Xpro India Limited
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July 20, 2026

National Stock Exchange of India Ltd.
"Exchange Plaza",
Bandra-Kurla Complex,
Bandra (E),
Mumbai 400 051

Stock Symbol: XPROINDIA(EQ)

BSE Limited
Corporate Relationship Department
1st Floor, New Trading Ring
Rotunda Building, P J Towers
Dalal Street, Fort, Mumbai 400 001

Stock Code No. 590013

Dear Sir/Madam,

Sub: **Proceedings of the 29th Annual General Meeting held on Monday, July 20, 2026**

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose gist of proceedings of the 29th Annual General Meeting held on Monday, July 20, 2026.

Kindly take the above intimation on your record.

Thanking you,

Yours faithfully,
For **Xpro India Limited**

KAMAL KISHOR SEWODA
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Date: 2026.07.20 18:14:44 +05'30'

Kamal Kishor Sewoda
Company Secretary

Encl : a/a

Gist of Proceedings of the 29th Annual General Meeting of Xpro India Limited

1. **Date, time and venue of the Meeting:**

The 29th Annual General Meeting (AGM) of the Members of the Company was held on Monday, July 20, 2026, through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in conformity with the regulatory provisions and Circulars issued by the Ministry of Corporate Affairs, Government of India. The Meeting commenced at 10.30 a.m. and concluded at 11:50 a.m.

2. **Proceedings in brief:**

- Sri Sidharth Birla, Chairman, chaired the proceedings of the AGM.
- The requisite quorum being present, the Chairman called the Meeting to order. The Quorum was present throughout the Meeting.
- At the outset, the Chairman stated that the Company had taken necessary steps to ensure that the Members were able to attend and vote at the Meeting through electronic mode in a seamless manner.
- The Chairman welcomed the members and introduced the Directors, Statutory and Secretarial Auditors and Senior Executives of the Company attending the meeting through Video Conferencing from their respective locations.
- The Chairman advised the Members that the registers and other applicable documents, as statutorily required, were available for inspection on the e-voting website of MUFG Intime India Private Limited.
- The Chairman also confirmed that there were no qualifications, reservations or adverse remarks in the Auditors' Report on the Financial Statements and the report of Secretarial Auditors of the Company.
- Thereafter, the Chairman delivered his remarks including therein an overview of the performance of the Company, the status of markets and the general environmental scenario in respect of the Company and its business.

Remarks extracted from the Chairman's statement delivered at the Meeting:

Coextruded products including sheets and cast films maintain their significance, and dielectric films are the current strategic priority. The first line operated at capacity; the second line was commissioned in March, doubling capacity to 8,000 MT. Xpro Dielectric Films, the UAE subsidiary, is moving towards commissioning the third line under our umbrella this year, bringing capacity to a globally significant 13,000 MT. Investment in the subsidiary by a leading UAE investor, for a 15% equity stake at a premium, is an objective endorsement of both Xpro's standing and the venture's growth prospects.

Asia accounts for the bulk of global manufacturing capacity, Europe offers technological depth and USA remains a significant market - together fashioning a balanced global industry. Anticipated demand and technical refinements at home and abroad in this space are compelling. Despite some recent volatility, independent evaluations suggest that more than 20 new dielectric film lines are needed globally by 2030.

Xpro's proficiency and credibility developed over a decade-plus cannot be replicated quickly. We prioritize product sophistication over commodity plays, and treat dielectric films as distinct from standard oriented films - keeping our brand positioning durable. These facets support our objective of moving up the value curve and expanding capacity; such commitments are necessary triggers to ongoing engagement with clients having scale of demand, exacting standards, and strict qualification evaluations. We propose building our fourth line in UAE and a fifth in India, with timing guided by economic and market conditions.

Promoters remain engaged with the Company's vision, and ensuring its good stewardship. In this context, a vital part of governance is judiciously managing natural leadership succession with institutional stability.

