RAUNAQ INTERNATIONAL LIMITED
(Formerly Known as Raunaq EPC International Limited)

RIL/SEC/BSE/4/AUGUST 2026-2027

August 25, 2026

The Manager (Listing)
BSE Limited
1st Floor, New Trading Ring
Rotunda Building
PJ Towers, Dalal Street
Fort, Mumbai-400001

STOCK CODE: 537840

Sub: <u>Compliance of Part-A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</u>

Dear Sir/Madam,

Pursuant to Part-A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the minutes of Annual General Meeting of the members of the Company, duly convened on July 31, 2026.

You are requested to take the same on your records.

Thanking you,

Yours faithfully,
For **Raunaq International Limited**

Neha Patwal
Company Secretary and CFO

RAUNAQ INTERNATIONAL LIMITED Faridabad

Encl: As above

Regd. Office : 20 K.M. Mathura Road, P.O. Box 353, P.O. Amar Nagar Faridabad-121 003 (Haryana)INDIA
Tel.: +91 (129) 4288888, email : info@raunaqintl.com
www.raunaqinternational.com
CIN : L51909HR1965PLC034315

Saraswati REGD.

MINUTES OF 61ST ANNUAL GENERAL MEETING OF MEMBERS OF RAUNAQ INTERNATIONAL LIMITED HELD ON FRIDAY, THE 31ST JULY, 2026 COMMENCED AT 04:00 P.M. AND CONCLUDED AT 04:35 P.M. THROUGH VIDEO CONFERENCE(VC)/OTHER AUDIO-VISUAL MEANS (OAVM)

PRESENT:

MEMBERS:

Attended through VC/OAVM	362 (including 2 members from Promoters & Promoter Group) (Holding 1678946 shares)

DIRECTORS:

Mr. Surinder Paul Kanwar	Chairman and Managing Director
Mr. Naresh Kumar Verma	Non-Executive Director
Ms. Preeti Goel	Non-Executive Independent Director
Mr. Nagar Venkatraman Srinivasan	Non-Executive Independent Director
Mr. Virender Pal Jain	Non-Executive Independent Director

SCRUTINIZER:

Ms. Ankita Jain
Proprietor
M/s Ankita S. Jain & Co.
Company Secretaries
Jhansi

IN ATTENDANCE:

Ms. Neha Patwal	Company Secretary and CFO

Mr. Nagar Venkatraman Srinivasan, Chairman of the Audit Committee & Nomination and Remuneration Committee and Mr. Naresh Kumar Verma, Chairman of the Stakeholders' Relationship Committee were present in the meeting to answer the shareholders queries.

Following registers and documents were made available electronically for inspection by the members:

1. Register of Members
2. Register of Directors' Shareholding
3. Register of Contracts and Arrangements in which Directors are interested
4. Auditor's Report for the year ended March 31, 2026
5. Secretarial Audit Report for the year ended March 31, 2026
6. Audited Financial Statements for the year ended March 31, 2026

Ms. Neha Patwal, Company Secretary and CFO welcomed the members present at the 61st Annual General Meeting of the Company and gave the general instructions to the members regarding participation in the meeting. With the permission of members present, the Notice of the 61st Annual General Meeting was taken as read.

Subsequently, the Chairman welcomed the Members and informed that pursuant to various circulars issued by the Ministry of Corporate Affairs (MCA), the 61st Annual General Meeting is being conducted by electronic means through VC/OAVM platform "InstaMeet" provided by Registrar and Transfer Agent, MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited). The Notice and Annual Report for the Financial Year 2025-26 was sent only by electronic mode to the members whose e-

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CHAIRMAN' INITIALS

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mail addresses are registered with the Company/Depositories and a letter providing the web-link, including the exact path, where complete details of the Annual Report are available was sent to all those shareholders who have not registered their e-mail addresses.

The Chairman introduced the Directors and Officers attending the meeting through electronic means to the Members and upon confirmation from Ms. Neha Patwal, Company Secretary and CFO of the Company, he declared that the necessary quorum was present and called the meeting to order.

It was announced by the Chairman that the Company has provided remote e-voting facility to members to cast their vote. Members who have not cast their votes through remote e-voting may cast their votes by voting through electronic means at the AGM. The Board of Directors of the Company in its meeting held on 27 May, 2026 appointed Ms. Ankita Jain, Proprietor, M/s Ankita S. Jain & Co., Company Secretaries, Jhansi as Scrutinizer for the remote e-voting and e-voting at the Annual General Meeting.

The meeting proceeded with the keynote address of the Chairman as follows:

Dear Shareholders,

It gives me great pleasure to present the Annual Report of Raunaq International Limited for the Financial Year 2025-26 a year that marked a significant milestone in your Company's journey. We successfully transitioned from a loss-making position to profitability while laying a stronger foundation for sustainable growth in the years ahead.

The Macro Environment

The year under review was marked by global economic uncertainties, including geopolitical tensions in the Middle East. Despite this, India remained among the fastest-growing major economies, supported by resilient domestic demand, sustained public capital expenditure and ongoing structural reforms.

