

COMSYN/SE/2026-27

Date: 10th October, 2026

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To, BSE Limited Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai (M.H.) 400 001 BSE CODE:539986	To, National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai- 400051 NSE SYMBOL: COMSYN
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Subject: Submission of the minutes of the 42nd Annual General Meeting of the Company held on Tuesday, 29th Day of September, 2026.

Dear Sir/Madam,

We are pleased to submit the minutes of 42nd Annual General Meeting of Commercial Syn Bags Ltd., held on Tuesday, 29th Day of September 2026 at 5:30 P.M. (IST) and concluded at 6:00 P.M. (IST) through Video Conferencing /Other Audio Visual Means ("VC"/ "OAVM") for which purposes the Registered office of the company situated at Commercial House, 3-4, Jaora Compound M.Y.H Road, Indore (M.P.) 452001 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, COMMERCIAL SYN BAGS LIMITED

SANDEEP Digitally signed by
PATEL SANDEEP PATEL
Date: 2026.10.10
16:10:27 +05'30'

SANDEEP PATEL
COMPANY SECRETARY
Encl a/a

Commercial Syn Bags Limited

CIN: L25202MP1984PLC002669

Registered Office: Commercial House, 3-4, Jaora Compound, M.Y.H. Road, Indore -452001, M.P. INDIA

Ph. +91-731-2704007,4279525 Fax: +91-731-2704130 E-Mail: mails@comsyn.com, Visit at : www.comsyn.com

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MINUTES OF THE 42ND ANNUAL GENERAL MEETING OF COMMERCIAL SYN BAGS LIMITED HELD ON TUESDAY THE 29TH SEPTEMBER 2026, THROUGH VIDEO CONFERENCING (“VC”) OR OTHER AUDIO-VISUAL MEANS (“OAVM”) AT 5:30 P.M. AND CONCLUDED AT 6:00 P.M. FOR WHICH PURPOSE THE REGISTERED OFFICE OF THE COMPANY SITUATED AT COMMERCIAL HOUSE, 3-4, JAORA COMPOUND M.Y.H. ROAD INDORE (M.P.) 452001 SHALL DEEMED AS THE VENUE FOR THE ANNUAL GENERAL MEETING PRESENCE IN THE MEETING THROUGH PHYSICAL/VC/OAVM:

I. DIRECTORS:

- | | | | |
|----|-----------------------------|---|------------------------------|
| 1. | Shri Anil Choudhary | : | Chairman & Managing Director |
| 2. | Smt. Ranjana Choudhary | : | Whole-Time Director |
| 3. | Shri Virendra Singh Pamecha | : | Whole-Time Director |
| 4. | Shri Vijay Kumar Bansal | : | Independent Director |
| 5. | Shri Milind Mahajan | : | Independent Director |
| 6. | Shri Sunil Agrawal | : | Independent Director |

II. OFFICERS IN PRESENCE:

- | | | | |
|----|-------------------------|---|--|
| 1. | Shri Ravindra Choudhary | : | Chief Executive Officer |
| 2. | Shri Pramal Choudhary | : | Chief Operating Officer |
| 3. | Shri Abhishek Jain | : | Chief Financial Officer & Compliance Officer |
| 4. | Shri Ashay Choudhary | : | Vice President-Technical Textile |
| 5. | Shri Sandeep Patel | : | Company Secretary |

III. SPECIAL INVITEES:

- | | | | |
|----|------------------------|---|---|
| 1. | CS Ishan Jain | : | Secretarial Auditor and Scrutinizer for Remote E-voting & E-voting at AGM |
| 2. | CA Ashok Kumar Agarwal | : | Statutory Auditor |

LEAVE OF ABSENCE:

Since all Members of Board were present and no of Leave of absent was required.

CHAIRMAN OF THE MEETING:

As per Article 102 of Article of Association of the company, Shri Anil Choudhary Chairman of the Board occupied the chair for the meeting and welcomed all the directors and members of the company at 42nd AGM of the company.

NUMBER OF THE MEMBERS AS ON THE CUT-OFF DATE AND PRESENCE OF QUORUM FOR THE MEETING:

As per the data shared by Bigshare Services Pvt. Ltd. and CDSL, as on the cut-off date 22nd September, 2026, have shown total 5827 (Five Thousand Eight Hundred Twenty Seven) members and there was requirement of minimum 30 (thirty) members for constitution of valid quorum and as per Attendance Register provided by CDSL there were 64(Sixty Four) members present through Video Conferencing (“VC”), therefore adequate quorum as per requirement of law was present and hence the Chairman called the meeting in order and commenced the proceedings of the AGM.

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BOOKS & STATUTORY REGISTER:
The Company Secretary informed that the Register of Directors, Key Managerial Personnel and their shareholding and Share Transfer Book and the Register of Members along with other statutory books, as required under provisions of the Companies Act, 2013 were available online for inspection of the members. However, the company did not received any request from any member for the inspection of the same.

PROCEEDING OF THE MEETING:
The Ministry of Corporate Affairs (“MCA”) and SEBI vide its various circulars have permitted the companies to hold their AGM through VC/OAVM mode. The Company has engaged Central Depository Services (India) Limited (“CDSL”) for providing E-voting services and VC/OAVM facility for this AGM.

As per Article 102 of the Article of Association of the Company, Shri Anil Choudhary, Chairman of the Company occupied the Chair for the Meeting and welcomed all the members, directors, and invitees present in the meeting through VC/OAVM.

