



# KRITI INDUSTRIES (INDIA) LIMITED

BRILLIANT SAPPHIRE, 801-804, 8th FLOOR, PLOT NO. 10, SCHEME 78-II, VIJAY NAGAR,  
INDORE - 452 010 (M.P.) INDIA. PHONE No.: (+91-731) 2719100.  
REGD. OFF.: "MEHTA CHAMBERS", 34, SIYAGANJ, INDORE - 452007 Phone: (+91-731) 2540963  
E-mail: [info@kritiindia.com](mailto:info@kritiindia.com) Website: <http://www.kritiindia.com>

CIN : L25206MP1990PLC005732

KIIL/SE/2025-26

5<sup>th</sup> September, 2025

Online filing at: [www.listing.bseindia.com](http://www.listing.bseindia.com) and  
<https://neaps.nseindia.com/NEWLISTINGCORP/login.jsp>

To,  
National Stock Exchange of India Limited  
Exchange Plaza, C-1, Block G  
Bandra Kurla Complex, Bandra (E)  
Mumbai – 400051  
Symbol – KRITI

To,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street  
Mumbai 400001  
BSE Scrip ID: KRITIIND Scrip Code – 526423

**Subject: Submission of the Minutes of the 35<sup>th</sup> Annual General Meeting of the Company held on Wednesday, 13<sup>th</sup> August, 2025.**

Dear Sir/Madam,

Pursuant to the SEBI (LODR) Regulations, 2015, we are pleased to submit the minutes of the 35<sup>th</sup> Annual General Meeting of Kriti Industries (India) Ltd., held on Wednesday, 13<sup>th</sup> August, 2025 at 3:00 P.M. (IST) and concluded at 03:30 P.M. (IST) through Video Conferencing or Other Audio Video Means (OAVM) for which purposes the corporate office of the company situated at **8th Floor, Brilliant Sapphire Plot No.10, PSP, IDA, Scheme No.78, Part II, Indore (M.P.) 452010** shall be deemed as the venue for the Meeting.

You are requested to please take on record the above said document for your reference and further needful.

Thanking You,  
Yours Faithfully,  
**For, KRITI INDUSTRIES (INDIA) LTD**

**ADITI RANDHAR**  
**COMPANY SECRETARY &**  
**COMPLIANCE OFFICER**  
*Encl: a/a*

HELD AT .....ON.....TIME.....

KRITI INDUSTRIES (INDIA) LIMITED

CIN: L25206MP1990PLC005732

Regd. Off.: Mehta Chambers, 34 Siyaganj, Indore – 452007 (M.P.)

MINUTES OF THIRTY FIFTH ANNUAL GENERAL MEETING  
OF THE MEMBERS OF THE COMPANY

Held on	:	Wednesday, the 13 <sup>th</sup> August, 2025	
At	:	3.00 P.M. through Video Conferencing (VC) or Other Audio Visual Means (OAVM) at deemed venue at 8th Floor, Brilliant Sapphire Plot No.10, PSP, IDA, Scheme No.78, Part II, Indore (M.P.) 452010	
In presence	:	Shri Shiv Singh Mehta	: Chairman and Managing Director- Member - Chairman of Corporate Social Responsibility Committee
		Smt. Purnima Mehta	: Whole Time Director – Member
		Shri Saurabh Singh Mehta	: Director – Member
		Shri Chandrasekharan Bhaskar	: Independent Director- Chairman of Audit Committee, Stakeholders' Relationship Committee and Nomination and Remuneration Committee
		Shri Venkat Subramaniam	: Additional Independent Director
		Shri Rajesh Sisodia	: Chief Financial Officer
In attendance	:	Shri Puneet Gupta	: Statutory Auditor (M/s Rakesh Kumar & Associates, Chartered Accountants)
		Shri Ishan Jain	: Scrutinizer (M/s Ishan Jain & Co., Company Secretaries)
		Shri Ajit Jain	: Secretarial Auditor (M/s Ajit Jain & Co., Company Secretaries)

NUMBER OF MEMBERS AS ON THE CUT-OFF DATE AND REQUIREMENT OF QUORUM FOR THE AGM

As per records made available by Ankit Consultancy Private Limited, the Share Transfer Agent, the total No. of Members on the Cutoff date i.e. 6<sup>th</sup> August, 2025, was 11,721 Members who were entitled to attend and vote at the 35<sup>th</sup> AGM, out of them total 38 Members were present through VC as per the attendance Register and minimum 30 members were required to constitute the valid quorum for the 35<sup>th</sup> AGM.

