

January 19, 2026

To,  
 The Listing Department,  
 BSE Limited,  
 Phiroze Jeejeebhoy Towers,  
 Dalal Street,  
 Mumbai – 400001  
 Scrip code: 544603

To,  
 The Listing Department  
 National Stock Exchange of India Ltd.,  
 Exchange Plaza,  
 Bandra Kurla Complex, Bandra (East),  
 Mumbai – 400051  
 Symbol: GROWW

Dear Sir / Madam,

**Sub.: Disclosure under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Submission of Voting result of Postal Ballot and Scrutinizer's Report**

This is furtherance to our letter dated December 19, 2025, informing the stock exchanges about seeking approval of the Members of the Company on the following Resolutions through Postal Ballot:

Sr. No	Description of resolution	Type of resolution
1.	Approval for amendment and ratification of Billionbrains Garage Ventures Limited Employee Stock Option Scheme 2024 as per SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021	Special Resolution
2.	Approval for extension of grant of options to the eligible employees of the subsidiary company(ies) and associate company(ies), of the company under Billionbrains Garage Ventures Limited Employee Stock Option Scheme 2024.	Special Resolution
3.	Approval for acquisition of equity shares by way of secondary acquisition by trust under Billionbrains Garage Ventures Limited Employee Stock Option Scheme 2024.	Special Resolution
4.	Approval for provision of money to the Groww Employee Welfare Trust by the company for purchase of its own shares by the trust for the benefit of employees for the implementation of Billionbrains Garage Ventures Limited Employee Stock Option Scheme 2024.	Special Resolution
5.	Alteration of Articles of Association of the Company	Special Resolution

BILLIONBRAINS GARAGE VENTURES LIMITED (FORMERLY KNOWN AS BILLIONBRAINS GARAGE VENTURES PRIVATE LIMITED)

**REGISTERED OFFICE:**

Vaishnavi Tech Park, South Tower, 3rd Floor, Survey No.16/1 And 17/2, Ambalipura Village, Varthur Hobli, Bellandur, Bangalore, South, Karnataka, India, 560103



We wish to inform that pursuant to the provisions of Section 108 and Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Company has conducted the Postal Ballot through remote e-voting process, seeking approval of the Members for the resolutions as set out in the Postal Ballot Notice ("Notice") dated December 19, 2025.

Further, the remote e-voting commenced on Saturday, December 20, 2025, from 9:00 a.m. (IST) and concluded on Sunday, January 18, 2026 at 5:00 p.m. (IST). **Based on the report of the Scrutinizer, the resolutions as set in the Notice have been duly approved by the Members of the Company with requisite majority.**

Pursuant to Regulations 44(3) read with Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Voting Results and the Scrutinizer's Report on remote e-voting carried out with respect to the Resolutions mentioned in the Notice are enclosed as **Annexure A** and **Annexure B**, respectively.

The Voting Result along with the Scrutinizer's Report are available on the website of the Company at [www.groww.in](http://www.groww.in).

Kindly take the same on record and oblige.

Thanking you,  
Yours faithfully,

**For Billionbrains Garage Ventures Limited  
(Formerly known as Billionbrains Garage Ventures Private Limited)**

**Roshan Dave  
Company Secretary and Compliance Officer**

**Encl.: As above**

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BILLIONBRAINS GARAGE VENTURES LIMITED (FORMERLY KNOWN AS BILLIONBRAINS GARAGE VENTURES PRIVATE LIMITED)

**REGISTERED OFFICE:**

Vaishnavi Tech Park, South Tower, 3rd Floor, Survey No.16/1 And 17/2, Ambalipura Village, Varthur Hobli, Bellandur, Bangalore, Karnataka, India, 560103

### Annexure A

#### **DETAILS OF THE REMOTE E-VOTING RESULTS THROUGH POSTAL BALLOT**

The details of voting results by postal ballot process pursuant to Regulation 44(3) of the SEBI Listing Regulations are as under:

<b>Sr. No</b>	<b>Particulars</b>	<b>Details</b>
1.	Date of the Notice of Postal Ballot	December 19, 2025
2.	Total Number of shareholders as on record date (CutOff date i.e. December 18, 2025)	797648
3.	<b>No. of shareholders present in the meeting either in person or through proxy</b>	
	Promoter & Promoter Group	N.A.
	Public	N.A.
4.	<b>No. of shareholders attended the meeting through Video Conferencing</b>	
	Promoter & Promoter Group	N.A.
	Public	N.A.