Company Secretary gave introduction and explained the facility to join the meeting through VC/OAVM and after that took a roll call of the Directors and introduced other invites.

The Chairman of the Audit Committee Shri Sunil Agrawal is available to respond to the queries relating to Books of Accounts and Director’s Remuneration.

The Chairman delivered his speech to the members at the AGM.

The Company Secretary informed the Members that only electronic copies of the Notice dated 5th September, 2026, have been sent to all the Members whose e-mail IDs are registered with the Company or with the Depository Participant(s). For those Members whose e-mail IDs were not registered, the Company has dispatched a physical letter at their registered address containing the link to access the AGM Notice and the Annual Report.

The Auditor’s Report on the Standalone Financial Statements of the Company is given by the Statutory Auditors M/s Ashok Kumar Agrawal & Associates Chartered Accountant, Indore. The Auditor’s Report does not contain any qualification or negative remarks.

The Secretarial Audit Report for Financial Year 2025-26 is given by M/s Ishan Jain & Co., Practicing Company Secretaries, Indore. Secretarial Audit Report does not contain any qualification or negative remarks.

CS Ishan Jain Practicing Company Secretary was appointed by the Board as the Scrutinizer for the Remote E-voting & E-voting at this Annual General Meeting. The Scrutinizer ensured that the voting is done in a fair and transparent manner.

The Company Secretary informed that the Company has provided e-voting facility to its members whose names appeared in the Register of Members as on cutoff date i.e. 22nd September, 2026; to cast their votes on the resolutions proposed to be passed at this 42nd Annual General Meeting through remote e-voting system of CDSL. The e-voting commenced from Saturday, 26th September, 2026 at 9.00 A.M. (IST) and ended on Monday, 28th September, 2026 at 5.00 P.M. (I.S.T.) and

CHAIRMAN’S INITIALS	
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e-voting facility was also made available to the members throughout the proceedings of the meeting and further time was granted of 15 minutes after conclusion of meeting. The Members who were in the records of the Company as on the cut-off date i.e. 22nd September, 2026 shall only be entitled to participate in the voting process.

The Members who are in the records of the Company as on the cut-off date i.e. 22nd September 2026 were only entitled to participate in the E-Voting process.

Thereafter, the Chairman requested the Members to consider and cast their votes for the Ordinary and Special businesses as mentioned in the Notice of AGM from Item No. 1 to 8 and on the instructions of the Chairman the Company Secretary then read out the following Agenda Items one by one.

Agenda Item No.	Particulars of the Resolutions	Nature of Resolutions
	<u>ORDINARY BUSINESS:</u>	
1.	To receive, consider, approve and adopt the Standalone and Consolidated Audited Financial Statements containing the Balance Sheet as at 31 st March 2026, the Statement of Profit & Loss, Cash Flow, Statement of Changes in Equity and notes thereto of the company for the financial year ended 31 st March 2026 and the Report of the Board's and Auditors thereon.	Ordinary Resolution
2.	To declare dividend on the 4,19,52,200 equity shares of Rs. 10/- each of the Company for the financial year ended 31 st March, 2026	Ordinary Resolution
3.	To appoint a director in place of Shri Anil Choudhary (DIN:00017913) who liable to retire by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.	Ordinary Resolution
	<u>SPECIAL BUSINESS:</u>	
4.	To confirm and approve the re-appointment of Shri Anil Choudhary (DIN: 00017913), Chairman and Managing Director of the company for a further period of 3 (Three) Years w.e.f. 20 th February 2027.	Special Resolution
5.	To consider and approve re-appointment of Smt. Ranjana Choudhary (DIN:03349699) as Whole-time Director & KMP for a further period of 3 (Three) Years w.e.f. 1 st June, 2027.	Special Resolution
6.	For authorizing to the Board of Directors for issuance of Warrants Convertible into Equity Shares of Rs. 10/- each on a Preferential Basis to the Promoter's and Promoters Group of the Company.	Special Resolution
7.	To approve the increase in the limits u/s 186 of the companies Act, 2013 for authority to the Board for making investments/extending loans and for giving guarantees or providing securities in connection with loans to Persons/Bodies Corporate.	Special Resolution
8.	Approval for Material Related Party Transaction(s) under section 188 of the Companies Act, 2013 read with Regulation 23 of the SEBI (LODR), Regulations, 2015.	Ordinary Resolution

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Company Secretary further informed that, as set out in the Notice of Annual General Meeting, the members may registered themselves as a speaker to express views or ask questions during the AGM. Adequate time was provided for registration and the company received request from two members prior to cut-off date for seeking opportunity to speak at AGM and accordingly, the company provided facility to join meeting as speaker member.

Thereafter, Company Secretary invited speaker to ask questions or queries, and the same was also available in the AGM and their queries were resolved by the Directors & KMPs of the company. Further, in chat box no questions/ queries were raised by any of the shareholder present at the meeting.

Chairman informed the members that the results of the remote e-voting and e-voting at AGM along with the report of the scrutinizer will be announced within 2 (Two) Working Days from the conclusion of 42nd Annual General Meeting and shall also be placed at the Company's, BSE, NSE and CDSL Website and the recorded transcript of the AGM shall also be made available on the website of the company as soon as possible after the meeting is concluded.