CHAIRMAN OF THE MEETING

Shri Shiv Singh Mehta, Chairman and Managing Director of the Company, presided over the meeting.

PROCEEDINGS OF THE 35<sup>TH</sup> ANNUAL GENERAL MEETING

WELCOME ADDRESS AND INTRODUCTION OF DIRECTORS, EXECUTIVES AND INVITEES PRESENT THROUGH VC / OAVM

CHAIRMAN'S INITIALS



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Shri Rajesh Sisodia, Chief Financial Officer (CFO), on behalf of the Company, extended a very warm welcome to the Members at the 35<sup>th</sup> AGM and introduced the Directors, Executives and Invitees present through VC/OAVM. He set out the general instructions for members to participate and vote at the AGM and informed that in accordance with the various circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India this meeting is being held through Video Conferencing or Other Audio Video Means (“VC/OAVM”) without any physical presence of the members, at a common place. Required quorum was confirmed to be present in the meeting through Video Conferencing and therefore, he called the meeting to order.

Shri Rajesh Sisodia also informed that:

1. In pursuance to the Circulars issued, the Company has e-mailed the Notice for convening today’s meeting along with agenda and resolutions along with the annual accounts, Audit Report for year ended 31<sup>st</sup> March, 2025 to only those Shareholders, whose e-mail address were registered with the Company or Ankit Consultancy Private Limited, the Registrar and Share Transfer Agent or the depository and sent a letter containing web-link, including the exact path, where complete details of the Annual Report is available to those shareholder(s) who have not so registered;
2. Statutory Registers including “Register of Directors and Key Managerial Personnel and their Shareholding” and “Register of Contracts or Arrangement in which Directors are interested” are available electronically for inspection by the members during the AGM;
3. Since the AGM is being held through video conferencing, the facility for appointment of proxies by the members was not applicable and hence the proxy register for inspection was not available;
4. There is no qualifications, reservation, adverse remark or disclaimer in the Auditor’s Report and Secretarial Audit Report.

Shri Rajesh Sisodia then requested the Chairman to address to the members.

CHAIRMAN’S SPEECH

Shri Shiv Singh Mehta, Chairman extended a warm welcome to all the Members, Auditor, Scrutinizer, and Special Invitees present at the 35<sup>th</sup> Annual General Meeting of the Company.

Shri Shiv Singh Mehta delivered Chairman’s Speech, inter alia, covering following:


1. Brief about difficult period, impact on operation by the falling of Raw Material prices and challenges of new business development in Building Products; Impact on bottom line of companies due to erosion of value of inventory; Growth in Agriculture business and Building Products segment and de-growth in Institutional Business;
2. Performance of the Company in Financial Year 2024-25.


The Chairman affirmed his satisfaction and did cause to record his satisfaction with the efforts made by the Company to enable the members to participate and vote on the items being considered in the meeting.

The Chairman then handed over the proceedings to Shri Rajesh Sisodia to proceed on his behalf.