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BILLIONBRAINS GARAGE VENTURES LIMITED (FORMERLY KNOWN AS BILLIONBRAINS GARAGE VENTURES PRIVATE LIMITED)

**REGISTERED OFFICE:**

Vaishnavi Tech Park, South Tower, 3rd Floor, Survey No.16/1 And 17/2, Ambalipura Village, Varthur Hobli, Bellandur, Bangalore, Bangalore South, Karnataka, India, 560103

Billionbrains Garage Ventures Limited								
Resolution Required :Special			1 - Approval for amendment and ratification of Billionbrains Garage Ventures Limited Employee Stock Option Scheme 2024 as per SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	1713209140	1713209054	100.0000	1713209054	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1713209054</b>	<b>100.0000</b>	<b>1713209054</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	497372951	396566641	79.7322	206774780	189791861	52.1412	47.8588
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>396566641</b>	<b>79.7322</b>	<b>206774780</b>	<b>189791861</b>	<b>52.1412</b>	<b>47.8588</b>
Public Non Institutions	E-Voting	3963014540	3118905436	78.7003	2789090346	329815090	89.4253	10.5747
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3118905436</b>	<b>78.7003</b>	<b>2789090346</b>	<b>329815090</b>	<b>89.4253</b>	<b>10.5747</b>
<b>Total</b>		<b>6173596631</b>	<b>5228681131</b>	<b>84.6942</b>	<b>4709074180</b>	<b>519606951</b>	<b>90.0624</b>	<b>9.9376</b>

Billionbrains Garage Ventures Limited								
Resolution Required :Special			2 - Approval for extension of grant of options to the eligible employees of the subsidiary company(ies) and associate company(ies), of the company under Billionbrains Garage Ventures Limited Employee Stock Option Scheme 2024.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting		No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled
			[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100
Promoter and Promoter Group	E-Voting	1713209140	1713209054	100.0000	1713209054	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1713209054	100.0000	1713209054	0	100.0000	0.0000
Public Institutions	E-Voting	497372951	396566641	79.7322	206074730	190491911	51.9647	48.0353
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		396566641	79.7322	206074730	190491911	51.9647	48.0353
Public Non Institutions	E-Voting	3963014540	3118905463	78.7003	2789089628	329815835	89.4253	10.5747
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3118905463	78.7003	2789089628	329815835	89.4253	10.5747
<b>Total</b>			<b>6173596631</b>	<b>5228681158</b>		<b>84.6942</b>	<b>4708373412</b>	<b>520307746</b>
							<b>90.0490</b>	<b>9.9510</b>

Billionbrains Garage Ventures Limited								
Resolution Required :Special			3 - Approval for acquisition of equity shares by way of secondary acquisition by trust under Billionbrains Garage Ventures Limited Employee Stock Option Scheme 2024.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes -Against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100
Promoter and Promoter Group	E-Voting	1713209140	1713209054	100.0000	1713209054	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1713209054</b>	<b>100.0000</b>	<b>1713209054</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	497372951	396566641	79.7322	206774780	189791861	52.1412	47.8588
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>396566641</b>	<b>79.7322</b>	<b>206774780</b>	<b>189791861</b>	<b>52.1412</b>	<b>47.8588</b>
Public Non Institutions	E-Voting	3963014540	3118905290	78.7003	2789090774	329814516	89.4253	10.5747
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3118905290</b>	<b>78.7003</b>	<b>2789090774</b>	<b>329814516</b>	<b>89.4253</b>	<b>10.5747</b>
<b>Total</b>		<b>6173596631</b>	<b>5228680985</b>	<b>84.6942</b>	<b>4709074608</b>	<b>519606377</b>	<b>90.0624</b>	<b>9.9376</b>

