RTS POWER CORPORATION LTD.

Ref: BSE/26-27 Date: 21-09-2026

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400001

Scrip Code: 531215

Sub: Proceedings of the 78th Annual General Meeting held on September 21, 2026

Dear Sirs,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the certified true copy of proceedings of the Seventy Eighth Annual General Meeting of the Company held through Video Conferencing on 21st September 2026 at 12:15 PM (IST).

We request you to kindly take the above on record as per the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you,
Yours faithfully,

For RTS POWER CORPORATION LIMITED

SANDIP GUPTA
Digitally signed by SANDIP GUPTA
Date: 2026.09.21 16:23:11 +05'30'

Sandip Gupta
Company Secretary & Compliance Officer
ACS 5447

CERTIFIED TRUE COPY OF THE MINUTES OF THE SEVENTY EIGHTH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF RTS POWER CORPORATION LIMITED HELD ON MONDAY, THE 21ST SEPTEMBER 2026 AT 12:15 PM THROUGH VIDEO CONFERENCING ("VC") AT 9 CHAPEL ROAD, HASTINGS, KOLKATA-700022 (DEEMED VENUE OF THE MEETING)

Time of Commencement: 12:15 P.M.
Time of Conclusion : 01:05 P.M

DIRECTORS PRESENT

Mr. Arun Lodha, Chairman (Present through VC from Jaipur)
Mr. Rajendra Bhutoria, Vice Chairman and Whole-time Director (Present through VC from Kolkata)
Mr. Abhay Bhutoria, Managing Director (Present through VC from Jaipur)
Mr. Siddharth Bhutoria, Whole-time Director (Present through VC from Kolkata)
Mrs. Rachna Bhutoria, Non-Executive Director (Present through VC from Jaipur)
Mr. Devesh Kumar Agarwal, Director (Present through VC from Kolkata)

IN ATTENDANCE PRESENT THROUGH VC

Mr. Sandip Gupta, Company Secretary and Compliance Officer
Mr. Mukesh Jain, Chief Financial Officer
M/s Jain Shrimal & Co, Statutory Auditor
Mr. Manoj Prasad Shaw, Secretarial Auditor and Scrutinizer for Voting

50 (fifty) Shareholders attended the Meeting.

Pursuant to MCA and SEBI Circulars, the facility for appointment of proxy for the AGM was not provided to the Members. Accordingly, there was no proxy present at the meeting. The quorum was present throughout the Meeting.

The Meeting was called to order by the Chairman at 12:15 P.M.

The Moderator opened the Meeting and made an announcement in this regard to the members.

The Moderator apprised the members that for smooth conduct of the AGM, all the lines of the shareholders would be on mute. The audio and video of the speaker shareholders would be enabled once they are invited to speak at the AGM by the Chairman. The proceedings of the AGM were being recorded and would be hosted on the website of the Company after the AGM. After the announcement, the Moderator handed over the proceedings to the Chairman.

The Chairman welcomed the members to the 78th AGM of the Company. The Notice convening the meeting was taken as read with the permission of the members present. The Chairman informed the members that the Register of Directors and Key Managerial Personnel and their Shareholdings, Register of Contracts or arrangements in which Directors are interested, Statutory Auditors' Report, Secretarial Auditors' Reports which were required to be placed at the meeting were available for Inspection throughout the meeting at the CDSL website under the tab AGM documents. It was recorded that all feasible planning and execution had been done for enabling electronic participation and voting of the members for the AGM. It was confirmed that the electronic voting was available throughout the AGM.

After welcoming the members, the Chairman handed over the proceedings to Mr. Rajendra Bhutoria, Whole Time Director of the Company.

Mr. Rajendra Bhutoria, Vice Chairman and Whole time Director, introduced himself and all the Directors, CFO and Auditors attending the meeting through Video Conference. He also condoled the unfortunate demise of Mr. Jagabandhu Biswas, Independent Director of the Company on 27th December, 2025. Mr. Rajendra Bhutoria proceeded with his address to the members. In his speech, he briefed the members regarding the key highlights for Financial Year 2025-2026, covering the financial results of the Company for the year and future outlook.

Thereafter, the Chairman requested Mr. Sandip Gupta, Company Secretary, to take the meeting forward and read the Auditors' Reports. Mr Gupta confirmed to the members that there were no qualifications, observations or comments in the Auditors' Report, which were required to be read at the meeting. The Auditors' Reports including the annexures thereof were taken as read.

Mr. Sandip Gupta informed the Shareholders that the Company had provided to the Shareholders, the facility to cast their vote electronically through remote e-voting facility provided by Central Depository Services (India) Limited ("CDSL") which had commenced on Friday, September 18, 2026 at 9:00 A.M. (IST) till Sunday, September 20, 2026 upto 5:00 P.M. (IST), on all resolutions set forth in the Notice of the AGM.