The Government's infrastructure push, including over ₹ 11.21 Lakh Crore in capital expenditure for 2025-26 and PM Gati Shakti, continues to create opportunities for infrastructure and EPC companies. Rising power demand, expected to peak at 277 GW in FY 2026, also supports long-term growth in the thermal power sector.

Operational Performance

Despite industry-wide challenges arising from tighter banking norms relating to Bank Guarantees, your Company remained focused on pursuing high-value opportunities within the thermal power EPC sector. During the year, we secured a prestigious order valued at ₹ 15.40 Crores from Mahan Energen Limited for the 2×800 MW Ultra Supercritical Thermal Power Plant (Phase III) project in Madhya Pradesh. This order reaffirms the confidence our customers continue to place in our engineering capabilities, project execution expertise, and commitment to quality.

Building upon this momentum, during the current financial year we have also secured two additional orders from Adani Cement Limited aggregating over ₹ 18.00 Crores for the supply of materials for raw water piping systems and associated erection works.

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Alongside our EPC operations, our alloy steel trading business catering to the automotive components industry has emerged as an important growth engine. During FY 2025–26, this business generated revenue of ₹ 1,839.33 Lakhs, providing valuable diversification to our revenue streams and reducing dependence on the inherently cyclical EPC business. Going forward, we intend to further strengthen our presence in both trading and machining activities.

Financial Performance

I am pleased to report that your Company's total revenue increased significantly to ₹ 3,689.37 Lakhs during FY 2025–26 from ₹ 2,206.43 Lakhs in the previous year, representing a robust growth of nearly 67%. This performance reflects the successful execution of our strategic initiatives despite a challenging financing environment for the EPC sector.

To support business expansion and increased working capital requirements, the Company availed additional borrowings during the year, resulting in the Debt-Equity Ratio increasing to 0.61 from 0.22 in the previous year. Operating Profit Margin and Net Profit Margin stood at 3.01% and 0.25% respectively. While margins moderated due to higher operating costs associated with increased business activity and project execution, your Board believes this represents a natural phase in the Company's turnaround journey. As operations continue to scale and efficiencies improve, we remain confident of achieving healthier margins through operating leverage in the coming years.

The Road Ahead

Having successfully restored profitability, Raunaq International Limited is now well positioned to pursue larger growth opportunities. We are actively working with our banking partners to enhance our Bank Guarantee limits, which will enable us to participate in larger EPC projects and strengthen our order pipeline.

Simultaneously, we will continue expanding our trading and machining businesses, particularly within the automotive components sector, while maintaining our unwavering focus on engineering excellence, timely execution, prudent financial management, and disciplined risk mitigation.

Gratitude and Commitment

On behalf of the Board of Directors, I extend my sincere gratitude to our shareholders, customers, bankers, suppliers, employees, and all other stakeholders for their continued trust, confidence, and support. Your encouragement has been instrumental in helping the Company navigate challenges and emerge stronger.

Together, we look forward to building a larger, more profitable, and more resilient Raunaq International Limited while creating enduring value for all our stakeholders.

Warm Regards,

Surinder Paul Kanwar
Chairman and Managing Director

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Subsequently, the Chairman took up resolutions for the business(es) as set out at Item No. 01, Item No. 02, Item No. 03, and Item No. 04 of the notice of 61st Annual General Meeting as follows, for consideration of the members.

ORDINARY BUSINESS:

1. **CONSIDERATION AND APPROVAL OF AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE YEAR ENDED 31 MARCH, 2026 TOGETHER WITH REPORTS OF THE DIRECTORS AND AUDITORS THEREON (ORDINARY RESOLUTION)**

   "**RESOLVED THAT** the Audited Financial Statements as at 31 March, 2026, inclusive of Balance Sheet as at 31 March, 2026 and the Statement of Profit & Loss and the Cash Flow Statement along with the notes forming part of the financial statements for the year ended on that date and the report of the Directors & Auditors thereon for the Financial Year 2025-26 be and are hereby adopted."

2. **CONSIDERATION AND APPROVAL OF THE RE-APPOINTMENT OF MR. NARESH KUMAR VERMA, WHO RETIRES BY ROTATION AND IS ELIGIBLE FOR RE-APPOINTMENT (ORDINARY RESOLUTION)**

   "**RESOLVED THAT** pursuant to the provisions of Section 152 and any other applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Article 159 of the Articles of Association of the Company, Mr. Naresh Kumar Verma (holding DIN 07087356) who retires by rotation at the Annual General Meeting (AGM) be and is hereby re-appointed as a Non-Executive Director of the Company liable to retire by rotation."