Billionbrains Garage Ventures Limited								
Resolution Required :Special			4 - Approval for provision of money to the Groww Employee Welfare Trust by the company for purchase of its own shares by the trust for the benefit of employees for the implementation of Billionbrains Garage Ventures Limited Employee Stock Option Scheme 2024.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes -Against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100
Promoter and Promoter Group	E-Voting	1713209140	1713209054	100.0000	1713209054	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1713209054</b>	<b>100.0000</b>	<b>1713209054</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	497372951	396566641	79.7322	206774780	189791861	52.1412	47.8588
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>396566641</b>	<b>79.7322</b>	<b>206774780</b>	<b>189791861</b>	<b>52.1412</b>	<b>47.8588</b>
Public Non Institutions	E-Voting	3963014540	3118905300	78.7003	2789090890	329814410	89.4253	10.5747
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3118905300</b>	<b>78.7003</b>	<b>2789090890</b>	<b>329814410</b>	<b>89.4253</b>	<b>10.5747</b>
<b>Total</b>		<b>6173596631</b>	<b>5228680995</b>	<b>84.6942</b>	<b>4709074724</b>	<b>519606271</b>	<b>90.0624</b>	<b>9.9376</b>

Billionbrains Garage Ventures Limited								
Resolution Required :Special			5 - Alteration of Articles of Association of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100
Promoter and Promoter Group	E-Voting	1713209140	1713209054	100.0000	1713209054	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1713209054</b>	<b>100.0000</b>	<b>1713209054</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	497372951	396566641	79.7322	217629570	178937071	54.8784	45.1216
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>396566641</b>	<b>79.7322</b>	<b>217629570</b>	<b>178937071</b>	<b>54.8784</b>	<b>45.1216</b>
Public Non Institutions	E-Voting	3963014540	3118905403	78.7003	2789089872	329815531	89.4253	10.5747
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3118905403</b>	<b>78.7003</b>	<b>2789089872</b>	<b>329815531</b>	<b>89.4253</b>	<b>10.5747</b>
<b>Total</b>		<b>6173596631</b>	<b>5228681098</b>	<b>84.6942</b>	<b>4719928496</b>	<b>508752602</b>	<b>90.2700</b>	<b>9.7300</b>

Date: January 19, 2026

To,

**Billionbrains Garage Ventures Limited**

(formerly known as **Billionbrains Garage Ventures Private Limited**)

CIN: U72900KA2018PLC109343

Vaishnavi Tech Park, South Tower, 3rd Floor,  
Survey No.16/1 and 17/2, Ambalipura Village,  
Varthur Hobli, Bellandur, Bangalore South, Bangalore, Karnataka- 560103, India.

**Sub: Scrutinizer's Report on the Postal Ballot process conducted through remote e-voting pursuant to the provisions of Section 110 and 108 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, in respect of passing of the resolutions contained in the Postal Ballot Notice dated December 19, 2025.**

Dear Sir,

I, Biswajit Ghosh (Membership No. F8750 /CP: 8239), Designated Partner of BMP & Co. LLP, Practicing Company Secretaries, Bengaluru (FRN L2017KR003200), had been appointed as the Scrutinizer by the Board of Directors of **Billionbrains Garage Venture Limited** (“the Company”) to scrutinize the postal ballot through voting by electronic means (“remote e-voting”), in a fair and transparent manner and ascertain the requisite majority on the said Postal Ballot carried out pursuant to Section 110 read with Section 108 of the Companies Act, 2013 (“Act”), Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modifications or re-enactments thereof for the time being in force) (“Rules”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, and subsequent



**BMP & Co. LLP**



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circulars issued in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025 (“collectively referred to as “**MCA Circulars**”), circular(s) issued by the Securities and Exchange Board of India (“**SEBI**”), Listing Regulations, Secretarial Standard on General Meetings (“**SS-2**”) issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations, I submit my Report, as under:

