gandhar
oil refinery (india) ltd.

September 11, 2026

To,

Listing Department	**Listing & Compliance Department**
BSE Limited	**National Stock Exchange of India Limited**
Phiroze Jeejeebhoy Towers,	Exchange Plaza, 5th Floor
Dalal Street, Mumbai – 400001	Plot No. C/1, “G” Block
BSE Scrip Code: 544029	Bandra-Kurla Complex
	Bandra (E), Mumbai – 400 051
	Symbol: GANDHAR

Subject: Proceedings of 34th Annual General Meeting (“AGM”) of the Company held on Friday, September 11th, 2026

The 34th Annual General Meeting of the Company was held today i.e. Friday, September 11, 2026, through Video Conferencing (“VC”) /Other Audio Visual Means (“OAVM”) in accordance with the applicable circular(s) issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India to transact business as stated in Notice dated July 22, 2026.

We hereby enclose Proceedings of the 34th Annual General Meeting of the Company pursuant to Regulation 30 read with Para A of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

You are requested to kindly take the same on record.

Thanking you,

Yours Faithfully

For **Gandhar Oil Refinery (India) Limited**

Binal Shankar Khosla
Digitally signed by Binal Shankar Khosla
Date: 2026.09.11 18:35:45 +05'30'

Binal Khosla
Company Secretary and Compliance Officer
Mem. No.: A29802

Encl: a/a

SUMMARY OF PROCEEDINGS OF 34th ANNUAL GENERAL MEETING OF GANDHAR OIL REFINERY (INDIA) LIMITED

The 34th Annual General Meeting ("AGM/ Meeting") of the members of the Company was held on Friday, September 11, 2026 through Video-conference/Other Audio Visual Means (VC/OAVM) facility in accordance with the applicable provisions of Companies Act, 2013 ("the Act") read with Rules framed thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) and Circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) from time to time. The Meeting commenced at 11:00 A.M. (IST) and concluded at 11:45 A.M. (IST) (including 15 minutes' time allowed for e-voting at AGM).

Mr. Ramesh Parekh, Chairman & Managing Director of the Company, chaired the meeting.

All the Directors including Chairman of Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee and Risk Management Committee were present at the meeting. The representatives of the Statutory Auditors, Secretarial Auditors and Scrutinizers were also present at the meeting.

Mr. Santokhsingh Karamsingh Sandhu, Non-Executive and Independent Director was unable to attend the meeting owing to certain unforeseen exigency.

Further total 35 members attended the Annual General Meeting through Video Conferencing

Ms. Binal Khosla, Company Secretary and Compliance Officer welcomed all the Shareholders attending the Meeting through Video Conferencing and informed the members that the AGM was conducted through VC / OAVM, without the physical presence of members, in accordance with the applicable circulars issued by the Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI").

Thereafter, she introduced the Directors and Senior Management of the Company attending the meeting through Video Conference from their respective locations. She further introduced Mr. Sunil Kumar Nuwal, Partner of M/s. K J K & Associates, Chartered Accountants, Statutory Auditors and Mr. Vishal N Manseta, Practicing Company Secretary, Secretarial Auditor of the Company. She further introduced CS Sandhya R. Malhotra, Partner at M/s. Manish Ghia & Associates, as the Scrutinizers to scrutinize the voting through electronic means (i.e. remote e-voting and voting at the meeting through electronic voting system) in a fair and transparent manner and provide the consolidated voting result.

She further briefed the members on the procedure to be followed during the Meeting, both for the registered speakers and other shareholders attending the Meeting, after which, she requested the Chairman to conduct the proceedings of the Meeting.

She then informed that participation of members through Video Conference was being reckoned for the purpose of quorum as per Section 103 of the Companies Act, 2013 and circular issued by MCA and after ascertaining the requisite quorum being present, she called the meeting to the order.

Ms. Binal Khosla apprised the shareholders that as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 the Company had provided remote e-voting facility through MUFG Intime India Pvt Ltd, to the shareholders to cast their votes electronically, on all the resolutions set out in the Notice convening the meeting and then briefed the members on the e-voting facility.

