K G DENIM LIMITED
CIN : L17115TZ1992PLC003798
THEN THIRUMALAI
METTUPALAYAM - 641 302.
COIMBATORE DISTRICT
TAMILNADU, INDIA.

GST : 33AAACK7940C1ZW

Phone : 0091-4254-235240
Fax : 0091-4254-235400
email : cskgdl@kgdenim.in

NABL Certificate No: T1606/T1607

Declaration of Voting results of the voting on the resolution as set out in the Postal Ballot Notice dated 29th May 2026

Pursuant to Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the General Circular No. 3/2025 dated September 22, 2025 and other relevant circular(s) issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars"), the consent of the Members of the Company was sought for passing the resolutions set out in the Postal Ballot Notice dated 29th May 2026 by means of voting through electronic means (remote e-voting) only.

Postal Ballot Notice containing the resolution together with the statement setting out material facts concerning the resolution set out in the Notice was sent through email to all the Members whose names appeared in the Register of Members / List of Beneficiaries as on 5th June 2026 ("cut-off date") and in accordance with the aforesaid MCA circulars, the Company had provided its members the facility to vote through remote electronic voting only. The last date for receipt of voting through electronic means was Thursday, 9th July 2026, at 05:00 PM (IST).

The Board of Directors of the Company at their meeting held on 29th May 2026, has appointed Mr.M.D.Selvaraj, FCS, Managing Partner of MDS & Associates LLP, Company Secretaries, Coimbatore, as Scrutinizer to conduct the Postal Ballot voting through remote electronic voting means in a fair and transparent manner and for the purpose of ascertaining the requisite majority.

Accordingly, the Scrutinizer has submitted his report on postal ballot (remote e-voting) and based on his report, it is hereby declared that the resolution set out in the Postal Ballot Notice dated 29th May 2026 has been duly passed by the members of the Company with requisite majority. A copy of the report of the Scrutinizer dated 9th July 2026 is attached hereto.

The details of the votes cast on the Resolution passed through the postal ballot process (remote e-voting) are given hereunder:

1.	Date of declaration of Postal Ballot Voting Results	Thursday, 9th July 2026
2.	Total number of Members as on Cut-off date for ascertaining the list of shareholders to whom the notice of Postal Ballot was sent and also for reckoning voting rights	9369 Equity Shareholders

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Item No.1 – Special Resolution

Approval to sell or otherwise dispose of substantial undertaking of the Company pursuant to Section 180(1)(a) of the Companies Act, 2013.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	75	1,43,79,203	-
(b) Less: Invalid votes	0	0	-
(c) Net Valid E-Votes	75	1,43,79,203	100.00
- Assent	65	1,43,68,419	99.93
- Dissent	10	10,784	0.07

Further, pursuant to proviso to Regulation 37 A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the special resolution passed by the members to sell or otherwise dispose of Non-Factory Vacant Land situated at Karamadai, Coimbatore, Tamil Nadu ("Undertaking"), admeasuring 19.35 Acres, shall be acted upon only if the votes cast by the public shareholders in favour of the resolution exceeds the votes cast by such public shareholders against the resolution. Accordingly, based on the report of the scrutinizer, it is noted that the requisite majority of the public shareholders have voted in favour of the proposal.

Accordingly, the above Resolution is declared as passed as a **Special Resolution** with requisite majority.

For K G Denim Limited
K G BALAKRISHNAN
Digitally signed by K G BALAKRISHNAN
Date: 2026.07.10 16:31:35 +05'30'
KG Baalakrishnan
Executive Chairman
DIN: 00002174)

Date : 10th July, 2026
Place : Coimbatore

Encl: Scrutinizer Report dated July 9, 2026

SCRUTINIZER'S REPORT ON POSTAL BALLOT (REMOTE E-VOTING) CONDUCTED PURSUANT TO THE POSTAL BALLOT NOTICE DATED 29TH MAY 2026

To
The Chairman
K G DENIM LIMITED
(L17115TZ1992PLC003798)
Then Thirumalai,
Coimbatore -641302

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot through Remote E-voting conducted pursuant to the provisions of Sections 108 & 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the relevant MCA circulars issued thereunder

I, M D Selvaraj, FCS, Managing Partner of MDS & Associates LLP, Company Secretaries, Coimbatore, have been appointed by the Board of Directors of **K G Denim Limited** ("the Company") as the Scrutinizer for the purpose of scrutinizing the remote e-voting process in a fair and transparent manner and for the purpose of ascertaining the requisite majority on the remote e-voting for postal ballot carried out in accordance with the provisions of Sections 108 and 110 and other applicable provisions if any, of the Companies Act, 2013 ('the Act') read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") (as amended), Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the General Circular No. 3/2025 dated September 22, 2025 and other relevant circular(s) issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars"), in respect of the Special Resolution as set out in the Postal ballot Notice dated 29th May 2026.

Responsibility of the Management

The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through electronic means on the resolution as set out in the Postal Ballot Notice dated 29th May 2026.