SPECIAL BUSINESS:

3. **CONSIDERATION AND APPROVAL OF THE APPOINTMENT OF M/S ANKITA S. JAIN & CO., COMPANY SECRETARIES, JHANSI (FIRM REGISTRATION NO. S2026UP1067300) AS THE SECRETARIAL AUDITORS OF THE COMPANY (ORDINARY RESOLUTION)**

   "**RESOLVED THAT** pursuant to the provisions of Section 204 and other applicable provisions, if any of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment(s) thereof for the time being in force and pursuant to the recommendation of the Audit Committee and the Board of Directors of the Company thereof, the consent of the members be and is hereby accorded for the appointment of M/s Ankita S. Jain & Co., Company Secretaries, Jhansi (Firm Registration No. S2026UP1067300) having their office at 'Satyaraj', Behind Hotel Chanda, Civil Lines, Jhansi-284002 (U.P.) as the Secretarial Auditors of the Company for the purpose of conducting Secretarial Audit for a period of consecutive 5 (Five) years with effect from Financial Year 2026-27 upto the Financial Year 2030-31 in a fair and transparent manner.

   RESOLVED FURTHER THAT approval of the Members be and is hereby accorded to the Board to avail or obtain from the Secretarial Auditor, such other services or certificates or reports which the Secretarial Auditor may

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RESOLVED FURTHER THAT the Board of Directors of the Company (which includes a Committee, constituted for the time being in force) be and is hereby authorized to do all such acts, deeds and things, to enter into such agreement(s), deed(s) of amendment(s) or any such document(s), as the Board may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate, in order to give effect to this resolution or as otherwise considered by the Board to be in the best interest of the Company, as it may deem fit."

EXPLANATORY STATEMENT FORMING PART OF THE ABOVE RESOLUTION

The Board of Directors of the Company had appointed M/s Ankita S. Jain & Co., Company Secretaries, Jhansi (Firm Registration No. S2026UP1067300) as the Secretarial Auditors of the Company at its Meeting held on 27 May, 2026 for the Financial Year 2026-27 (Including Interim Review Twice) in terms of the provisions of Section 179(3), 204 of the Companies Act, 2013 read with Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In terms of the provisions of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Secretarial Auditors shall be appointed with the approval of the members of the Company.

The Board of Directors of the Company in its meeting held on 27 May, 2026, upon considering the experience and expertise and upon the recommendation of the Audit Committee has approved the appointment of M/s Ankita S. Jain & Co., Company Secretaries, Jhansi (Firm Registration No. S2026UP1067300) as the Secretarial Auditors of the Company for the purpose of conducting Secretarial Audit (including interim review twice during the year) for a period of consecutive 5 (Five) years with effect from Financial Year 2026-27 upto the Financial Year 2030-31 in a fair and transparent manner. The proposed remuneration to be paid to M/s Ankita S. Jain & Co., for the first year i.e. Financial Year 2026-27 is Rs. 75,000/- (Rupees Seventy Five Thousand Only). The said remuneration excludes applicable taxes and out of pocket expenses.

The remuneration for the subsequent year(s) of their term shall be fixed by the Board of Directors of the Company based on the recommendation of the Audit Committee thereof.

M/s Ankita S. Jain & Co. is a peer-reviewed firm of Company Secretaries based at Jhansi and having branch at New Delhi, with a rich experience in the professional expertise in dealing Corporate Advisory (Promotion, Formation and Restructuring Services), Certification Services, Audit Services, Advisory Services, Consulting/Management Services and such other allied matters.

In terms of the provisions of Section 204 of the Companies Act, 2013 read with Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such other rules and regulations as may be applicable for the time being in force, the Company has received a written consent from M/s Ankita S. Jain & Co. with regard to their

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appointment as the Secretarial Auditors of the Company for a period of consecutive 5 (Five) years with effect from Financial Year 2026-27 upto the Financial Year 2030-31 and they satisfy the criteria of appointment and are not disqualified to be appointed.

Accordingly, the Board recommends the resolution as set out at Item No. 03 of the Notice in relation to the appointment of M/s Ankita S. Jain & Co. as the Secretarial Auditors of the Company, by way of an Ordinary resolution.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 03 of the Notice.

INSPECTION OF DOCUMENTS

All resolutions passed in this regard are available for electronic inspection without fees by the members from the date of circulation of this Notice up to the date of AGM i.e. 31 July, 2026 and shall also be available at the meeting.

4. **CONSIDERATION AND APPROVAL OF THE MATERIAL RELATED PARTY TRANSACTION OF THE COMPANY WITH BHARAT GEARS LIMITED, COMPANY WITHIN THE GROUP (ORDINARY RESOLUTION)**

"**RESOLVED THAT** pursuant to the provisions of Regulations 2(1)(zc), 23, Schedule XII and any other applicable Regulations, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015"), as amended from time to time, read in conjunction with SEBI Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated 26 June, 2025 and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30 January, 2026 ('SEBI Circulars') prescribing minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions ('RPT Industry Standards') formulated by the Industry Standards Forum, along with Section 2(76), 188 and other applicable provisions of the Companies Act, 2013 ("the Act") and the Rules framed thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and in consonance with the Policy on Related Party Transactions of Raunaq International Limited ('the Company'), and based on prior approval of the Audit Committee, 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 the Audit Committee or any other Committee constituted, empowered or to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) for the Material Related Party Transaction(s), Contract(s), Arrangement(s), Agreement(s) entered into or proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in detail in the Explanatory Statement annexed herewith, between the Company and Bharat Gears Limited ('BGL'), Company within the Group and accordingly, a related party under Regulation 2(1)(zb) of the SEBI Listing Regulations, on such terms and conditions as may be mutually agreed between the Company and BGL, for an aggregate value not exceeding Rs. 10,00,00,000/-

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(Rupees Ten Crores Only), provided that such transaction(s), contract(s), arrangement(s) or agreement(s) is/are being carried out at an arm's length pricing basis and in the ordinary course of business.