FORMAL BUSINESS OF THE MEETING

CHAIRMAN’S INITIALS



HELD AT .....		ON.....		TIME.....			
<p>Shri Rajesh Sisodia then proceeded with the formal business of the meeting. He informed the Members that:</p> <p>The Notice convening the 35<sup>th</sup> Annual General Meeting has already been circulated to all the members, and with the permission of the Members took the Notice of the meeting as read. There were five (6) Ordinary and two (2) Special resolutions to be transacted at the meeting.</p> <ol style="list-style-type: none"><li>1. The Company has provided the facility to cast the votes electronically, on all resolutions set forth in the Notice. Members who have not cast their votes through remote e-voting and who are participating in this meeting are having an opportunity to cast their votes during the meeting through the e-voting system provided by CDSL.</li><li>2. The remote e-voting period for the 35<sup>th</sup> AGM commenced on Sunday, 10<sup>th</sup> August, 2025 from 9.00 A.M. and it ended on Tuesday, 12<sup>th</sup> August, 2025 at 5.00 P.M.</li><li>3. Shri Ishan Jain, Practicing Company Secretary ('PCS') was appointed as Scrutiniser for scrutinising the remote e-voting process as well as e-voting at this meeting. The results of the remote e-vote and e-voting at this 35<sup>th</sup> AGM will be declared on receipt of Scrutiniser's Report and the same shall be placed on Company's website, BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) website and on the website of Central Depository Services (India) Limited within two (2) working days of conclusion of the Annual General Meeting.</li><li>4. Pursuant to the provisions of Section 107 read with Section 108 of the Companies Act, 2013, there was no voting by show of hands at the 35<sup>th</sup> Annual General Meeting.</li></ol> <p>Shri Rajesh Sisodia then invited the registered speaker member to speak at the AGM. Speaker members expressed their views.</p> <p>Shri Shiv Singh Mehta – Chairman and Managing Director then satisfactorily replied to the queries of the members at the AGM.</p> <p>Shri Rajesh Sisodia further informed the members that voting on the CDSL platform would continue for another 15 minutes to enable the members to cast their votes.</p> <p>Shri Rajesh Sisodia thanked all the members for participating in the meeting through video conferencing and then declared the meeting <b><u>as concluded at 3.30 P.M.</u></b></p> <div><div>Place: Indore Date: 05/09/2025</div><div> Shiv Singh Mehta Chairman of the 35<sup>th</sup> Annual General Meeting DIN: 00023523</div></div> <table border="1"><tr><td>CHAIRMAN'S INITIALS</td><td></td></tr></table>						CHAIRMAN'S INITIALS	
CHAIRMAN'S INITIALS							

HELD AT .....

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**Consolidated results of remote e-voting and e-voting during AGM on the items of Ordinary and Special businesses at the 35<sup>th</sup> Annual General Meeting of Kriti Industries (India) Limited held on 13<sup>th</sup> August, 2025.**

As per the provisions of 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 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all Members as on the cut-off date i.e. Wednesday, 6<sup>th</sup> August, 2025, were provided with the facility to cast their votes electronically through the remote e-voting services provided by Central Depository Services Limited (CDSL) on all the resolutions set forth in the Notice of 35<sup>th</sup> Annual General Meeting.

The remote e-voting portal remained open for voting from 9.00 a.m. Sunday, 10<sup>th</sup> August, 2025 to 5.00 p.m. Tuesday, 12<sup>th</sup> August, 2025 and was disabled by CDSL for voting thereafter.

Facility for e-voting during AGM was made available to the Members, who had not cast their vote by remote e-voting.

The Board of Directors had appointed Shri Ishan Jain, Practicing Company Secretary (‘PCS’), as Scrutiniser for scrutinising the voting process in a fair and transparent manner as stipulated under the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015.

The Scrutiniser had carried out the scrutiny of all the e-votes received upto the closing of remote e-voting period and the e-voting during the 35<sup>th</sup> Annual General Meeting.

The Consolidated Results as per the Scrutiniser’s Report dated 14<sup>th</sup> August, 2025 are as follows:

CHAIRMAN'S  
INITIALS

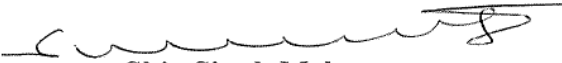


HELD AT .....ON.....TIME.....

Resolution No.	Particulars	Particulars of votes cast			
		Remote e-voting + E-Voting at AGM			
		Votes cast in favour		Votes cast against	
		Number	%	Number	%
1	<b>Ordinary Resolution:-</b> Adoption of the Standalone and Consolidated Audited Financial Statements containing the Balance Sheet as at 31 <sup>st</sup> March, 2025, the Statement of Profit & Loss, Cash Flow, Change in Equity and notes thereto of the Company for the Financial Year ended 31 <sup>st</sup> March 2025 and the reports of the Board of directors and Auditors thereon as on that date.	32945815	100.0000	6	00.0000
2	<b>Ordinary Resolution:-</b> To appoint a director in place of <b>Mr. Saurabh Singh Mehta (DIN:00023591)</b> who retires by rotation in terms of Section 152(6) of the Companies Act, 2013, at this Annual General Meeting and being eligible offers himself for re-appointment	32945415	99.9988	406	0.0012
3	<b>Ordinary Resolution:</b> Appointment of M/s M. Mehta & Co, Chartered Accountants (FRN: 000957C) as Statutory Auditors of the Company.	32945815	100.0000	6	00.0000
4	<b>Ordinary Resolution:-</b> Ratification of remuneration payable to the Cost Auditors M/s Dhananjay V. Joshi & Associates, Cost Accountants, of the company for the financial year 2025-26.	32945815	100.0000	6	00.0000
5	<b>Ordinary Resolution:-</b> Approval of the transactions/contracts/ arrangements with related parties under Regulation 23 of the SEBI (LODR) Regulations, 2015.	17546	99.9658	6	0.0342
6	<b>Special Resolution:-</b> Confirmation of appointment of Mr. Venkat Subramaniam (DIN:00078868) as an Independent Director of the Company.	32945815	100.0000	6	00.0000
7	<b>Special Resolution:-</b> Confirmation of re-appointment of Mr. Hitendra Mehta (DIN: 01935959) as an Independent Director of the Company.	32945415	99.9988	406	0.0012
8	<b>Ordinary Resolution:-</b> Appointment of M/s. Ajit Jain & Co., Practicing Company Secretaries as Secretarial Auditor of the company.	32945815	100.0000	6	00.0000