Chairman further confirmed that the meeting was conducted as per the requirement of the Companies Act, 2013, SEBI(LODR) Regulation, 2015 and Secretarial Standard issued by ICSI.

The Chairman informed the members with respect to the business to be transacted at the Meeting were as per notice dated 5th September, 2026 convening the 42nd Annual General Meeting of the Company.

CEO Ravindra Choudhary gave his vote of thanks to all the members and Board members and invitees for participating in the meeting and declared that the meeting concluded.

CONCLUSION OF THE MEETING:
Thereafter being no other business, the meeting was concluded by the Chairman at 6:00 P.M. on 29th September 2026.

DECLARATION OF RESULTS FOR THE BUSINESSES PROPOSED AT THE 42ND ANNUAL GENERAL MEETING HELD ON 29TH SEPTEMBER 2026 AFTER RECEIPT OF SCRUTINISER'S REPORT:
Thereafter, the Chairman declared the following results for the 42nd Annual General Meeting held on 29th September 2026. The results were declared on 1st October, 2026 and the date of the passing of the resolutions shall be considered as the date of the declaration of the E-voting results i.e. 29th September, 2026.

ORDINARY BUSINESS BY ORDINARY RESOLUTION

1. APPROVAL AND ADOPTION OF THE STANDALONE AND CONSOLIDATED AUDITED FINANCIAL STATEMENTS CONTAINING THE BALANCE SHEET AS AT 31ST MARCH 2026, THE STATEMENT OF PROFIT & LOSS, CASH FLOW, STATEMENT OF CHANGES IN EQUITY AND NOTES THERETO OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2026 AND THE REPORT OF THE BOARD'S AND AUDITORS THEREON.

CHAIRMAN'S INITIALS	
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“RESOLVED THAT the standalone and consolidated Audited Financial Statement of the company containing the Balance Sheet as at 31st March, 2026, the statement of Profit and Loss, Cash Flow, Changes in Equity and notes thereto for the financial year ended 31st March, 2026 and report of the Boards and Auditors thereon as circulated to the Members and submitted to the meeting be and are hereby received, considered, and adopted by the members at 42nd Annual General Meeting of the Company.”

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares=[(2)/(1)]*100 (3)	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled [(4)/(2)]*100 (6)	% of Votes against on votes polled [(5)/(2)]*100 (7)
Promoter and Promoter Group	E-Voting	25486127	11681382	45.8343	11681382	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	25486127	11681382	45.8343	11681382	0	100.0000	0
Public Institutions	E-Voting	832274	138052	16.5873	138052	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	832274	138052	16.58	138052	0	100.00	0
Public Non-Institutions	E-Voting	15633799	2464961	15.7669	2464961	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	15633799	2464961	15.7669	2464961	0	100.0000	0
Total		41952200	14284395	34.0492	14284395	0	100.0000	0

On the basis of the abovementioned voting results the Chairman declared that Resolution No. 1 was passed as an ordinary resolution with unanimous consent.

2. DECLARATION OF DIVIDEND ON THE 4,19,52,200 EQUITY SHARES OF RS. 10/- EACH OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026.

“RESOLVED THAT consent of the members of the company be and hereby granted for dividend @5% (Rs. 0.50) on 4,19,52,200 equity shares of Rs. 10/- each of the company for the financial year ended 31st March, 2026.”

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FURTHER RESOLVED THAT the Dividend, as declared, be paid to those Members whose names appear in the Register of Members and/or in the records of the Depositories as on the Record Date fixed for this purpose.”

Resolution required: (Ordinary/ Special)		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares=[(2)/(1)]*100 (3)	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled [(4)/(2)]*100 (6)	% of Votes against on votes polled [(5)/(2)]*100 (7)
Promoter and Promoter Group	E-Voting	25486127	11681382	45.8343	11681382	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		11681382	45.8343	11681382	0	100.0000	0
Public Institutions	E-Voting	832274	138052	16.5873	138052	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		138052	16.58	138052	0	100.00	0
Public Non-Institutions	E-Voting	15633799	2464961	15.7669	2464961	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		2464961	15.7669	2464961	0	100.0000	0
Total		41952200	14284395	34.0492	14284395	0	100.0000	0

On the basis of the abovementioned voting results the Chairman declared that Resolution No. 2 was passed as an ordinary resolution with unanimous consent.

3. APPOINTMENT OF DIRECTOR IN PLACE OF SHRI ANIL CHOUDHARY (DIN:00017913) WHO LIABLE TO RETIRE BY ROTATION AT THIS ANNUAL GENERAL MEETING AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT.

“RESOLVED THAT the consent of members be and is hereby accorded pursuant to the provisions of Section 152 and other applicable provisions, if any, of Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, to appoint Shri Anil Choudhary (DIN: 00017913) liable to retire by rotation and eligible for re-appointment as a director.”

Resolution required: (Ordinary/ Special)	Ordinary Resolution
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CHAIRMAN'S INITIALS



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Whether promoter/ promoter/No group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandi ng shares=[(2) / (1)] * 100 (3)	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled [(4) / (2)] * 100 (6)	% of Votes against on votes polled [(5) / (2)] *100 (7)
Promoter and Promoter Group	E- Voting	25486127	11681382	45.8343	11681382	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	25486127	11681382	45.8343	11681382	0	100.0000	0
Public Institutions	E- Voting	832274	138052	16.5873	138052	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	832274	138052	16.58	138052	0	100.00	0
Public Non- Institution s	E- Voting	15633799	2464961	15.7669	2464961	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	15633799	2464961	15.7669	2464961	0	100.0000	0
Total		41952200	14284395	34.0492	14284395	0	100.0000	0

On the basis of the abovementioned voting results the Chairman declared that Resolution No.3 was passed as an ordinary resolution with requisite majority.