RESOLVED FURTHER THAT the Board of Directors of the Company (which includes a Committee, constituted for the time being in force) be and is hereby authorized to do all such acts, deeds and things, to enter into such agreement(s), deed(s) of amendment(s) or any such document(s), as the Board may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate, in order to give effect to this resolution or as otherwise considered by the Board to be in the best interest of the Company, as it may deem fit."

EXPLANATORY STATEMENT FORMING PART OF THE ABOVE RESOLUTION

Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), inter alia, states that all Material Related Party Transactions ('RPTs') shall require prior approval of the Members by way of an Ordinary Resolution, even if such transaction(s) are in the ordinary course of business and at an arm's length pricing basis. A transaction with a Related Party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year exceeds the limits prescribed under Schedule XII of the SEBI Listing Regulations, as reproduced hereunder:

Consolidated Turnover of Listed Entity		Threshold
I.	Up to ₹ 20,000 Crore	10% of the annual consolidated turnover of the listed entity
II.	More than ₹ 20,000 Crore to upto ₹ 40,000 Crore	₹ 2,000 Crore + 5% of the annual consolidated turnover of the listed entity above ₹ 20,000 Crore
III.	More than ₹ 40,000 Crore	₹ 3,000 Crore + 2.5% of the annual consolidated turnover of the listed entity above ₹ 40,000 Crore or ₹ 5000 Crores, whichever is lower

Further, SEBI Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated 26 June, 2025 and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30 January, 2026 ('SEBI Circulars') prescribe the minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions as 'RPT Industry Standards' formulated by the Industry Standards Forum. Additionally, Regulation 2(1)(zb) of the SEBI Listing Regulations defines a related party and Regulation 2(1)(zc) of the SEBI Listing Regulations defines a related party transaction which includes a transaction involving a transfer of resources, services or obligations between (i) a listed entity or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand; or (ii) a listed entity or any of its subsidiaries on one hand and any other person or entity on the other hand, the purpose and effect of which is to benefit any related party of the listed entity or any of its subsidiaries, regardless of whether a price is charged or not.

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In view of the above, Resolution as set out at Item No. 4 is placed for approval by the Members of the Company.

It is pertinent to note that the Management has provided the Audit Committee, comprising of majority of Independent Directors of the Company, with relevant details of the proposed RPT, including material terms and basis of pricing. The Audit Committee, after reviewing all necessary information, has granted a prior approval for entering into the below mentioned RPT, subject to approval by the Members at the ensuing Annual General Meeting. The Audit Committee has noted that the said RPT will be at an arm's length pricing basis and will be in the ordinary course of business.

The Audit Committee has reviewed the certificate provided by the Chairman and Managing Director and the Chief Financial Officer (CFO) of the Company, as required under the RPT Industry Standards.

Details of the proposed RPT between the Company and Bharat Gears Limited ('BGL'), Company within the Promoter Group including the information required to be disclosed in the Explanatory Statement pursuant to the above referenced regulatory provisions are reproduced herein below for the Members of the Company for their approval.

Minimum Information to be Provided to the Audit Committee and Shareholders for approval of Related Party Transaction as per RPT Industry Standards

PART A - MINIMUM INFORMATION OF THE PROPOSED RELATED PARTY TRANSACTION		
Sr. No	**Particulars of the information**	**Information provided by the Management**
A1. Basic Details of the Related Party		
1.	Name of the Related Party	Bharat Gears Limited ('BGL')
2.	Country of incorporation of the Related Party	India
3.	Nature of business of the Related Party	Bharat Gears Limited ("BGL") is one of India's largest manufacturers of automotive gear systems and a leading global supplier of gears and heat treatment solutions. The Company is engaged in the manufacturing and supply of a wide range of transmission and driveline components, including ring gears and pinions, transmission gears and shafts, differential gears, and related sub-assemblies. BGL caters to diverse sectors such as automotive, agriculture, construction equipment, utility vehicles, and electric vehicles (EVs), with a significant presence

