

18.09.2025

To

**Mr. Sabu M Jacob**

Chairman

Kitex Garments Limited

Building no. VI/496,

Kizhakkambalam, Vilangu P.O

Aluva, Kunnathunad -683561

Sir,

**Sub: Report of the Scrutinizer on Remote Electronic Voting and Electronic Voting during the Annual General Meeting.**

I, Sreekumar P S., Company Secretary in Practice, holding Membership Number: FCS – 8130 and Certificate of Practice Number – 8067, Partner, SVJS & Associates, Company Secretaries, 65/2364 A, Ponoth Road, Kaloor, Kochi, Ernakulam, Kerala- 682017 have been appointed by the Board of Directors of **KITEX GARMENTS LIMITED (CIN: L18101KL1992PLC006528)** having Registered Office at Building no. VI/496, Kizhakkambalam, Vilangu P.O, Aluva, Kunnathunad - 683561, as the Scrutinizer for the Electronic Voting in connection with resolutions included in the notice calling the 33<sup>rd</sup> Annual General Meeting of the shareholders of the Company held on **Wednesday, the 17<sup>th</sup> day of September 2025 at 11.00 A.M.** through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”).

The Company has appointed Central Depository Services (India) Limited (CDSL), as the Service Provider, for extending the facility for the Electronic Voting to the shareholders of the Company. Cameo Corporate Services Limited, Chennai, is the Registrar and Share Transfer Agent of the Company.

As the Scrutinizer, I report that in compliance of the provisions of Rule 20 (4) (vi) of the Companies (Management and Administration) Rules 2014, as amended, the above Remote Electronic Voting remained open to the members from Sunday, the 14<sup>th</sup> day of September, 2025 at 09.00 A.M to Tuesday, the 16<sup>th</sup> day of September, 2025 at 5.00 P.M. Further, the Remote E-Voting period was completed on the date preceding the date of Annual General Meeting.

At the Annual General Meeting, the Company facilitated the members present in meeting through VC/OAVM facility and have not cast their votes through Remote E-voting facility to cast their vote through E-voting facility provided during the Annual General Meeting in compliance with the provisions of Rule 20 (4) (viii) of the Companies (Management and Administration) Rules, 2014, as amended.

On completion of the E-Voting, in compliance with the provisions of Rule 20 (4) (viii) and (xii) of the Companies (Management and Administration) Rules 2014, as amended, I have unblocked the votes on Wednesday, the 17<sup>th</sup> day of September 2025.

The following is the summary of e-voting result:

			ASSENT / IN FAVOUR OF			DISSENT / AGAINST	
Resolution No.	Subject Matter of Resolution	Total No. of shares through E-voting	No. of Votes through E-voting	% of votes in favour on votes through E-voting	% of Paid-Up Capital	No. of Votes through E-voting	% of votes against on votes through E-voting
<b>ORDINARY BUSINESS (Ordinary Resolution)</b>							
1.	TO RECEIVE, CONSIDER AND ADOPT AUDITED FINANCIAL STATEMENTS (INCLUDING THE CONSOLIDATED FINANCIAL STATEMENTS) OF THE COMPANY FOR THE YEAR ENDED MARCH 31 <sup>ST</sup> , 2025 TOGETHER WITH THE REPORT OF THE BOARD OF DIRECTORS AND INDEPENDENT AUDITORS REPORT THEREON.	133,496,040	132,493,077	99.25%	66.41%	1,002,963	0.75%
2.	TO DECLARE A FINAL DIVIDEND OF RS. 0.50 PER FULLY PAID-UP ORDINARY (EQUITY) SHARE OF FACE VALUE RS.1/- EACH FOR THE FINANCIAL YEAR 2024-25	133,523,796	133,522,310	100%	66.93%	1,486	0%
3.	TO APPOINT A DIRECTOR IN PLACE OF MR. SABU M JACOB (DIN:00046016), WHO RETIRES BY ROTATION AS DIRECTOR OF THE COMPANY.	133,523,796	133,521,715	100%	66.93%	2,081	0%
<b>SPECIAL BUSINESS (Special Resolution)</b>							
4.	RE-APPOINTMENT OF MR. SABU M JACOB (DIN:00046016) AS CHAIRMAN AND MANAGING DIRECTOR.	133,523,796	132,492,428	99.23%	66.41%	1,031,368	0.77%
5.	RE-APPOINTMENT OF MRS. SUMI FRANCIS (DIN:08950675) AS AN	133,523,796	132,490,772	99.23%	66.41%	1,033,024	0.77%

	INDEPENDENT DIRECTOR FOR THE SECOND TERM.						
<b>SPECIAL BUSINESS (Ordinary Resolution)</b>							
6.	APPOINTMENT OF M/S. SVJS AND ASSOCIATES, COMPANY SECRETARIES AS THE SECRETARIAL AUDITOR OF THE COMPANY.	133,523,796	133,522,310	100%	66.93%	1,486	0%
7.	INCREASE IN AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION TO THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION.	133,523,796	133,522,091	100%	66.93%	1,705	0%
<b>SPECIAL BUSINESS (Special Resolution)</b>							
8.	TO APPROVE CAPITAL RAISING BY WAY OF ISSUANCE OF EQUITY SHARES BY WAY OF QUALIFIED INSTITUTIONS PLACEMENT (`QIP`).	133,523,796	132,492,858	99.23%	66.41%	1,030,938	0.77%
<b>SPECIAL BUSINESS (Ordinary Resolution)</b>							
9.	APPROVAL FOR MATERIAL RELATED PARTY TRANSACTIONS WITH KITEX APPAREL PARKS LIMITED.	20,492,228	19,461,459	94.97%	9.76%	1,030,769	5.03%
10.	APPROVAL FOR MATERIAL RELATED PARTY TRANSACTIONS WITH KITEX CHILDRENSWEAR LIMITED.	20,492,228	20,490,692	99.99%	10.27%	1,536	0.01%
11.	APPROVAL FOR MATERIAL RELATED PARTY TRANSACTIONS WITH KITEX USA LLC.	20,492,228	20,490,742	99.99%	10.27%	1,486	0.01%
12.	MATERIAL RELATED PARTY TRANSACTION(S) OF IDENTIFIED SUBSIDIARY OF THE COMPANY, VIZ, KITEX APPAREL PARKS LIMITED (KAPL) WITH KITEX BUILDING SYSTEMS L.L.C-FZ, RELATED PARTIES OF THE	20,492,228	20,490,743	99.99%	10.27%	1,485	0.01%

	COMPANY.						
<b>13.</b>	MATERIAL RELATED PARTY TRANSACTION(S) OF IDENTIFIED SUBSIDIARY OF THE COMPANY, VIZ, KITEX APPAREL PARKS LIMITED (KAPL) WITH KITEX CHILDRENSWEAR LIMITED, RELATED PARTIES OF THE COMPANY.	20,492,228	20,490,700	99.99%	10.27%	1,528	0.01%

Resolutions 1 to 3, 6, 7 and 9 to 13 stand passed under E-voting as Ordinary resolutions and Resolutions 4, 5 and 8 stand passed under E-voting as Special Resolutions with requisite majority as specified under the Companies Act, 2013.

Thank you  
Yours faithfully

**Peer Review Certificate No. No.6215/2024**  
**UDIN: F008130G001274560**

**For SVJS & Associates**  
**Company Secretaries**

**Sreekumar P. S.**  
**Partner**  
**M No.8130, CoP No.8067**