On the basis of Scrutinizer’s Report dated 14<sup>th</sup> August, 2025 all the resolutions for ordinary and special businesses as set out at Item Nos. 1 to 8 of the Notice of 35<sup>th</sup> Annual General Meeting of the Company had been duly passed by the members with requisite majority and accordingly all the resolutions were declared as passed on 13<sup>th</sup> August, 2025 which is the date of the 35<sup>th</sup> Annual General Meeting.

Place: Indore  
Date: 05/09/2025

  
**Shiv Singh Mehta**  
Chairman of the 35<sup>th</sup> Annual General Meeting  
DIN: 00023523

CHAIRMAN'S INITIALS	
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HELD AT .....

ON.....

TIME.....

RESOLUTIONS PASSED BY THE MEMBERS RECORDED HEREUNDER AS PART OF THE MINUTES OF THE 35<sup>TH</sup> ANNUAL GENERAL MEETING HELD ON WEDNESDAY, 13<sup>TH</sup> AUGUST, 2025:

A. ORDINARY BUSINESS:  
ITEM NO.1: ORDINARY RESOLUTION: - ADOPTION OF THE STANDALONE AND CONSOLIDATED AUDITED FINANCIAL STATEMENTS CONTAINING THE BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2025, THE STATEMENT OF PROFIT & LOSS, CASH FLOW, CHANGE IN EQUITY AND NOTES THERETO OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH 2025 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON AS ON THAT DATE:

"RESOLVED THAT, the Audited Standalone and Consolidated Financial Statements for the financial year ended 31<sup>st</sup> March, 2025 and the Reports of the Director's, and Auditor's thereon laid before this meeting be and are hereby considered and adopted."

The Results of the Voting were as under:

Resolution required: (Ordinary/ Special)			Ordinary					
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=[(2)/(1)]* 100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled [(4)/(2)]*100	% of Votes against on votes polled [(5)/(2)]*100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	36211653	32919647	90.9090	32919647	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	36211653	32919647	90.9090	32919647	0	100.0000	0
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	1600	0	0	0	0	0	0
Public Non Institutions	E-Voting	16482747	26174	0.1588	26168	6	99.9771	0.0229
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	16482747	26174	0.1588	26168	6	99.9771	0.0229
Total		52696000	32945821	62.5205	32945815	6	100.0000	0.0000

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 1 was passed by REQUISITE MAJORITY AS AN ORDINARY RESOLUTION.

ITEM NO. 2: ORDINARY RESOLUTION: - APPOINTMENT OF DIRECTOR IN PLACE OF MR. SAURABH SINGH MEHTA (DIN 00023591) WHO RETIRES BY ROTATION AT THIS ANNUAL GENERAL MEETING AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT.

“RESOLVED THAT, pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Saurabh Singh Mehta (DIN:00023591), Director of the Company who retires by rotation at this meeting, be and is hereby re-appointed as Director of the Company, liable to retire by rotation.”

The Results of the Voting were as under:

Resolution required: (Ordinary/ Special)		Ordinary
Whether promoter/ promoter group are interested in the agenda/resolution?		No

CHAIRMAN'S INITIALS





HELD AT .....ON.....TIME.....