1. The Postal Ballot Notice along with Explanatory Statement under Section 102(1) of the Act was sent by electronic mode to those Members whose names appeared in the Register of Members as on **Thursday, December 18, 2025, (“Cut-off Date”)** received from MUFG Intime India Private Limited, (formerly known as Link Intime India Private Limited), Registrar and Transfer Agent and whose e-mail address were registered with the Company/ Depositories/ Depository Participants. A copy of the Postal Ballot Notice is also available on the website of the Company (<https://groww.in/investor-relations/announcements>), the relevant section of the website of the Stock Exchanges on which the Equity Shares of the Company are listed i.e., BSE Limited ([www.bseindia.com](http://www.bseindia.com)) and National Stock Exchange of India Limited ([www.nseindia.com](http://www.nseindia.com)) and on the website of E-voting agency i.e. MUFG Intime India Private Limited (<https://web.in.mpms.mufg.com/client-downloads.html>). Members who held Equity Share(s) of the Company on the Cut-off Date, were entitled to vote through remote e-voting process in relation to the Resolutions specified in the Postal Ballot Notice (“Eligible Members”). The dispatch of the Postal Ballot Notice by electronic mode was completed on Friday, December 19, 2025.
2. In accordance with the MCA Circulars, the physical copy of the Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelope was not sent to the members in accordance with the provisions specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the members had taken place through the remote e-voting system only.



**BMP & Co. LLP**

4th Floor, Aishwarya Sampurna, No. 79/1, Vani Vilas Road, Basavanagudi, Bengaluru 560 004, Karnataka.  
+91 99009 01974 info@bmpandco.com www.bmpandco.com LLPIN: AAI-4194

Page 2 of 11

3. On the basis of Register of Members made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on Cut-off Date, the notice of the postal ballot dated Friday, December 19, 2025, was dispatched to the shareholders on Friday, December 19, 2025 by prescribed mode and the newspaper advertisement was published on Saturday, December 20, 2025, pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014 (as amended).
4. The remote e-voting commenced from Saturday, December 20, 2025 at 9.00 a.m. (IST) and concluded at 05:00 p.m. (IST) on Sunday, January 18, 2026. The e-voting services were provided by MUFG Intime India Private Limited.
5. All the data of remote e-voting i.e., the results of e-voting along with the list of shareholders who voted “For” and “Against” the resolutions were downloaded from the e-voting portal of MUFG Intime India Private Limited (<https://instavote.linkintime.co.in>), by unblocking the remote e-voting event on Sunday, January 18, 2026 at 05.11 P.M. (IST) in the presence of two witnesses, viz., Ms. Aryushi Agarwal currently residing at No. 79/1, 4th Floor, Aishwarya Sampurna Apartment, Vani Vilas Road, Basavanagudi, Bangalore – 560004 and Ms. Sampada Inamdar currently residing at No. 79/1, 4th Floor, Aishwarya Sampurna Apartment, Vani Vilas Road, Basavanagudi, Bangalore – 560004.
6. All votes cast through remote e-voting upto 5.00 P.M. (IST) on Sunday, January 18, 2026, the last date, and time fixed by the Company, were considered for scrutiny.
7. The summary of the results of the Postal Ballot conducted through remote e-voting is, as under:

I now submit my report as below on the result of the remote e-voting in respect of the resolutions contained in the Notice of Postal Ballot.