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		in domestic and international markets across Europe, the United States, Mexico, and Asia.
A2. Relationship and ownership of the Related Party		
1.	Relationship between the listed entity and the related party - including nature of its concern (Financial or otherwise) and the following:	Promoter Group Entity under common promoter control.
	Shareholding of listed entity, whether direct or indirect in the Related Party	**Direct:** Raunaq International Limited – 1.69% **Indirect:** Late Dr. Raunaq Singh – 0.01% (Part of Promoter Group) Mr. Surinder Paul Kanwar – 37.00% (Promoter/Chairman and Managing Director) Mr. Sachit Kanwar – 0.01% (Part of Promoter Group) Ultra Consultants Private Limited – 14.09% (Group Company) Vibrant Reality Infra Private Limited – 1.44% (Group Company) Clip-Lok Simpak (India) Private Limited – 1.10% (Group Company)
	Where the Related Party is a partnership Firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any made by the listed entity	Not Applicable
	Shareholding of the Related Party, whether direct or indirect, in the listed entity	**Direct – 0%** **Indirect:** Late Dr. Raunaq Singh – 0.60% (Part of Promoter Group) Mr. Surinder Paul Kanwar – 43.87% (Promoter/Chairman and Managing Director) Mr. Sameer Kanwar – 0.00% (Part of Promoter Group) Gulab Merchandise Private Limited – 4.33%

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		(Group Company) Vibrant Reality Infra Private Limited – 3.48% (Group Company)	
A3. Details of previous transactions with Related Party			
1.	Total amount of all the transactions undertaken by the listed entity with the Related Party during the last Financial year	**Nature of Transactions**	**Financial Year 2025-26 (In Rs./lakhs)**
		Lease Agreement(s) between the Company and BGL for using a portion of the leasehold office premises	0.63
2.	Total amount of all the transactions undertaken by the listed entity with the related party in the current Financial year up to the quarter immediately preceding the quarter in which the approval is sought	Not applicable	
3.	Default, if any, made by a Related Party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last Financial year	Nil	
A4. Amount of the proposed transaction(s)			
1.	Amount of the proposed transactions being placed for approval at the meeting of the Audit Committee/Shareholders	Not more than Rs. 10,00,00,000/- (Rupees Ten Crores Only) exclusive of GST.	
2.	Whether the proposed transactions taken together with the transactions undertaken with the Related Party during the current Financial year would render the proposed transaction a material RPT	Yes	
3.	Value of the proposed transactions as a percentage of the listed entity's annual	27.74%	

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	consolidated turnover for the immediately preceding Financial year	
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding Financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not Applicable
5.	Value of the proposed transactions as a percentage of the Related Party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of Related Party) for the immediately preceding Financial year, if available	1.28%
6.	Financial performance of the Related Party for the immediately preceding Financial year:	**Particulars** / **Financial Year 2025-26 (In Rs./lakhs)** Turnover: 78417.48 Profit After Tax: 1650.41 Net Worth: 13118.91
A5. Basic details of the proposed transaction		
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Purchase of goods
2.	Details of each type of proposed transaction	Purchase of DI Socket & Spigot Pipe (k-9) 400 MM and other related equipment and material by the Company from Bharat Gears Limited for further supply to its customers.
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	8 Months
4.	Whether omnibus approval is being sought?	Not Applicable The Company has obtained prior approval for the proposed transaction in the Audit

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		Committee Meeting held on 27 May, 2026.
5.	Value of the proposed transaction during a Financial year. If the proposed transaction will be executed over more than one Financial year, provide estimated break-up Financial year-wise.	Total Value - Rs. 10,00,00,000/- (Rupees Ten Crores Only) exclusive of GST. Financial Year 2026-27 - Rs. 10,00,00,000/- (Rupees Ten Crores Only)
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed transaction ensures timely and reliable procurement of pipes from a related party with established supply capabilities, thereby supporting uninterrupted operations and the fulfilment of customer commitments without arrangement of any LC facility at the end of the Company.
7.	Details of the promoter(s)/ director(s)/key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	
	a. Name of the Director/KMP	• Mr. Surinder Paul Kanwar, Chairman and Managing Director of the Company is also the Chairman and Managing Director of Board of Bharat Gears Limited. • Mr. N.V. Srinivasan, Non-Executive Independent Director of the Company is also a Non-Executive Independent Director of Bharat Gears Limited. • Mr. Naresh Kumar Verma, Non-Executive Director of the Company is Corporate Business Head of Bharat Gears Limited.
	b. Shareholding of the Director/KMP, whether direct or indirect, in the Related Party	Mr. Surinder Paul Kanwar: Direct - 37.00% Indirect - 18.32% Mr. Naresh Kumar Verma: Direct - 0.08% Indirect - 0%
8.	A copy of the valuation or other external party report, if any, shall be placed before the	Not Applicable

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	Audit Committee	
9.	Other information relevant for decision making	All relevant information forms a part of this disclosure setting out requisite facts.
PART B - ADDITIONAL INFORMATION FOR SPECIFIC TYPE OF RELATED PARTY TRANSACTION		
B1. Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances		
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	The party for sale and the procurement price has been fixed after taking into consideration comparable quotations/pricing and commercial information obtained from unrelated third-party suppliers for entering into transaction at an arm's length price.
2.	Basis of determination of price	The price has been fixed on the basis of Arm's Length Pricing.
3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the Related Party in relation to the transaction, specify the following: a. Amount of trade advance b. Tenure c. Whether same is self-liquidating?	Not Applicable

Accordingly, the Board recommends the resolution as set out at Item No. 04 of the Notice in relation to the approval of Material Related Party Transaction with Bharat Gears Limited (BGL), Company within the Group, by way of an Ordinary resolution.