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares= $\frac{(2)}{(1)} \times 100$	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled $\frac{[(4)/(2)] \times 100}{0}$	% of Votes against on votes polled $\frac{[(5)/(2)] \times 100}{0}$
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	36211653	32919647	90.9090	32919647	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	36211653	32919647	90.9090	32919647	0	100.0000	0
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	1600	0	0	0	0	0	0
Public Non Institutions	E-Voting	16482747	26174	0.1588	25768	406	98.4488	1.5512
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	16482747	26174	0.1588	25768	406	98.4488	1.5512
Total		52696000	32945821	62.5205	32945415	406	99.9988	0.0012

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 2 was passed by **REQUISITE MAJORITY AS AN ORDINARY RESOLUTION.**

**ITEM NO. 3: ORDINARY RESOLUTION: - APPOINTMENT OF M/S M. MEHTA & CO, CHARTERED ACCOUNTANTS (FRN: 000957C) AS STATUTORY AUDITORS OF THE COMPANY.**


“**RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or reenactment(s) thereof for the time being in force) and based on the recommendation of the Audit Committee and the Board of Directors, M/s M. Mehta & Company, Chartered Accountants (FRN 000957C), who fulfill the criteria of independence be and are hereby appointed as the Statutory Auditors of the Company in place of the existing retiring auditor M/s Rakesh Kumar & Associates, Chartered Accountants (F.R. No 0021503), whose tenure shall be expired on the conclusion of this Annual General Meeting for a First term of 5(five) consecutive years i.e. commencing from the conclusion of this 35<sup>th</sup> Annual General Meeting until the conclusion of 40<sup>th</sup> Annual General Meeting to be held in the year 2030 and on the recommendation of the Audit Committee, the Board of Directors be and is hereby further authorized to finalize the remuneration of the Statutory Auditor (plus applicable taxes) and reimbursement of out-of-pocket expenses.

**RESOLVED FURTHER THAT** any of the Directors or Company Secretary of the Company be and are hereby severally authorized to do all such act, deeds and things as may be considered necessary to give effect to the above said resolution.”

The Results of the Voting were as under:

Resolution required: (Ordinary/ Special)			Ordinary					
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= $\frac{(2)}{(1)} \times 100$	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled $\frac{[(4)/(2)] \times 100}{00}$	% of Votes against on votes polled $\frac{[(5)/(2)] \times 100}{00}$
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	36211653	32919647	90.9090	32919647	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	36211653	32919647	90.9090	32919647	0	100.0000	0

CHAIRMAN'S INITIALS





HELD AT ..... ON ..... TIME .....

Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	16482747	26174	0.1588	26168	6	99.9771	0.0229
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>20738</b>	<b>0.1258</b>	<b>20728</b>	<b>6</b>	<b>99.9771</b>	<b>0.0229</b>
<b>Total</b>		<b>52696000</b>	<b>32945821</b>	<b>62.5205</b>	<b>32945815</b>	<b>6</b>	<b>100.0000</b>	<b>0.0000</b>

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 3 was passed by **REQUISITE MAJORITY AS AN ORDINARY RESOLUTION.**

#### B. SPECIAL BUSINESS

**ITEM NO. 4: ORDINARY RESOLUTION:- RATIFICATION OF THE REMUNERATION PAYABLE TO THE COST AUDITORS M/S DHANANJAY V. JOSHI & ASSOCIATES, COST ACCOUNTANTS OF THE COMPANY FOR THE FINANCIAL YEAR 2025-26.**

**“RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the members of the Company be and hereby ratify the payment of remuneration of Rs. 35,000 (Rupees Thirty-Five Thousand Only), plus applicable taxes and reimbursement of out- of- pocket expenses at actual to M/s Dhananjay V. Joshi & Associates, Cost Accountants (FRN: 000030) appointed by the Board of Directors on the recommendation of the Audit Committee, as the Cost Auditors to conduct the audit of the cost records of the Company for the Financial Year ending 31<sup>st</sup> March, 2026;

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution and for matters connected therewith or incidental thereto.”

The Results of the Voting were as under:

Resolution required: (Ordinary/ Special)			<i>Ordinary</i>					
Whether promoter/ promoter group are interested in the agenda/resolution?			<i>No</i>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares=[(2)/(1)]* 100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled [(4)/(2)]*100	% of Votes against on votes polled [(5)/(2)]* 100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	36211653	32919647	90.9090	32919647	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>32919647</b>	<b>90.9090</b>	<b>32919647</b>	<b>0</b>	<b>100.0000</b>	<b>0</b>
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	16482747	26174	0.1588	26168	6	99.9771	0.0229
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>26174</b>	<b>0.1588</b>	<b>26168</b>	<b>6</b>	<b>99.9771</b>	<b>0.0229</b>
<b>Total</b>		<b>52696000</b>	<b>32945821</b>	<b>62.5205</b>	<b>32945815</b>	<b>6</b>	<b>100.0000</b>	<b>0.0000</b>

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 4 was passed by **REQUISITE MAJORITY AS AN ORDINARY RESOLUTION.**

CHAIRMAN'S  
INITIALS



HELD AT .....ON.....TIME.....

