Courtyard Saket, Saket (South Delhi),
South Delhi-110017, Delhi, India

Consolidated Scrutinizer's Report on remote e-Voting carried out during Friday, 28th November, 2025 (9:00 A.M.) to Sunday, 30th November, 2025 (5:00 P.M.) and e-Voting at the Second (2nd) Annual General Meeting held through Video Conferencing ("VC") or / Other Audio-Visual Means ("OAVM") pursuant to the provisions of Section 96, 101, 108 of the Companies Act, 2013 ("the Act") read with rule 20 of the Companies (Management and Administration) Rules, 2014.

Ref: Second (2nd) Annual General Meeting of Apollo Fashion International Limited

Dear Madam,

I, Pranav Kumar, Partner of M/s. Pranav Kumar & Associates, Company Secretaries have been appointed as the Scrutinizer by the Board of Directors of Apollo Fashion International Limited (hereinafter referred to as "**the Company**") for the purpose of scrutinizing the process of voting through electronic means (remote e-Voting) held between 9:00 A.M. on Friday, 28th November, 2025 to 5:00 P.M. on Sunday, 30th November, 2025 as well as for e-Voting at the Annual General Meeting for Resolutions contained in the notice dated 4th November, 2025 ("**Notice**") of Second (2nd) Annual General Meeting ("**AGM**") of **Apollo Fashion International Limited** held on Monday, 01st December, 2025 at 1:00 P.M. through Video Conferencing ("**VC**") / Other Audio-Visual Means ("**OAVM**") without physical presence of the members at the AGM Venue in compliance with General Circular Nos. 14/2020 dated 8th April, 2020, read together with Circular No.17/2020 dated 13th April, 2020, Circular No. 20/2020 dated 5th May, 2020 and Circular No. 09/2024 dated 19th September, 2024, and subsequent circulars issued by Ministry of Corporate Affairs ("**MCA**") in this regard latest being Circular No. 03/2025 dated 22nd September, 2025, (hereinafter collectively referred to as "**Circulars**"),.

The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and rules made thereunder read with MCA Circulars and Secretarial Standard (SS)-2 relating to voting through electronic means on the resolution contained in the Notice of the AGM.



HEAD OFFICE : 3F CS 70, Third Floor, Ansal Plaza, Sector-1, Vaishali, Ghaziabad - 201010(U.P.), **Ph :** +91-120-4126564

BRANCH OFFICE : Kunti Sadan, Mahatma Buddh Path, Road No.14, Keshri, Near Chitragupta Mandir, Patna (Bihar)-800024

Ph. No. : 8877939883, 8051548350

The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules").

As mentioned in the notice, the deemed venue of the AGM shall be the Registered Office of the Company situated at Office No. 303, Third Floor DLF Courtyard Saket, Saket (South Delhi), South Delhi-110017, Delhi, India.

As confirmed by the Company, the Notice convening the Second (2nd) AGM has been sent electronically on 6th November, 2025 to all members whose email addresses are registered in the records of the Company/Depositories, in compliance with the prescribed timeline of at least 21 clear days' notice. The Annual Report for the FY 2024-25 was made available to the members by providing a website link of the Company.

The Company has availed the e-Voting facility offered by National Securities Depository Limited ("NSDL") for conducting e-Voting by the Shareholders of the Company. The Notice of AGM was also hosted on the website of NSDL at www.evoting.nsdl.com.

Since, the AGM was held pursuant to the MCA Circulars through VC/OAVM, physical attendance of members had been dispensed with. Accordingly, in terms of above-mentioned MCA Circulars, the facility for appointment of proxies by the members were also dispensed with. Members who attended the meeting through VC/OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

My responsibility as a scrutinizer for the e-Voting process and voting at Annual General Meeting is restricted to make a Scrutinizer's Report of the votes casts "in favor" or "against" the Resolutions based on the reports generated from the e-Voting system provided by National Securities Depository Limited (NSDL) the authorized agency to provide e-Voting facilities, engaged by the Company for providing remote e-Voting facilities and e-Voting at the AGM through VC/OAVM.