She also informed the shareholders that the requisite registers as required to be placed before the AGM maintained as per provisions of Section 170 and 189 of the Companies Act, 2013 were open for inspection for the members till the conclusion of the meeting by way of weblink on the website of the MUFG Intime India Pvt Ltd.

The Company Secretary then handed over to Mr. Ramesh Parekh, Chairman & Managing Director to give the brief to the shareholders of the Company about the business highlights of the Company for the Financial Year 2025-26 and future plans for business growth.

Mr. Ramesh Parekh presented a welcome communication to the shareholders and explained the performance of the Company in brief and handed over to Mr. Aslesh Parekh, Joint Managing Director of the Company.

Mr. Aslesh Parekh then briefed the members about the financials and future prospects of the Company.

It was then informed that the Notice dated July 22, 2026, convening the 34th AGM along with the Annual Report for the financial year ended March 31, 2026 were already circulated to the members electronically and the same was taken as read.

It was also informed that members who had not voted earlier through remote e-voting can cast their vote during the course of this meeting as the e-voting shall remain open for further period of 15 minutes after conclusion of the meeting.

Thereafter, the following agenda items of the business as stated in the Notice of 34th AGM were taken up for consideration:

Sr. No.	Details of Resolution	Resolutions Type
ORDINARY BUSINESS		
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026 together with the Reports of the Board of Directors and the Auditors thereon	Ordinary
2.	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026 together with the Report of the Auditors thereon.	Ordinary
3.	To appoint a Director in place of Mr. Ramesh Babulal Parekh (DIN: 01108443), who retires by rotation pursuant to Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment;	Ordinary
	SPECIAL BUSINESS	
4.	To ratify remuneration payable to the Cost Auditor appointed by board of directors for the financial year 2026-2027;	Ordinary
5.	To consider and approve appointment of Mr. Shyam Chandrabhan Agrawal (DIN: 00541214) as an Independent Director of the Company for first term of five (5) years with effect from July 22, 2026 to July 21, 2031 (both day inclusive)	Special

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E-mail: sales@gandharoil.com
Website : www.gandharoil.com

6.	To alter the other ancillary of the object clause of the Memorandum of Association of the Company	Special

Then Ms. Binal Khosla invited the members who had registered themselves as speakers who then put forth their queries, comments and views, Mr. Indrajit Bhattacharyya, Chief Financial Officer responded to the queries and provided clarifications to the members.

The Chairman concluded the meeting by placing on record his appreciation and gratitude for all the stakeholders for having reposed their trust and confidence in the Company.

The Chairman thanked the Shareholders, Directors, Senior Management and Auditors for joining the meeting and declared the meeting as concluded.

He further announced that the e-voting results along with the consolidated Scrutinizer's Report shall be made available on the website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and would also be placed on the website of the Company i.e. https://gandharoil.com/investor-relations/agm-egm-postal-ballot/ and website of the MUFG Intime India Pvt Ltd i.e. https://in.mpms.mufg.com/ within 2 (two) working days of the conclusion of the meeting.

Thereafter, Ms. Binal Khosla offered vote of thanks to the Chairman and thanked all the members for attending the Meeting. The Chairman stated that we have dealt with all the agenda items and as there was no other business left to be transacted he declared the meeting as to be concluded.

Notes:

The Company will separately intimate the voting results (remote e-voting and voting at the meeting through electronic voting system) to the Stock Exchanges.

This is for your information and records.

For Gandhar Oil Refinery (India) Limited

Binal Shankar Khosla
Digitally signed by Binal Shankar Khosla
Date: 2026.09.11 18:36:09 +05'30'

Binal Khosla
Company Secretary & Compliance Officer
Mem. No.: A29802

Date: September 11, 2026
Place: Mumbai

Registered Office
18th Floor, DLH Park, S.V.Road, Near MTNL
Goregaon West, Mumbai 400 062 India
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