ITEM NO. 5: ORDINARY RESOLUTION: APPROVAL OF THE TRANSACTIONS/ CONTRACTS/ARRANGEMENTS WITH RELATED PARTIES UNDER REGULATION 23 OF THE SEBI (LODR) REGULATIONS, 2015:

“RESOLVED THAT pursuant to the provisions of Regulation 23 of the SEBI (LODR) Regulations, 2015 (“SEBI Listing Regulations”) and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 read with the provisions of Section 188 and 185 of the Companies Act, 2013 and other applicable provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Company’s policy on Related Party Transactions, consent of the members of the company be and is hereby accorded to enter into Transactions/ Contracts / Arrangement, in the ordinary course of its business and on Arm’s length basis, for purchase, sale or deal in the products, goods, stock in trade, Transfer of Resources including receiving/ providing loans and advances or such other transactions, on such terms and conditions as may be mutually agreed upon between the company and all related party for an amount upto **Rs.100.00 Crores (Rupees One Hundred Crore only)** in each financial year;

**RESOLVED FURTHER THAT** the Board of directors of the company, jointly and/or severally, be and is hereby authorized to do or cause to be done all such acts, deeds and things, settle any queries, difficulties, doubts that may arise with regard to any transaction with the related party, finalize the terms and conditions as may be considered necessary, expedient or desirable and execute such agreements, documents and writings and to make such filings as may be necessary or desirable, in order to give effect to this Resolution in the interest of the company.”

The Results of the Voting were as under:


Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares=[(2)/(1)]* 100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled [(4)/(2)]*100	% of Votes against on votes polled [(5)/(2)]* 100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	36211653	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	36211653	0	0	0	0	0	0
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	1600	0	0	0	0	0	0
Public Non Institutions	E-Voting	16482747	17552	0.1065	17546	6	99.9658	0.0342
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	16482747	17552	0.1065	17546	6	99.9658	0.0342
Total		52696000	17552	0.0354	17546	6	99.9658	0.0342

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 5 was passed by **REQUISITE MAJORITY AS AN ORDINARY RESOLUTION.**

ITEM NO. 6: SPECIAL RESOLUTION: CONFIRMATION OF THE APPOINTMENT OF MR. VENKAT SUBRAMANIAM (DIN:00078868) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment

CHAIRMAN'S INITIALS



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and Qualification of Directors) Rules, 2015 read with Schedule IV of the Companies Act, 2013 and the provisions of the SEBI (LODR) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Venkat Subramaniam (DIN:00078868), who was appointed by the Board as an Additional Director under the category of Non Executive Independent Director w.e.f. 22<sup>nd</sup> May, 2025, in terms of Section 161 of the Companies Act, 2013 and Article of Association of the Company and a declaration has been received from him confirming that he meets the criteria for Independence as provided in Section 149(6) of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015, be and is hereby appointed as an Independent Director of the Company to hold office for a first term of 5 (Five) Consecutive Years w.e.f. 22<sup>nd</sup> May, 2025 till 21<sup>st</sup> May, 2030 and his office shall not be liable to retire by rotation.”

The Results of the Voting were as under:

Resolution required: (Ordinary/ Special)			Special					
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=[(2)/(1)]* 100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled [(4)/(2)]*100	% of Votes against on votes polled [(5)/(2)]* 100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	36211653	32919647	90.9090	32919647	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	36211653	32919647	90.9090	32919647	0	100.0000	0
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	1600	0	0	0	0	0	0
Public Non Institutions	E-Voting	16482747	26174	0.1588	26168	6	99.9771	0.0229
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	16482747	26174	0.1588	26168	6	99.9771	0.0229
Total		52696000	32945821	62.5205	32945815	6	100.0000	0.0000

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 6 was passed by **REQUISITE MAJORITY AS A SPECIAL RESOLUTION.**

**ITEM NO. 7: SPECIAL RESOLUTION: CONFIRMATION OF THE RE-APPOINTMENT OF MR. HITENDRA MEHTA (DIN: 01935959) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:**

“**RESOLVED THAT** pursuant to the provisions of sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (LODR) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), **Mr. Hitendra Mehta (DIN: 01935959)**, who was appointed as an Independent Director upto the first term of 5 (five) years ending on 12<sup>th</sup> August, 2026 and being eligible, and has submitted a declaration for his independence and upon recommendation of the Nomination and Remuneration Committee and the Board of directors, Mr. Hitendra Mehta be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years, w.e.f. 13<sup>th</sup> August, 2026 to 12<sup>th</sup> August, 2031.”