SPECIAL BUSINESS BY SPECIAL RESOLUTION:

4. RE-APPOINTMENT OF RE-APPOINTMENT OF SHRI ANIL CHOUDHARY (DIN: 00017913), CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY FOR A FURTHER PERIOD OF 3 (THREE) YEARS W.E.F. 20TH FEBRUARY 2027.

“RESOLVED THAT pursuant to the provisions of section 190, 196, 197, 203 read with the provisions of Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of the Managerial Personnel) Rules, 2014, and other applicable provisions if any of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being enforce) and applicable Regulations 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, as amended from time to time and such other consents and permissions as may be necessary and upon recommendation of the Nomination and Remuneration committee and the Board of directors of the Company, the approval of members of the Company be and is hereby granted to re-appoint Shri Anil Choudhary (DIN: 00017913) as the **Chairman & Managing Director** of the Company for a further period of

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3 (Three) years w.e.f. 20th February, 2027 on the following terms and condition:-

- a. *Basic Remuneration*
- Remuneration upto Rs. 10,00,000/- (Rupees Fifteen Lakhs) per month.
- b. *Other Perquisites*
- Commission @ 2% of the net Profits of the Company.
- Mediclaim and accidental insurance, the annual premium of which shall not exceed Rs. 1,00,000.
- Leave Travel Concession for self and family once in a year upto Rs.10,00,000.
- Other perquisites as may be allowed under Income Tax.

FURTHER RESOLVED THAT in addition of his aforesaid remuneration, Shri Anil Choudhary, (DIN: 00017913), Chairman & Managing Director shall also be entitled for the following benefits which shall not be considered for the purpose of calculation of the maximum permissible remuneration as it covers under the exempted category.

1. *Employers Contribution to PF:* As per the Rules of the Company.

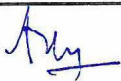
2. *Gratuity:* As per the rules of the Company, subject to the maximum ceiling as may be prescribed under the Payment of Gratuity Act from time to time.

3. *Earned Privilege Leave:* As per the rules of the Company subject to the condition that the leave accumulated but not availed off will be allowed to be encashed for 15 days salary for every year of completed services at the end of the tenure.

- FACILITIES TO PERFORM THE COMPANY’S WORK:**
1. *Car:* The Company shall provide a car with driver for the Company's business and if no car is provided, reimbursement of the conveyance/car expenses shall be made as per actual on the basis of claims submitted by him.
2. *Telephone, Internet and Cell:* Free use of telephone, internet at his residence and Cell phone, provided that the personal long distance calls on the telephone shall be billed by the Company to the Chairman & Managing Director.

FURTHER RESOLVED THAT pursuant to Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the applicable provisions of the Companies Act, 2013 and as per the recommendation of the Nomination & Remuneration Committee and the Board of directors of the company, the consent of the members be and is hereby accorded to the continuation of payment of remuneration, to Shri Anil Choudhary, (DIN: 00017913), Chairman & Managing Director who is Promoter of the company, from 20th February, 2027 to 19th February, 2030 notwithstanding that the aggregate annual remuneration exceeds 5% (Five per cent) of the net profits of the company (taken together with all the Executive Promoter Directors) calculated as per the provisions of Section 198 of the Companies Act, 2013.

FURTHER RESOLVED THAT in the event of there being any loss or inadequacy of profit for any financial year, the aforesaid remuneration

CHAIRMAN'S INITIALS	
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payable to Shri Anil Choudhary shall be minimum remuneration payable by the Company.

FURTHER RESOLVED THAT there shall be clear relation of the Company with Shri Anil Choudhary as "the Employer-Employee" and each party may terminate the above said appointment within 6 (six) months' advance notice in writing or salary in lieu thereof.

FURTHER RESOLVED THAT Shri Anil Choudhary, the Chairman & Managing Director shall also be entitled to reimbursement of actual entertainment, travelling, from time to time to perform his duties as per rules of the Company.

FURTHER RESOLVED THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things and to decide breakup of his remuneration within the permissible limits in its absolute discretion as may considered necessary, expedient or desirable and to vary, modify the terms and conditions and to settle any question, or doubt that may arise in relation thereto in order to give effect to the foregoing resolution, or as may be otherwise considered by it to be in the best interest of the Company without any requirement to seek further approval of the members of the company."

Resolution required: (Ordinary/ Special)		Special Resolution						
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 = $\frac{[(2)/(1)] \times 100}{(3)}$	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled $\frac{[(4)/(2)] \times 100}{(6)}$	% of Votes against on votes polled $\frac{[(5)/(2)] \times 100}{(7)}$
Promoter and Promoter Group	E-Voting	25486127	11681382	45.8343	11681382	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	25486127	11681382	45.8343	11681382	0	100.0000	0
Public Institutions	E-Voting	832274	138052	16.5873	138052	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	832274	138052	16.58	138052	0	100.00	0
Public Non-Institutions	E-Voting	15633799	2464961	15.7669	2464241	720	99.9870	0.0130
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	15633799	2464961	15.7669	2464241	720	99.9870	0.0130
Total		41952200	14284395	34.0492	14283675	720	99.9949	0.0051

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On the basis of the above-mentioned voting results the Chairman declared that Resolution No.4 was passed as a Special Resolution with Requisite Majority.