He briefed the members that since the AGM was held virtually, the option for physical voting at the AGM was not provided. However, the Company had enabled the e-voting facility during the AGM for members who had not voted through remote e-voting and who were present at the AGM and were otherwise not barred from doing so. The e-voting facility would close after 15 minutes from conclusion of the AGM. There would be no proposing and seconding of the resolutions as the Meeting was held virtually.

He further mentioned that 12 (Twelve) shareholders who have registered themselves as speaker shareholders would be allowed to speak and such registered speaker shareholders may participate in the discussion on the items of business once the discussion was invited. He further informed that the queries shall be answered after all the registered speaker shareholders had raised their questions. Certain queries had been received from shareholders which will be replied to by the Whole-time Director, Mr. Siddharth Bhutoria.

Thereafter, Mr. Sandip Gupta took up the resolutions as set forth in the Notice of the AGM and informed that the lines of the speaker shareholders would be open for questions after all the Resolutions were tabled.

The Resolutions as set out in the Notice of the 78th Annual General Meeting, duly approved by the members with requisite majority, are recorded hereunder as part of the proceedings of the AGM.

1. **Consideration and Adoption of audited Standalone Financial Statements of the Company, the Reports of the Board of Directors and Auditors thereon for the Financial Year ended March 31, 2026.**

Mr. Sandip Gupta briefed the members on the following Ordinary Resolution. He informed that the item of business was to receive, consider and adopt the audited Standalone financial statements for the year ended 31st March, 2026, which were already provided to the members.

"RESOLVED THAT the Audited standalone financial statements for the year ended March 31, 2026 and Reports of the Board of Directors and the Auditors thereon as circulated to the Members of the Company and placed before this Meeting be and are hereby received, considered and adopted."

As per the voting results declared on 21st September 2026 based on the Scrutinizer's report dated 21st September, 2026, the Ordinary Resolution was passed by majority.

2. **Consideration and Adoption of audited Consolidated Financial Statements of the Company and the Reports of the Auditors thereon for the Financial Year ended March 31, 2026.**

Mr. Sandip Gupta briefed the members on the following Ordinary Resolution. He informed that the item of business was to receive, consider and adopt the audited consolidated financial statements for the year ended 31st March, 2026, which were already provided to the members.

"RESOLVED THAT the Audited consolidated financial statements for the year ended March 31, 2026 and Report of the Auditors thereon as circulated to the Members of the Company and placed before this Meeting be and are hereby received, considered and adopted."

As per the voting results declared on 21st September 2026 based on the Scrutinizer's report dated 21st September, 2026, the Ordinary Resolution was passed by majority.

3. **Re-appointment of Mr. Abhay Bhutoria (DIN - 00013712) as a Director of the Company who retires by rotation and being eligible offers himself for re-appointment.**

Mr. Sandip Gupta briefed the members on the following Ordinary Resolution. He informed that the item of business was to re-appoint Mr. Abhay Bhutoria who retires by rotation and being eligible has offered himself for re-appointment, which were already provided to the members.

"RESOLVED THAT Mr. Abhay Bhutoria (DIN 00013712) who retires by rotation but being eligible has offered himself for re-appointment be and is hereby appointed a Director of the Company whose period of office shall be liable to determination by retirement of Directors by rotation."

As per the voting results declared on 21st September 2026 based on the Scrutinizer's report dated 21st September 2026, the Ordinary Resolution was passed by majority.

4. **Ratification of remuneration payable to M/s K.G. Goyal & Associates as Cost Auditors of the Company for the Financial Year ending on March 31, 2027.**

Mr. Sandip Gupta briefed the members on the following Ordinary Resolution. He informed that the item of business was ratification of remuneration payable to M/s K G Goyal & Associates as Cost Auditors of the Company for the Financial Year ending on March 31, 2027, which was already provided to the members.

"RESOLVED THAT pursuant to the provisions of Section 148(3) and all other applicable provisions of the Companies Act, 2013 and The Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) the remuneration of Rs. 40,000/- (Rupees Forty thousand only) plus applicable GST, if any, agreed to be paid to M/s K.G. Goyal & Associates, Cost Accountants, the Cost Auditors (Registration No FRN 000024) who, based on the recommendation of the Audit Committee, have been appointed by the Board of Directors of the Company ('Board'), as the Cost Auditors of the Company, to conduct the audit of the cost records maintained by the Company for the Financial Year ending March 31, 2027 be and is hereby ratified."

As per the voting results declared on 21st September 2026 based on the Scrutinizer's report dated 21st September 2026, the Ordinary Resolution was passed by majority.

5. **Appointment of Mr. Arun Pareek as Non-Executive Independent Director.**

Mr. Sandip Gupta briefed the members on the following Special Resolution. He informed that the item of business was the Appointment of Mr. Arun Pareek (DIN: 06521406) as a Non-Executive Independent Director of the Company for a first term of Five (5) years effective from 21st September 2026 to 20th September 2031, which was already provided to the members.

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

Qualification of Directors) Rules, 2014, the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015... Mr. Arun Pareek (DIN: 06521406)... be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a first term of five consecutive years commencing from 21st September, 2026 and ending on 20th September, 2031."