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## RESOLUTION NO. 1: SPECIAL RESOLUTION

### APPROVAL FOR AMENDMENT AND RATIFICATION OF BILLIONBRAINS GARAGE VENTURES LIMITED EMPLOYEE STOCK OPTION SCHEME 2024 AS PER SEBI (SHARE BASED EMPLOYEE BENEFITS AND SWEAT EQUITY) REGULATIONS, 2021

Voted “*in Favor*” of the resolution:

Mode	Number of members voted	Number of votes cast in Favour of the resolution	% of total number of valid votes cast
Postal Ballot (Remote E-voting)	426	4709074180	90.0624

Voted “*Against*” the resolution:

Mode	Number of members voted	Number of votes cast Against the resolution	% of total number of valid votes cast
Postal Ballot (Remote E-voting)	102	519606951	9.9376

#### *Invalid Votes:*

Mode	Number of Members	Number of votes cast
Postal Ballot (Remote E-voting)	0	0



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**Abstain Votes:**

Mode	Number of Members	Number of votes cast
Postal Ballot (Remote E-voting)	18	3250351*

\*The total includes less voted and instances where voting was exercised only on certain resolutions

**RESOLUTION NO. 2: SPECIAL RESOLUTION**

**APPROVAL FOR EXTENSION OF GRANT OF OPTIONS TO THE ELIGIBLE EMPLOYEES OF THE SUBSIDIARY COMPANY(IES) AND ASSOCIATE COMPANY(IES), OF THE COMPANY UNDER BILLIONBRAINS GARAGE VENTURES LIMITED EMPLOYEE STOCK OPTION SCHEME 2024.**

Voted “*in Favor*” of the resolution:

Mode	Number of members voted	Number of votes cast in Favour of the resolution	% of total number of valid votes cast
Postal Ballot (Remote E-voting)	420	4708373412	90.0490

Voted “*Against*” the resolution:

Mode	Number of members voted	Number of votes cast Against the resolution	% of total number of valid votes cast
Postal Ballot (Remote E-voting)	109	520307746	9.9510



**BMP & Co. LLP**

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Page 3 of 11



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**Invalid Votes:**

Mode	Number of Members	Number of votes cast
Postal Ballot (Remote E-voting)	0	0

**Abstain Votes:**

Mode	Number of Members	Number of votes cast
Postal Ballot (Remote E-voting)	18	3250324*

\*The total includes less voted and instances where voting was exercised only on certain resolutions

**RESOLUTION NO. 3: SPECIAL RESOLUTION**

**APPROVAL FOR ACQUISITION OF EQUITY SHARES BY WAY OF  
SECONDARY ACQUISITION BY TRUST UNDER BILLIONBRAINS GARAGE  
VENTURES LIMITED EMPLOYEE STOCK OPTION SCHEME 2024.**

Voted “*in Favor*” of the resolution:

Mode	Number of members voted	Number of votes cast in Favour of the resolution	% of total number of valid votes cast
Postal Ballot (Remote E-voting)	430	4709074608	90.0624



**BMP & Co. LLP**

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LLPIN: AAI-4194

Page 6 of 11

Voted “*Against*” the resolution:

Mode	Number of members voted	Number of votes cast Against the resolution	% of total number of valid votes cast
Postal Ballot (Remote E-voting)	100	519606377	9.9376

*Invalid Votes:*

Mode	Number of Members	Number of votes cast
Postal Ballot (Remote E-voting)	0	0

*Abstain Votes:*

Mode	Number of Members	Number of votes cast
Postal Ballot (Remote E-voting)	17	3250497*

\*The total includes less voted and instances where voting was exercised only on certain resolutions

#### RESOLUTION NO. 4: SPECIAL RESOLUTION

**APPROVAL FOR PROVISION OF MONEY TO THE GROWW EMPLOYEE WELFARE TRUST BY THE COMPANY FOR PURCHASE OF ITS OWN SHARES BY THE TRUST FOR THE BENEFIT OF EMPLOYEES FOR THE**



**BMP & Co. LLP**



**BMP & Co.**

COMPANY SECRETARIES

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**IMPLEMENTATION OF BILLIONBRAINS GARAGE VENTURES LIMITED  
EMPLOYEE STOCK OPTION SCHEME 2024**

Voted “*in Favor*” of the resolution:

Mode	Number of members voted	Number of votes cast in Favour of the resolution	% of total number of valid votes cast
Postal Ballot (Remote E-voting)	430	4709074724	90.0624