5. RE-APPOINTMENT OF RE-APPOINTMENT OF SMT. RANJANA CHOUDHARY (DIN:03349699) AS WHOLE-TIME DIRECTOR & KMP FOR A FURTHER PERIOD OF 3 (THREE) YEARS W.E.F. 1ST JUNE, 2027.

“RESOLVED THAT pursuant to the provisions of Section 190, 196, 197, 203 read with the provisions of Schedule V of the Companies Act, 2013, the Companies (Appointment and Remuneration of the Managerial Personnel) Rules, 2014 and other applicable provisions if any of the Companies Act, 2013 and SEBI (LODR) Regulation, 2015 (including any statutory modifications or re-enactment thereof for the time being enforce), upon recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company the approval of the Members be and is hereby accorded for re-appointment of **Smt. Ranjana Choudhary (DIN:03349699)** as Whole-time Director of the Company for a further period of **3 (Three) years** with effect from 1st June, 2027 on the remuneration not exceeding Rs. 3,50,000/- (Rupees Three Lakh Fifty only) per month.

RESOLVED FURTHER THAT in addition of aforesaid remuneration, **Smt. Ranjana Choudhary (DIN: 03349699)**, Whole-time Director shall also be entitled for the following benefits and shall not be considered for the purpose of calculation of the maximum permissible remuneration as it covers under the exempted category.

1. **Employers Contribution to PF:** As per the Rules of the Company.
2. **Gratuity:** As per the rules of the Company, subject to the maximum ceiling as may be prescribed under the Payment of Gratuity Act from time to time.
3. **Earned Privilege Leave:** As per the rules of the Company subject to the condition that the leave accumulated but not availed of will be allowed to be encashed for 15 days' salary for every year of completed services at the end of the tenure.

FACILITIES TO PERFORM THE COMPANY'S WORK:

1. **Car:** The Company shall provide a car with driver for the Company's business and if no car is provided, reimbursement of the conveyance/car expenses shall be made as per actual on the basis of claims submitted by her.
2. **Telephone, Internet & Cell:** Free use of telephone, internet at her residence and Cell phone, provided that the personal long-distance calls on the telephone shall be billed by the Company to the Whole-time Director.

RESOLVED FURTHER THAT in the event of there being any loss or inadequacy of profit for any financial year, the aforesaid remuneration payable to **Smt. Ranjana Choudhary** shall be minimum remuneration payable by the Company.

RESOLVED FURTHER THAT there shall be clear relation of the Company with **Smt. Ranjana Choudhary** as “the Employer-Employee” and each party may terminate the above said appointment with 6 (six) months' advance notice in writing or salary in lieu thereof.

CHAIRMAN'S INITIALS	
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RESOLVED FURTHER THAT Smt. Ranjana Choudhary (DIN:03349699), Whole-time Director shall also be entitled to reimbursement of actual entertainment, travelling time to time to perform her duties as per rules of the Company.

RESOLVED FURTHER THAT the Board of directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things and to decide breakup of her remuneration within the permissible limits in its absolute discretion as may be considered necessary, expedient or desirable and to vary, modify the terms and conditions and to settle any question, or doubt that may arise in relation thereto in order to give effect to the foregoing resolution, or as may be otherwise considered by it to be in the best interest of the Company without any requirement to seek further approval of the members of the Company."

Resolution required: (Ordinary/ Special)		Special Resolution						
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= $[(2)/(1)] \times 100$	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled $[(4)/(2)] \times 100$	% of Votes against on votes polled $[(5)/(2)] \times 100$
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	25486127	11681382	45.8343	11681382	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	25486127	11681382	45.8343	11681382	0	100.0000	0
Public Institutions	E-Voting	832274	138052	16.5873	138052	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	832274	138052	16.58	138052	0	100.00	0
Public Non-Institutions	E-Voting	15633799	2464961	15.7669	2464241	720	99.9870	0.0130
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	15633799	2464961	15.7669	2464241	720	99.9870	0.0130
Total		41952200	14284395	34.0492	14283675	720	99.9949	0.0051

On the basis of the above-mentioned voting results the Chairman declared that Resolution No.5 was passed as a Special Resolution With Requisite Majority.

6. AUTHORIZING TO THE BOARD OF DIRECTORS FOR ISSUANCE OF WARRANTS CONVERTIBLE INTO EQUITY SHARES OF RS. 10/- EACH ON A PREFERENTIAL BASIS TO THE PROMOTER'S AND PROMOTERS GROUP OF THE COMPANY.