Further, I submit my report as under:

1. The Shareholders of the Company holding shares as on the "cut- off" date i.e. Monday, 24th November, 2025, were entitled to vote on the proposed resolution(s) as set out at item nos. 1 to 2 in the Notice of the AGM of Apollo Fashion International Limited by remote e-Voting and e-Voting at AGM through VC/OAVM.
2. At the AGM, the Company Secretary announced that the facility for e-Voting is available to facilitate the Members attending the Meeting through VC/OAVM and who did not participate in the remote e-Voting to cast their votes.
3. Members who had exercised their vote through remote e-Voting were not allowed to vote during the AGM in compliance with Rule 20(4)(xi) of the Companies (Management and Administration) Rules, 2014.
4. The voting period for remote e-Voting commenced on Friday, 28th November, 2025 at (9:00 A.M.) and ended on Sunday, 30th November, 2025 (5:00 P.M.) and e-Voting at the AGM dated Monday the 01st December, 2025 and the National Securities Depository Limited (NSDL) remote e-Voting platform was blocked thereafter.



5. The Company also provided electronic voting facility to the shareholders who participated in the AGM through VC / OAVM and did not exercise their votes earlier. After the conclusion of AGM at 01.12 P.M. (IST), the e-voting remained open for 20 minutes. Thereafter, the remote e-voting facility provided before the AGM and electronic voting facility provided during the AGM were unblocked in the presence of two witnesses who are not employees of the company and the combined report has been generated based on the data downloaded from the Service Provider, National Securities Depository Limited ("NSDL").
6. The data relating to remote e-voting and e-voting conducted during the AGM was duly scrutinized and reconciled with the records maintained by the Company's Share Transfer Agent and the authorizations submitted by shareholders. The voting data downloaded from the Service Provider, National Securities Depository Limited ("NSDL"), was examined in detail capturing the consolidated results.
7. The consolidated results of the remote e- voting and e-Voting at the AGM on each Resolution, based on the reports generated by NSDL are as under:

ORDINARY BUSINESS

ITEM NO.1: ORDINARY RESOLUTION:

ADOPTION OF AUDITED FINANCIAL STATEMENTS:

i. Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-Voting	8	21458902	99.69
E-Voting at AGM	5	66000	0.31
Total	13	21524902	100.00

ii. Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-Voting	0	0	0
E-Voting at AGM	0	0	0
Total	0	0	0



iii. **Invalid Votes:**

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of votes cast
Remote e-Voting	0	0	0
E-Voting at AGM	0	0	0
Total	0	0	0

ITEM NO.2: ORDINARY RESOLUTION:

RE-APPOINTMENT OF DIRECTOR RETIRING BY ROTATION:

i. **Voted in favour of the resolution:**

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-Voting	8	21458902	99.69
E-Voting at AGM	5	66000	0.31
Total	13	21524902	100.00

ii. **Voted against the resolution:**

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-Voting	0	0	0
E-Voting at AGM	0	0	0
Total	0	0	0

iii. **Invalid Votes:**

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of votes cast
Remote e-Voting	0	0	0
E-Voting at AGM	0	0	0
Total	0	0	0

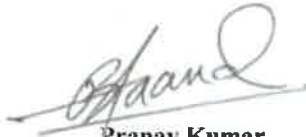


8. You may accordingly declare the combined result of the Remote e-Voting and e-Voting during AGM.
9. All electronic data and relevant records of e-voting shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same shall be handed over thereafter to the Company Secretary of the Company for safe keeping.

Thanking you,

Yours faithfully,

For Pranav Kumar & Associates
Company Secretaries
ICSI unique code-P2005BI010400
Firm Peer Review No. -1035/2020



Pranav Kumar
Partner
FCS-5013
COP-3429
Date: 02/12/2025
Place: Gorakhpur
UDIN: F005013G002166854