LLPIN: ABZ-8060
GSTIN: 33ABWFM0766G1ZY
Registered with Limited Liability

Registered Office: "Surya Enclave", No.37, Mayflower Avenue, Sowripalayam Road, Coimbatore – 641028, Tamil Nadu

✆ +91 422 2318 780 / 2316 755
✉ info@mdsassociates.in
🌐 www.mdsassociates.in

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the Postal Ballot through Remote E-voting process, is restricted to the preparation of the Scrutinizer's Report on the votes cast "in favour" or "against" the Resolution, as set out in Item No.1 of the Postal Ballot Notice dated 29th May 2026 based on the reports generated from the e-voting system provided by central Depository Services (India) Limited ("CDSL"), the Authorized Agency engaged by the Company for providing remote e-voting facilities.

Further in addition to the above, I submit my report as under:

- The Postal Ballot Notice dated 29th May 2026 along with necessary statement setting out the material facts under Section 102 of the Companies Act, 2013 were sent on Tuesday, 9th June 2026 by Cameo Corporate Services Ltd, the Registrar & Share Transfer Agent through electronic mail to those members whose names appeared in the Register of Members / List of Beneficiaries as on Friday, 5th June 2026 ("cut-off date") and who had registered their email ID with the Company / RTA / Depositories in compliance with the MCA Circulars. The Company has also placed the notice of the Postal Ballot on the website of the Company.

- The shareholders of the Company holding shares as on the "cut-off" date on Friday, 5th June 2026 were entitled to vote on the proposed resolution as set out in Item No. 1 of the said Postal Ballot Notice.

- The remote e-voting period remained open from Wednesday, 10th June 2026, 9:00 AM to Thursday, 9th July 2026, 5:00 PM (both days inclusive). During the said period, the members of the Company, holding shares as on the cut-off date i.e. 5th June 2026 were entitled to vote on the resolution set out in the Notice of Postal ballot through remote e-voting.

- The e-voting module of CDSL was disabled on Thursday, 9th July 2026 at 5:00 PM and I, as the Scrutinizer, unblocked the votes cast, on Thursday, 9th July 2026 at 05.15 PM in the presence of Mr. Selten Jayaraj A (Witness No.1) and Ms. Vinothini S (Witness No.2), who are not in employment of the Company in accordance with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 (as amended).

- I have scrutinized the remote e-voting for the postal ballot and the votes tendered therein and maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 (as amended).

I now hereby submit my report on the result of the remote e-voting in respect of the said resolution, as under:

SPECIAL BUSINESS

Resolution No: 1

Special resolution

Approval to sell or otherwise dispose of substantial undertaking of the Company pursuant to Section 180(1)(a) of the Companies Act, 2013.

VOTES CAST **IN FAVOUR** OF THE RESOLUTION

Number of Members Voted through electronic voting system	Number of votes cast in favour the resolution	Percentage of Total Number of votes cast
65	1,43,68,419	99.93

VOTES CAST **AGAINST** THE RESOLUTION

Number of Members Voted through electronic voting system	Number of votes cast against the resolution	Percentage of Total Number of votes cast
10	10,784	0.07

INVALID VOTES

Total number of Members whose votes were declared invalid	Total number of invalid votes cast by them
0	0

Further, pursuant to proviso to Regulation 37 A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the special resolution passed by the members to sell or otherwise dispose of Non-Factory Vacant Land situated at Karamadai, Coimbatore, Tamil Nadu ("Undertaking"), admeasuring 19.35 Acres, shall be acted upon only if the votes cast by the public shareholders in favour of the resolution exceeds the votes cast by such public shareholders against the resolution. Accordingly, based on the report generated from the e-voting portal of CDSL, I hereby submit the voting results of the votes cast by the public equity shareholders of the Company through remote e-voting on the resolution as set out in Item No.1 of Postal Ballot Notice convening the meeting as under:

VOTES CAST **IN FAVOUR** OF THE RESOLUTION

Number of Members Voted through electronic voting system	Number of votes cast in favour the resolution	Percentage of Total Number of votes cast
53	3,93,972	97.34

VOTES CAST **AGAINST** THE RESOLUTION

Number of Members Voted through electronic voting system	Number of votes cast against the resolution	Percentage of Total Number of votes cast
10	10,784	2.66

INVALID VOTES

Total number of Members whose votes were declared invalid	Total number of invalid votes cast by them
0	0

Note: Thus, the Special Resolution as given in Item No. 1 may be considered as passed with requisite majority.

Date: 09.07.2026
Place: Coimbatore

Based on the Scrutinizer's Report Resolution No. 1 has been duly passed with requisite majority

For K G Denim Limited

K G BALAKRISHNAN
Digitally signed by K G BALAKRISHNAN
Date: 2026.07.10 16:34:05 +05'30'

KG Baalakrishnan
Executive Chairman
DIN: 00002174

For MDS & Associates LLP
Company Secretaries

MDS & ASSOCIATES LLP PCS

M D Selvaraj
Managing Partner
FCS No.: 960; C P No.: 411
Peer Review No. 6468/2025
UDIN: F000960H000794665