CHAIRMAN'S INITIALS

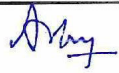


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“RESOLVED THAT pursuant to the provisions of Section 23, 62(1)(c) read with Section 42 of the Companies Act, 2013, Rule 13 of Companies (Share Capital and Debentures) Rules, 2014 and Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014 (including any statutory amendment(s) or modification(s) thereto or enactment(s) or re-enactment(s) thereof for the time being in force) and the Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, [SEBI (ICDR) Regulations] the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, [SEBI (LODR) Regulations], the SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 [SEBI (SAST) Regulations], SEBI (Prohibition of Insider Trading) Regulations, 2015 [SEBI (PIT) Regulations] as amended from time to time and enabling provisions of the Memorandum and Articles of Association of the Company and subject to the approval of the BSE Limited (BSE) and National Stock Exchange of India Limited, (NSE) where the shares of the Company are listed and subject to any approval, consent, permission and/or sanction of the other appropriate authorities, if any (hereinafter collectively referred to as “the appropriate authorities”), and subject to such conditions as may be prescribed by any of them while granting any such approval, consent, permission, and/or sanction (hereinafter referred to as “the requisite approvals”), which may be agreed by the Board of directors of the Company (hereinafter called ‘the Board’) which term shall be deemed to include any committee thereof which the Board may have constituted or hereinafter constitute to exercise its powers including the power conferred by this resolution, **the approval of members of the Company by way of Special Resolution** be and is hereby granted to create, offer, issue and allot **upto 3,25,000 Warrants of Rs. 283/- each (Rs. Two Hundred Eighty-Three Only)** Convertible into one Equity Share of Rs. 10/- (Rupees Ten only) of the Company at a premium of Rs. 273/- (Rs. Two Hundred Seventy Three) per share for every warrant each payable in cash aggregating **upto Rs.9,19,75,000/- (Rs. Nine Crore Nineteen Lakh Seventy Five Thousand . Only)**, in one or more tranches during the period commencing from the date of allotment of the Warrants until expiry of 18 (Eighteen) months, the issue price is more than the minimum price and as certified by Statutory Auditor in accordance with the SEBI (ICDR) Regulations, 2018 for Preferential Issues of Shares/ Securities as contained in Chapter V of the SEBI (ICDR) Regulations, 2018, to the following person being Promoters and Promoter Group (“Proposed Allottee”) who are eligible to participate in the preferential issue in such a manner and on upon the following basic terms and conditions;

Sr. No.	Name of Proposed Allottee	Category of the proposed Subscribers	No of Warrants of Rs. 283/- proposed for issuance/ allotment	No of equity shares of Rs. 10/- each are to be issued and allotted upon conversion of the warrants at a premium of Rs. 273/- per share
1.	Shri Mohan Lal Choudhary	Promoter	60,000	60,000
2.	Shri Ravindra Kumar	Promoter Group	60,000	60,000

CHAIRMAN'S INITIALS



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	Choudhary			
3.	Shri Ashay Choudhary	Promoter Group	42,500	42,500
4.	Shri Anil Choudhary	Promoter	60,000	60,000
5.	Shri Pramal Choudhary	Promoter Group	60,000	60,000
6.	Smt. Vidhya Choudhary	Promoter Group	42,500	42,500
	TOTAL		3,25,000	3,25,000

RESOLVED FURTHER THAT the aforesaid warrants shall be issued on the following terms and conditions:

- (a) The proposed warrants convertible into equity shares shall be issued on a preferential basis to the aforesaid proposed allottees at a price of Rs. 283/- (Rs. Two Hundred Eighty-Three Only) per warrant and shall be issued and allotted by the Company to the aforesaid Proposed Allottees within a period of Fifteen (15) days from the date of passing of the special resolution by the members at their 42nd Annual General Meeting, provided that where the issue and allotment of the proposed Convertible Warrants are pending on account of pendency of any approval for such issue and allotment by the BSE or NSE or any regulatory authority or the Central Government, the issue and allotment shall be completed within a period of Fifteen (15) days from the date receipt of last of such approvals;
- (b) Each Warrant is convertible into One (1) Equity Share, and the option for conversion may be exercised by warrant holder(s) at any time during the period of Eighteen (18) months from the date of allotment of Convertible Warrants, in one or more tranches, as the case may be and on such other terms and conditions as applicable.
- (c) In accordance with the provisions of Chapter V of ICDR Regulations, the Convertible Warrant subscription price equivalent to 25% (Rs.70.75) of the issue price (Rs.283/-) shall be payable at the time of subscription and allotment of Convertible Warrants, which would be adjusted and appropriated by the Company against the issue price of the resultant Equity Shares. The balance 75% (Rs.212.25) of the Warrant issue price (Rs.283/-) shall be payable by the warrant holder(s) before exercising the option for conversion of Warrants into equity shares within a period of 18 months from the date of allotment of warrants in one or more than one tranches.
- (d) The warrant holder(s) shall be entitled to exercise the option of exercising any of the Convertible Warrants, thus applying for conversion of warrants in the ratio of one share of Rs. 10/- (Rs. Ten only) each per warrant at a premium of Rs. 273/- (Rs. Two Hundred Seventy Three) per share in one or more tranches by way of a written notice which shall be given to the Company, specifying the number of Convertible Warrants proposed to exercise for conversion along with the aggregate amount payable thereon, prior to or at the time of conversion. The Company shall accordingly, without any further approval from the Members of the Company, issue and allot the corresponding number of Equity Shares of Rs. 10/- each at a premium of Rs. 273/- per share and perform such actions as required to credit the said Equity Shares to the depository account and entering the

CHAIRMAN'S
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name of the allottee in the records of the Company as the registered owner of such Equity Shares.