Except Mr. Surinder Paul Kanwar, Chairman and Managing Director, and Mr. N.V. Srinivasan, Non-Executive Independent Director of the Company, none of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 04 of the Notice.

INSPECTION OF DOCUMENTS

All resolutions passed in this regard are available for electronic inspection without fees by the members from the date of circulation of this Notice up to the date of AGM i.e. 31 July, 2026 and shall also be available at the meeting

E-Voting at the AGM

Ms. Neha Patwal, Company Secretary and CFO of the Company advised the members to cast their votes by electronic means. Ms. Ankita

Surinder Paul Kanwar Digitally signed by Surinder Paul Kanwar Date: 2026.08.25 16:03:05 +05'30'

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Jain, Proprietor, M/s Ankita S. Jain & Co., Company Secretaries, Jhansi, Scrutinizer appointed for the purpose assisted the members for casting their votes electronically at the meeting. The Chairman stated that the results of the resolutions passed at the Annual General Meeting shall be declared within prescribed time limits upon conclusion of the meeting and receiving of the consolidated report of Remote e-voting and voting through electronic means by the Scrutinizer and authorized Ms. Neha Patwal, Company Secretary and CFO of the Company to announce the results.

After the time fixed for closing of e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by the Registrar and Transfer Agent, MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) under the instructions of the Scrutinizer. The electronic votes casted were unblocked by the Scrutinizer after the conclusion of the meeting.

Results of the Remote Electronic Voting and Voting through Electronic means on the Ordinary and Special Business(es) at the Annual General Meeting of the Company held on Friday, 31st July, 2026

The Consolidated report on remote e-voting along with the results of the electronic voting at the meeting received from the Scrutinizer:

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as amended]

To,

The Chairperson
Raunaq International Limited
[CIN: L51909HR1965PLC034315]
20 K.M. Mathura Road, P.O. Amar Nagar,
Faridabad (Haryana) - 121003

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting and voting at Annual General Meeting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, for the 61st Annual General Meeting of Raunaq International Limited ("the Company")

1. I, Ankita Sanket Jain (Practicing Company Secretary, C.P. No. 28687), Proprietor of M/s Ankita S. Jain & Co., Company Secretaries was appointed as the Scrutinizer by the Board of Directors of the Company vide resolution dated May 27, 2026, for the purpose of scrutinizing the process of voting through electronic means **("e-voting")** on the resolution(s) contained in the notice dated May 27, 2026, calling the 61st Annual General Meeting **("AGM Notice")** of its Equity Shareholders **("the Meeting/AGM")** through Video Conference **("VC")/Other Audio Visual Means ("OAVM")**, convened on Friday, July 31, 2026 at 04:00 P.M. IST through VC/OAVM in accordance with Circular No. 03/2025 dated September 22, 2025 read with Circular No. 20/2020 dated May 05, 2020 **("MCA Circular")** issued by the Securities and Exchange Board of India **("SEBI Circular")** and in compliance with the provisions of

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the Companies Act, 2013 **('the Act')** and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **('SEBI Listing Regulations')**.

2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 **("the Act")** read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended **("the Rules")**. As the Scrutinizer, I have to scrutinize:

   (i) Process of e-voting remotely, before the AGM, using an electronic e-voting system on the dates referred to in the AGM Notice **("remote e-voting")**; and

   (ii) Process of e-voting at the AGM through electronic voting system.

3. **Management's Responsibility**

   The Management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars and SEBI Circulars; and (iii) the SEBI Listing Regulations relating to remote e-voting and e-voting at AGM on the resolutions contained in the AGM Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

4. **Scrutinizer's Responsibility**

   My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting at AGM) is restricted to making a Consolidated Scrutinizer's Report of the votes cast on the resolutions contained in the AGM Notice, based on the reports generated from the e-voting system provided by MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) **("MIIPL")**, the Registrar and Share Transfer Agent (RTA) of the Company being the Agency to provide e-voting facility and documents furnished to me electronically by the Company and/or MIIPL for verification and issuance of this report.

5. **Cut-off date**

   The Equity Shareholders of the Company as on the "cut-off" date, as set out in the AGM Notice, i.e., Friday, July, 24, 2026 were entitled to vote on the resolutions (Item No. 1 to 4 as set out in the AGM Notice) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date. As on cut-off date, there were 2480 shareholders of the Company and the total paid-up share capital of the Company was Rs. 3,34,32,430/- (Rupees Three Crores Thirty Four Lakhs Thirty Two Thousand Four Hundred Thirty Only) divided into 33,43,243 (Thirty Three Lakhs Forty Three Thousand Two Hundred Forty Three) equity shares of Rs.10/- (Rupees Ten only) each.