As per the voting results declared on 21st September 2026 based on the Scrutinizer's report dated 21st September 2026, the Special Resolution was passed by requisite majority.

After the above briefing, the speaker shareholders were invited to raise questions and requested them to confine their queries strictly to the items of business of the meeting.

The Moderator was requested to enable the speaker shareholders in the order of their registration. The Moderator opened the lines of the speaker shareholders to raise questions and the shareholders raised their queries and expressed their opinion through VC at the AGM.

Queries/comments from the members, inter-alia, covered the following:

- Capital Expenditure & Future Growth Strategies
- Future Growth prospect
- Operational Efficiency & Capacity Utilization
- Order Book Status and Sales Competitiveness
- Debt Management
- Working Capital & Receivables Management
- Cyber Security Measures

The Moderator was requested to check if there are any other shareholders (among the registered speaker shareholders who could not speak at the AGM due to technical issues in their lines) who would like to raise further queries at the meeting. The Moderator confirmed that there were no other speaker shareholders for the meeting.

Mr Siddharth Bhutoria proceeded to respond to the shareholders queries satisfactorily.

After all the queries were addressed, Mr. Rajendra Bhutoria, Vice Chairman and Whole time Director, proposed a vote of thanks to the Chair.

The Chairman then concluded the business of the day and thanked all the shareholders for their kind presence, co-operation and their valuable support. It was informed that the combined results of the votes cast through remote e-voting and e-voting during the AGM on all the resolutions would be uploaded on the

Company's website and will be intimated to the Stock Exchange as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

There being no other business, the Chairman declared the Meeting as closed.

Note on Voting Process conducted for Resolutions placed at the 78th AGM:

1) In compliance with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of Companies (Management and Administration) Rules, 2014, the Company had made arrangements for the members to cast their vote on all the resolutions placed at the 78th Annual General Meeting of the Company through remote e-voting and through e-voting during the AGM.

2) The Company had published an advertisement on 26th August, 2026 in Business Standard and Arthik Lipi intimating the shareholders about e-voting and other matters provided in the general circular No. 20/2020 dated 5th May 2020 issued by the Ministry of Corporate Affairs.

3) The cut-off date for the purpose of remote e-voting and reckoning the eligible votes was Monday, 14th September 2026.

4) The e-voting commenced on Friday, September 18, 2026 at 9:00 A.M. (IST) till Sunday, September 20, 2026 upto 5:00 P.M. (IST) and the remote e-voting module was blocked by CDSL thereafter.

5) Mr. Manoj Prasad Shaw (PCS No. 4194) was appointed as the scrutinizer to scrutinize the entire voting process in a fair and transparent manner.

6) The voting rights of the shareholders was in proportion to the shares of the members in the paid-up equity share capital of the Company.

7) The Chairman announced the latest date for announcing the results of the voting to the shareholders and the mode of declaration thereof.

8) Mr. Manoj Prasad Shaw, Scrutinizer, after the conclusion of the AGM unblocked the votes cast through remote e-voting and the votes casted through e-voting during the AGM by the members on CDSL e-voting module.

9) The Scrutinizer submitted his report on consolidated voting results on 21st September, 2026 to the Company, and the results of voting were declared by Mr. Arun Lodha, Chairman, being authorized by the Board in this behalf. The results of voting were intimated to BSE Limited, CDSL, hosted on the website of the Company at www.rtspower.com.

Resolution	Number of Votes (Shares)			Passed as Ordinary / Special Resolution
	In Favour	Against	Invalid	
Consideration and Adoption of audited Standalone Financial Statements of the Company, the Reports of the Board of Directors and Auditors thereon for the Financial Year ended March 31, 2026.	5904111	108	0	Ordinary Resolution
Percentage	99.9982	0.0018	0	
Consideration and Adoption of audited Consolidated Financial Statements of the Company and the Report of the Auditors thereon for the Financial Year ended March 31, 2026.	5904111	108	0	Ordinary Resolution
Percentage	99.9982	0.0018	0	
Re-appointment of Mr. Abhay Bhutoria (DIN - 00013712) as a Director of the Company who retires by rotation and being eligible offers himself for re-appointment.	5904111	108	0	Ordinary Resolution
Percentage	99.9982	0.0018	0	
Ratification of remuneration payable to M/s K G Goyal & Associates as Cost Auditors of the Company for the Financial Year ending on March 31, 2027	5904111	108	0	Ordinary Resolution
Percentage	99.9982	0.0018	0	

Appointment of Mr. Arun Pareek as Non-Executive Independent Director.	5904111	108	0	Special Resolution
Percentage	99.9982	0.0018	0	

The Scrutinizer handed over the Scrutinizer's Report and e-voting results to the custody of the Company Secretary on 21st September, 2026.

For RTS POWER CORPORATION LIMITED

SANDIP GUPTA Digitally signed by SANDIP GUPTA Date: 2026.09.21 16:23:45 +05'30'

Sandip Gupta
Company Secretary & Compliance Officer
ACS 5447