Sri C. Bhaskar, whose 44-year-long journey with Xpro began in its formative days, will complete 26 years on the Board when his tenure as Managing Director ends on 31 December 2026. We have worked closely throughout, and he has been central in shaping our governance, strategic progress, and financial health. Sri H. Bakshi has spent 32 years with Xpro, many as Chief Operating Officer, and has played a key role in building our technical capability and operational discipline.

On conclusion of their executive responsibilities, both will remain in the Chairman's Office as mentors and counsel, their knowledge and judgment a continuing resource for the Board and the subsidiary.

Sri Girish Behal joined us in 2024 as head of strategy, and was appointed to the operating role of President and CEO in August 2025. As the next step, the Board proposes to appoint him as Managing Director with effect from 1 January 2027, subject to shareholder approval.

We follow prudent guiding principles for earnings retention, capital allocation and balance sheet leverage. Geopolitical events and trade policy effects call for careful monitoring, but our outlook remains positive. Our approach is built for the long-term, where returns build as utilization ramps up over time. Shareholders remain our cornerstone; your trust reinforces our resolve.

Please note that these remarks do not serve as a transcript of the speech.

- The Company Secretary informed the Members that in compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had extended voting facility to the Members of the Company in respect of business transacted at the AGM to cast their vote electronically through Remote e-voting. The Remote e-voting period commenced on Friday, July 17, 2026 from 9.00 A.M. (IST) and ended on Sunday, July 19, 2026 at 5.00 P.M. (IST). Members who were present at the Meeting and had not cast their votes by remote e-voting were also allowed to cast their votes at the time of AGM through e-voting facility provided by the Company.

- The following items as set out in the Notice convening the 29th Annual General Meeting dated May 20, 2026, were commended for members consideration and approval:

- **Ordinary Business(es)**

1. Adoption of Directors' Report, Audited Financial Statements and Auditors Report for the year ended March 31, 2026.

2. Payment of dividend of INR 2.00 per ordinary share of the face value of INR 10 each of the Company for the financial year ended March 31, 2026.

3. Re-appointment of Smt Madhushree Birla (DIN: 00004224) as a Director.

Special Business(es)

4. Ratification of Remuneration payable to M/s Sanghavi Randeria & Associates, Cost Accountants, appointed by the Board for the Financial Year 2026-27.

5. Re-appointment of Ms. Suhana Murshed (DIN: 08572394), as a Non-Executive Independent Director of the Company for a second term of five consecutive years from July 20, 2026 to July 19, 2031.

6. Appointment of Sri Girish Behal (DIN: 08803773), as the Managing Director of the Company for a term of three consecutive years effective from January 1, 2027 and remuneration payable to him.

7. Payment of Commission to Non-Executive Directors of the Company.

- The Chairman gave opportunity to the Members who had registered themselves as Speakers to ask questions or seek clarifications on the Agenda items.

- The Chairman and Sri C Bhaskar, Managing Director, responded to the queries raised / clarifications sought by the Member(s) who spoke at the Meeting.

- The Chairman informed the members that Sri Girish Bhatia, a Practicing Company Secretary, was appointed as the Scrutiniser for the purpose of scrutinising the e-voting done during the AGM and remote e-voting process.

- The Chairman informed the members that the results of remote e-voting and e-voting done at the time of AGM shall be disseminated to the Stock Exchanges and also uploaded on the website of the Company and MUFG Intime India Private Limited, the Agency providing e-voting facility.

Notes:

i. The Company will intimate Stock Exchanges the results of remote e-voting and e-voting done during the AGM.

ii. This document does not constitute minutes of the proceedings of the 29th Annual General Meeting of the Company.

For Xpro India Limited
KAMAL KISHOR SEWODA
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Date: 2026.07.20 18:01:38 +05'30'

Kolkata
July 20, 2026

Kamal Kishor Sewoda
Company Secretary