- (e) The Convertible warrants shall be issued to the successful allottees shall be in dematerialized form Upon allotment of warrants.
- (f) The Equity Shares to be so allotted on exercise of conversion of Warrants shall be in dematerialized form and shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank pari-passu in all respects, including dividend, with the existing equity shares of the Company.
Provided that in case the company proposes Bonus/Right shares during the Conversion period, in such case, the respective entitlement of warrant holders for equity shares upon conversion of warrants held by each of them shall be adjusted proportionately.
- (g) In the event that the entitlement against the warrants fails to exercise within the period of 18 (Eighteen) months from the date of allotment of the Convertible Warrants, the entitlement of the Warrant holder to apply for equity shares of the Company along with the rights attached thereto, shall lapse, and expire and the amount paid on the allotment of warrants shall stand forfeited by the Company as per provisions of the SEBI (ICDR) Regulations, 2018;
- (h) The Equity Shares so allotted upon arising from the exercise of the Conversion of Warrants shall be listed on Stock Exchanges where the existing equity shares of the Company are listed, subject to the receipt of necessary regulatory permissions and approvals as the case may be and shall inter alia be governed by the regulations and guidelines issued by SEBI or any other statutory authority.
- (i) The entire pre-preferential holding of the equity shares held by the allottees, Convertible Warrants being issued and the equity shares so allotted pursuant to the exercise of such conversion of Warrants shall be subject to a lock-in for such period as specified under applicable provisions of SEBI (ICDR) Regulations.
- (j) The Proposed Allottee shall pay the application money as well as the amount payable on conversion of Convertible Warrants into equity shares to the company from their respective bank account, and in case of joint holders, the consideration shall be paid from the bank account of the person whose name appears first in the application.
- (k) The Convertible Warrants allotted under this resolution shall not be tradable on any stock exchange.
- (l) The Warrants proposed to be issued shall be subject to appropriate adjustment if, during the interim period, the Company makes any issue of equity shares by way of capitalization of profits or reserves upon demerger/ realignment, rights issue or undertakes consolidation/ sub-division/ re-classification of equity shares or such other similar events or circumstances requiring adjustments as permitted under SEBI (ICDR) Regulations and all other applicable regulations from time to time;
- (m) The said Warrant Holders, until the exercise of conversion option and Equity Shares allotted, do not give to the Warrant holder any rights with respect to that of the Shareholders of the Company.
- (n) Other terms and conditions, if any, as may be prescribed and applicable relating to the SEBI (ICDR) Regulations, SEBI (LODR) Regulations, SEBI (PIT) Regulations, and SEBI (SAST) Regulations.

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RESOLVED FURTHER THAT for the purpose of issuance of warrants convertible into equity shares the "Relevant Date" is determined and fixed by the Board is **Friday 28th August 2026**, i.e. thirty days prior to the 42nd Annual General Meeting to be held on 29th September 2026 (while reckoning the 30th day i.e. Sunday, 30th August, 2026 the same falls on Holiday thereafter, the preceding day i.e. Saturday, 29th August, 2026 was Weekend, therefore, the day preceding the weekend i.e. Friday 28th August, 2026 is considered as the relevant date for the purpose).

RESOLVED FURTHER THAT the equity shares so allotted on exercise of warrants in terms of this Resolution shall rank pari passu in all respects (including as to entitlement to participate in voting powers, dividend, bonus shares and right entitlement, if any) with the existing fully paid-up equity shares of face value of Rs. 10/- each of the Company, subject to the relevant provisions contained in the Articles of Association of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board of directors of the company, be and is authorised on behalf of the Company to do all such acts, deeds, matters and things as they may in their sole and absolute discretion consider necessary, desirable or expedient for the purpose of giving effect to the above resolutions, including:

- (a) to make application(s) to BSE and NSE (Stock Exchange where the equity shares of the company are listed) for obtaining in-principle approval for issuance of convertible warrants, listing and trading of the equity shares upon conversion of warrants;
- (b) to file requisite documents / make declarations / filings with Ministry of Corporate Affairs, RBI, SEBI, Stock Exchange(s) and any other statutory authority for and on behalf of the Company;
- (c) to represent the Company before any Government / regulatory authorities;
- (d) to appoint professional, consultants;
- (e) to execute and deliver any and all documents, as may be required and filing of corporate action for addition of new warrants and equity shares for change in the capital structure with the Central Depository Services (India) Ltd. and/or National Security Depository Limited; and

to make all such regulatory filings, certificates or instruments (including a certified copy of these resolutions), undertakings and to do or cause to be done any and all acts, deeds or things as may be necessary, appropriate or advisable solely in order to carry out the purposes and intent of, and to give effect to the foregoing resolutions, including any forms and documents that may be required to be filed with the concerned Registrar of Companies and other concerned regulatory authorities and to resolve and settle any questions and difficulties that may arise in the proposed issue, offer and allotment of the Shares, utilization of issue proceeds, and listing thereof with the stock exchange as may be required and to do all acts, deeds and things in connection therewith and incidental thereto as the Board or Committee in its absolute discretion deem fit, without being required to seek any further consent or approval of the Members of the Company or otherwise and it shall be deemed to have given their approval thereto expressly by the authority of this resolution.