The Results of the Voting were as under:

Resolution required: (Ordinary/ Special)	Special
Whether promoter/ promoter group are interested in the agenda/resolution?	No

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Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares= $\frac{(2)}{(1)} \times 100$	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled $\frac{[(4)/(2)] \times 100}{0}$	% of Votes against on votes polled $\frac{[(5)/(2)] \times 100}{0}$
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	36211653	32919647	90.9090	32919647	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>36211653</b>	<b>32919647</b>	<b>90.9090</b>	<b>32919647</b>	<b>0</b>	<b>100.0000</b>	<b>0</b>
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>1600</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	16482747	26174	0.1588	25768	406	98.4488	1.5512
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>16482747</b>	<b>26174</b>	<b>0.1588</b>	<b>25768</b>	<b>406</b>	<b>98.4488</b>	<b>1.5512</b>
<b>Total</b>		<b>52696000</b>	<b>32945821</b>	<b>62.5205</b>	<b>32945415</b>	<b>406</b>	<b>99.9988</b>	<b>0.0012</b>

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 7 was passed by **REQUISITE MAJORITY AS A SPECIAL RESOLUTION.**

**ITEM NO. 8: ORDINARY RESOLUTION: APPOINTMENT OF M/S. AJIT JAIN & CO., PRACTICING COMPANY SECRETARIES AS SECRETARIAL AUDITOR OF THE COMPANY:**

**“RESOLVED THAT** pursuant to the provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’) read with applicable provisions of the Companies Act, 2013, each as amended, and based on the recommendation(s) of the Audit Committee and the Board of Directors of the Company (‘Board’), **M/s. Ajit Jain & Co., Practicing Company Secretaries** (FRN: S1998MP023400; C.P. No. 2876; Peer review No. 6478/2025), be and is hereby appointed as the Secretarial Auditors of the Company for a term of five consecutive years to hold office from the conclusion of this Annual General Meeting till the conclusion of the 40<sup>th</sup> Annual General Meeting of the Company to be held in the year 2030, to conduct Secretarial Audit of the Company in terms of Section 204 and other applicable provisions of the Companies Act, 2013 read with Regulation 24A and other applicable provisions of the SEBI Listing Regulations, for the period beginning from the Financial Year 2025-26 through the Financial Year 2029-30, at such remuneration as may be mutually agreed upon between the Board, based on the recommendation(s) of the Audit Committee, and aggregable to the Secretarial Auditors of the Company.

**RESOLVED FURTHER THAT** the Board of Directors and or the Managing Directors authorised by the Board, be and is hereby authorised, to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things, as may be considered necessary, desirable and expedient to give effect to this Resolution and/ or otherwise considered by them to be in the best interest of the Company.”

The Results of the Voting were as under:

Resolution required: (Ordinary/ Special)	<i>Ordinary</i>
Whether promoter/ promoter group are interested in the agenda/resolution?	<i>No</i>

CHAIRMAN'S INITIALS



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Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares=[(2)/(1)]* 100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled [(4)/(2)]*100	% of Votes against on votes polled [(5)/(2)] *100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	36211653	32919647	90.9090	32919647	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	36211653	32919647	90.9090	32919647	0	100.0000	0
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	1600	0	0	0	0	0	0
Public Non Institutions	E-Voting	16482747	26174	0.1588	26168	6	99.9771	0.0229
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	16482747	26174	0.1588	26168	6	99.9771	0.0229
Total		52696000	32945821	62.5205	32945815	6	100.0000	0.0000

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 8 was passed by **REQUISITE MAJORITY AS AN ORDINARY RESOLUTION.**

**VOTE OF THANKS:**

Being no other business, the Chairman thanks to all the members and Board members and invites for participating in the meeting and declared that the meeting is concluded.

Place: Indore  
Date: 05/09/2025



Shiv Singh Mehta  
Chairman of the 35<sup>th</sup> Annual General Meeting  
DIN: 00023523

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