Voted “*Against*” the resolution:

Mode	Number of members voted	Number of votes cast Against the resolution	% of total number of valid votes cast
Postal Ballot (Remote E-voting)	101	519606271	9.9376

***Invalid* Votes:**

Mode	Number of Members	Number of votes cast
Postal Ballot (Remote E-voting)	0	0

***Abstain* Votes:**

Mode	Number of Members	Number of votes cast
Postal Ballot (Remote E-voting)	17	3250487*



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\*The total includes less voted and instances where voting was exercised only on certain resolutions

## RESOLUTION NO. 5: SPECIAL RESOLUTION

### ALTERATION OF THE ARTICLES OF ASSOCIATION OF THE COMPANY

Voted “*in Favor*” of the resolution:

Mode	Number of members voted	Number of votes cast in Favour of the resolution	% of total number of valid votes cast
Postal Ballot (Remote E-voting)	427	4719928496	90.2700

Voted “*Against*” the resolution:

Mode	Number of members voted	Number of votes cast Against the resolution	% of total number of valid votes cast
Postal Ballot (Remote E-voting)	101	508752602	9.7300

### *Invalid Votes:*

Mode	Number of Members	Number of votes cast
Postal Ballot (Remote E-voting)	0	0



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4th Floor, Aishwarya Sampurna, No. 79/1, Vani Vilas Road, Basavanagudi, Bengaluru 560 004, Karnataka.

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Page 9 of 11



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COMPANY SECRETARIES  
BENGALURU | MUMBAI | DELHI NCR

**Abstain Votes:**

Mode	Number of Members	Number of votes cast
<b>Postal Ballot (Remote E-voting)</b>	21	3250384*

\*The total includes less voted and instances where voting was exercised only on certain resolutions

- a) The aforesaid resolutions contained in the Notice are passed with requisite majority by the Members of the Company.
- b) The figures in percentage have been rounded off to 4 decimal points.
  
- 8. The electronic data and all other relevant records relating to remote e-voting shall remain in our safe custody and will be handed over to Mr. Roshan Dave, Company Secretary and Compliance Officer of the Company for safekeeping.

**9. Restriction on Use**

This report has been issued at the request of the Company for (i) submission to Stock Exchanges (ii) placing on website of the Company (iii) placing on the website of MUFG Intime India Private Limited and (iv) for such other purposes as required under various statutory or regulatory requirements. This report is not to be used for any other purpose or to be distributed by the Company to any other parties.

Accordingly, I do not accept or assume or any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without any prior consent in writing.



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Page 10 of 11



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COMPANY SECRETARIES

BENGALURU | MUMBAI | DELHI NCR

Thanking You,

Yours faithfully

For BMP & Co. LLP  
Company Secretaries



CS Biswajit Ghosh

Designated Partner

FCS No.: 8750 CP No.: 8239

UDIN: F008750G003369261

**Place:** Bangalore

**Date:** January 19, 2026

We, the undersigned, witnessed that the votes were unblocked from the e-voting website of MUFG Intime India Private Limited (<https://instavote.linkintime.co.in>) in our presence.

**Aryushi Agarwal**

Address: No. 79/1, 4th Floor, Aishwarya Sampurna Apartment, Vani Vilas Road, Basavanagudi, Bangalore – 560004.

**Sampada Inamdar**

Address: No. 79/1, 4th Floor, Aishwarya Sampurna Apartment, Vani Vilas Road, Basavanagudi, Bangalore – 560004.

Based on the foregoing all the above resolutions have been passed with requisite majority.

Countersign by the Company Secretary

(Authorised by the Board of Directors)

**Roshan Dave**

Company Secretary and Compliance Officer

Address: Vaishnavi Tech Park, South Tower, 3rd Floor, Survey No.16/1 and 17/2, Ambalipura Village, Varthur Hobli, Bellandur, Bangalore South, Bangalore, Karnataka- 560103, India.



**BMP & Co. LLP**

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Page 1 of 1