CHAIRMAN'S
INITIALS

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Resolution required: <i>Special Resolution</i>								
(Ordinary/ Special)								
Whether promoter/ promoter/No group are interested in the agenda/resolution?								
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	25486127	11681382	45.8343	11681382	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	25486127	11681382	45.8343	11681382	0	100.0000	0
Public Institutions	E-Voting	832274	138052	16.5873	138052	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	832274	138052	16.58	138052	0	100.00	0
Public Non-Institutions	E-Voting	15633799	2464961	15.7669	2464961	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	15633799	2464961	15.7669	2464961	0	100.0000	0
Total		41952200	14284395	34.0492	14284395	0	100.0000	0

On the basis of the abovementioned voting results the Chairman declared that Resolution No. 6 was passed as an special resolution with unanimous consent.

7. INCREASE IN THE LIMITS U/S 186 OF THE COMPANIES ACT, 2013 FOR AUTHORITY TO THE BOARD FOR MAKING INVESTMENTS/ EXTENDING LOANS AND FOR GIVING GUARANTEES OR PROVIDING SECURITIES IN CONNECTION WITH LOANS TO PERSONS/BODIES CORPORATE.

RESOLVED THAT pursuant to the provisions of Section 186 of the Companies Act, 2013 (“the Act”) read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Act (including any modification or re-enactment thereof for the time being in force) and subject to such approvals, consents, sanctions and permissions as may be necessary, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include, unless the context otherwise requires, any committee of the Board or any officer(s) authorized by the Board to exercise the powers conferred on the Board under this resolution), to (i) give any loan to any person or other body corporate; (ii) give any guarantee or provide any security in connection with a

CHAIRMAN'S INITIALS



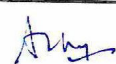
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loan to any other body corporate or person and (iii) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, as they may in their absolute discretion deem beneficial and in the interest of the Company, subject however that the aggregate of the loans and investments so far made in and the amount for which guarantees or securities have so far been provided to all persons or bodies corporate along with the additional investments, loans, guarantees or securities proposed to be made or given or provided by the Company, from time to time, in future, shall not exceed a sum of **Rs. 200.00 Crores (Rupees Two Hundred Crores only)** over and above the limit of 60% of the paid-up share capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account of the Company, whichever is more, as prescribed under Section 186 of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors (or a Committee thereof constituted for this purpose) be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this Resolution

Resolution required: (Ordinary/ Special)		Special Resolution						
Whether promoter/ promoter group Are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares = $\frac{(2)}{(1)} \times 100$ (3)	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled $\frac{[(4)]}{[(2)]} \times 100$ (6)	% of Votes against on votes polled $\frac{[(5)]}{[(2)]} \times 100$ (7)
Promoter and Promoter Group	E-Voting	25486127	11681382	45.8343	11681382	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	25486127	11681382	45.8343	11681382	0	100.0000	0
Public Institutions	E-Voting	832274	138052	16.5873	138052	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	832274	138052	16.58	138052	0	100.00	0
Public Non-Institutions	E-Voting	15633799	2464961	15.7669	2464961	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	15633799	2464961	15.7669	2464961	0	100.0000	0
Total		41952200	14284395	34.0492	14284395	0	100.0000	0

CHAIRMAN'S INITIALS



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On the basis of the abovementioned voting results the Chairman declared that Resolution No.7 was passed as an special resolution with unanimous consent

SPECIAL BUSINESS BY ORDINARY RESOLUTION:

8. APPROVAL FOR MATERIAL RELATED PARTY TRANSACTION (S) UNDER SECTION 188 OF THE COMPANIES ACT, 2013 READ WITH REGULATION 23 OF THE SEBI (LODR), REGULATIONS, 2015.

“RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force, if any), and in terms of Regulation 23 of the SEBI (LODR) Regulations, 2015 (“SEBI Listing Regulations”) and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 last update on dated January, 30 2026 read with any 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.75.00 Crores (Rupees Seventy Five Crore only)** in the financial year 2026-27;

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.”

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ group are interested in agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstandi ng shares=[(2)/(1)]* 100 (3)	No. of Votes – in favour	No. of Vot es – agai nst (5)	% of Votes in favour on votes polled [(4)/(2)]*10 0 (6)	% of Votes against on votes polled [(5)/(2)] *100 (7)
Promoter and Promoter Group	E- Voting	25486127	126057	0.4946	126057	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	25486127	126057	0.4946	126057	0	100.0000	0

CHAIRMAN'S INITIALS

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Public Institutions	E-Voting	832274	138052	16.5873	138052	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	832274	138052	16.58	138052	0	100.00	0
Public Non-Institutions	E-Voting	15633799	1773013	11.3409	1773013	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	15633799	1773013	11.3409	1773013	0	100.0000	0
Total		41952200	2037122	4.8558	2037122	0	100.0000	0

On the basis of the abovementioned voting results the Chairman declared that Resolution No.8 was passed as an ordinary resolution with unanimous consent

The Chairman further communicated the aforesaid voting results of the 42nd Annual General meeting to the Stock Exchange and Submitted to CDSL and hosted on website of the company

Anil Choudhary

PLACE: INDORE
DATE: 10th October, 2026

ANIL CHOUDHARY
CHAIRMAN OF THE MEETING
& MANAGING DIRECTOR
DIN: 00017913

The aforesaid Minutes were recorded in the Minute Book of the General Meeting on 10th October, 2026.

Anil Choudhary

PLACE: INDORE
DATE: 10th October, 2026

ANIL CHOUDHARY
CHAIRMAN OF THE MEETING
& MANAGING DIRECTOR
DIN: 00017913

CHAIRMAN'S
INITIALS