   The Company completed dispatch of the Notice along with the Annual Report for the Financial Year 2025-26 through its Registrar and Transfer Agent, MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) (MIIPL) to 1787 Equity Shareholders of the Company through e-mail in compliance of the aforesaid MCA Circular and SEBI Listing Regulations whose e-mail id was available with the Company/Depositories and a letter providing the web-link, including the exact path, where complete details of the Annual Report are available

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was sent through courier to 716 shareholders whose e-mail addresses were not registered either with the Company/Depositories or RTA of the Company. The Notice of the Meeting was also made available on the website of the Company viz. www.raunaqinternational.com and website of the BSE Limited; i.e. www.bseindia.com.

The Company had published on July 08, 2026 an advertisement about the sending of AGM Notice along with Annual Report for the Financial Year 2025-26 to those Members whose e-mail addresses was not registered with the Company/Depositories and a letter providing the web-link, including the exact path, where complete details of the Annual Report to all those shareholders who have not registered their e-mail addresses in the Financial Express (English Newspaper-Delhi Edition) and Jansatta (Hindi Newspaper- Delhi Edition).

6. **E-voting process at the AGM**
   i. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by MIIIPL under my instructions.
   ii. The e-votes were reconciled with the records maintained by the Company/MIIPL and the authorizations lodged with the Company/MIIPL on test check basis.
   iii. The e-votes cast were unblocked on Friday, July, 31, 2026, after the conclusion of the AGM.

7. **Remote e-voting process**
   i. The remote e-voting period commenced from Tuesday, July 28, 2026 at 9:00 A.M. and ends on Thursday, July 30, 2026 at 5:00 P.M. on the designated website: https://instavote.linkintime.co.in through e-voting facility of MIIPL.
   ii. The Members whose names appear in the Register of Members/list of Beneficial Owners as on Friday, July 24, 2026 only, were entitled to vote on proposed resolutions (Item No. 1 to 4 as set out in the AGM Notice of the Company) by remote e-voting.
   iii. The e-votes cast were unblocked on Friday, July 31, 2026 after the conclusion of the AGM in the presence of two witnesses, who are not in the employment of the Company, viz., Mrs. Archana Jain and Mr. Krishnakant Verma, before they were counted.

   Sd/-
   Mrs. Archana Jain

   Sd/-
   Mr. Krishnakant Verma

   iv. Thereafter, the details containing, *interalia*, the list of Equity Shareholders who voted in "favour" or "against" or "invalid/abstain" on each of the resolutions that was put to vote, were generated from the e-voting website of MIIPL, i.e., https://instavote.linkintime.co.in

8. All the resolutions were passed with requisite majority. I hereby submit the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting at AGM on all the resolutions as set out in the AGM Notice, based on the reports generated by MIIPL, scrutinized on test-check basis and relied upon by me as under:

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ORDINARY BUSINESS

RESOLUTION NO. 1 – ORDINARY RESOLUTION

To receive, consider and adopt the Financial Statements of the Company for the year ended 31 March, 2026 together with Reports of the Directors and Auditors thereon

I. Voted in favour of the resolution (out of valid votes cast):

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(A) Remote e-voting	382	1585478	100.00
(B) E-voting at AGM	10	45	0.00
Total (A+B)	392	1585523	**100.00**

II. Voted against the resolution (out of valid votes cast):

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(A) Remote e-voting	0	0	0.00
(B) E-voting at AGM	0	0	0.00
Total (A+B)	**0**	**0**	**0.00**

III. Abstained/Invalid Votes

Mode of Voting	Number of members whose votes were invalid	Number of votes cast by them
(A) Remote e-voting	0	0
(B) E-voting at AGM	0	0
Total (A+B)	**0**	**0**

Therefore, the Resolution in Item No.1 has been approved with requisite majority.

RESOLUTION NO. 2 - ORDINARY RESOLUTION

To consider the re-appointment of Mr. Naresh Kumar Verma, who retires by rotation and is eligible for re-appointment

I. Voted in favour of the resolution (out of valid votes cast):

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(A) Remote e-voting	382	1585478	100.00
(B) E-voting at AGM	10	45	0.00
Total (A+B)	392	1585523	**100.00**

II. Voted against the resolution (out of valid votes cast):

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(A) Remote e-voting	0	0	0
(B) E-voting at AGM	0	0	0
Total (A+B)	**0**	**0**	**0**

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III. **Abstained/Invalid Votes**

Mode of Voting	Number of members whose votes were invalid	Number of votes cast by them
(A) Remote e-voting	0	0
(B) E-voting at AGM	0	0
Total (A+B)	**0**	**0**

Therefore, the Resolution in Item No. 2 has been approved with requisite majority.

SPECIAL BUSINESS

RESOLUTION NO. 3 - ORDINARY RESOLUTION

To consider the appointment of M/s Ankita S. Jain & Co., Company Secretaries, Jhansi (Firm Registration No. S2026UP1067300) as the Secretarial Auditors of the Company

I. **Voted in favour of the resolution (out of valid votes cast):**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(A) Remote e-voting	382	1585478	100.00
(B) E-voting at AGM	10	45	0.00
Total (A+B)	392	1585523	**100.00**

II. **Voted against the resolution (out of valid votes cast):**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(A) Remote e-voting	0	0	0
(B) E-voting at AGM	0	0	0
Total (A+B)	**0**	**0**	**0**

III. **Abstained/Invalid Votes**

Mode of Voting	Number of members whose votes were invalid	Number of votes cast by them
(A) Remote e-voting	0	0
(B) E-voting at AGM	0	0
Total (A+B)	**0**	**0**

Therefore, the Resolution in Item No. 3 has been approved with requisite majority.

RESOLUTION NO. 4 - ORDINARY RESOLUTION

To consider the Material Related Party Transaction of the Company with Bharat Gears Limited, Company within the Group

I. **Voted in favour of the resolution (out of valid votes cast):**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(A) Remote e-voting	380	2283	98.07
(B) E-voting at AGM	10	45	1.93
Total (A+B)	390	2328	**100.00**

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II. **Voted against the resolution (out of valid votes cast):**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(A) Remote e-voting	0	0	0
(B) E-voting at AGM	0	0	0
Total (A+B)	0	0	0

III. **Abstained/Invalid Votes**

Mode of Voting	Number of members whose votes were invalid	Number of votes cast by them
(A) Remote e-voting	0	0
(B) E-voting at AGM	0	0
Total (A+B)	0	0

Note: The votes of Promoter and Promoter Group are not being considered for this resolution.

Therefore, the Resolution in Item No. 4 has been approved with requisite majority.

9. The electronic data and all other relevant records relating to e-voting shall remain in the safe custody of the Scrutinizer until the Chairman considers, approves and signs the Minutes and thereafter, the Scrutinizer shall hand over the register and other related papers to the Company.
10. This report is issued in accordance with the terms of the Engagement Letter.

Thanking You
Yours faithfully,

For M/s Ankita S. Jain & Co.
Company Secretaries
Firm Registration No. S2026UP1067300
Peer Review No. 7997/2026

Sd/-
Ankita Sanket Jain
(Proprietor)
ACS: 32982, C.P. No.: 28687
UDIN: A032982H001001785

Date: 03.08.2026
Place: Jhansi

Countersigned by
For Raunaq International Limited

Sd/-
Surinder Paul Kanwar
(Chairman and Managing Director)
DIN: 00033524

Date: 03.08.2026
Place: Faridabad

Surinder Paul Kanwar Digitally signed by Surinder Paul Kanwar Date: 2026.08.25 16:06:10 +05'30'

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Results of Remote E-voting/E-Voting at the AGM

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Financial Statements of the Company for the year ended 31 March, 2026 together with Reports of the Directors and Auditors thereon				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1747908	1583195	90.5766	1583195	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1747908	1583195	90.5766	1583195	0	100	0
Public-Institutions	E-Voting	2227	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2227	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1593108	2283	0.1433	2283	0	100	0
	Poll		45	0.0028	45	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1593108	2328	0.1461	2328	0	100	0
	Total	3343243	1585523	47.4247	1585523	0	100	0
						Whether resolution is Pass or Not.	Yes	
						Disclosure of notes on resolution	Textual Information(1)	

Text Block	
Textual Information(1)	Resolution passed with requisite majority.

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Faridabad

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Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider the re-appointment of Mr. Naresh Kumar Verma, who retires by rotation and is eligible for re-appointment				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1747908	1583195	90.5766	1583195	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1747908	1583195	90.5766	1583195	0	100	0
Public-Institutions	E-Voting	2227	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2227	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1593108	2283	0.1433	2283	0	100	0
	Poll		45	0.0028	45	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1593108	2328	0.1461	2328	0	100	0
	Total	3343243	1585523	47.4247	1585523	0	100	0
						Whether resolution is Pass or Not.	Yes	
						Disclosure of notes on resolution	Textual Information(1)	

Text Block	
Textual Information(1)	Resolution passed with requisite majority.

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CHAIRMAN'S INITIALS

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider the appointment of M/s Ankita S. Jain & Co., Company Secretaries, Jhansi (Firm Registration No. S2026UP1067300) as the Secretarial Auditors of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1747908	1583195	90.5766	1583195	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1747908	1583195	90.5766	1583195	0	100	0
Public-Institutions	E-Voting	2227	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2227	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1593108	2283	0.1433	2283	0	100	0
	Poll		45	0.0028	45	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1593108	2328	0.1461	2328	0	100	0
	Total	3343243	1585523	47.4247	1585523	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	Resolution passed with requisite majority.

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Saraswati REGD.

Resolution(4)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			To consider the Material Related Party Transaction of the Company with Bharat Gears Limited, Company within the Group					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1747908	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1747908	0	0	0	0	0	0
Public-Institutions	E-Voting	2227	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2227	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1593108	2283	0.1433	2283	0	100	0
	Poll		45	0.0028	45	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1593108	2328	0.1461	2328	0	100	0
	Total	3343243	2328	0.0696	2328	0	100	0
						Whether resolution is Pass or Not.	Yes	
						Disclosure of notes on resolution	Textual Information(1)	

Text Block	
Textual Information(1)	Resolution passed with requisite majority.

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CHAIRMAN

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