A Unit of Kothari Group
Imagine Inspire Deliver

Albert David® Limited

Regd. Office : Block-D, 3rd Floor, Gillander House,
8, Netaji Subhas Road, Kolkata - 700 001, India
Phone : +91-33-2262-8456 / 8492, E-mail : albertdavid@adlindia.in,
Website : www.albertdavidindia.com, CIN : L51109WB1938PLC009490

Ref: LODR/Minutes of 87th AGM **29th August , 2026**

The General Manager
Department of Corporate Services
BSE Limited
P. J. Towers,
Dalal Street,
Mumbai – 400001.
Scrip Code: 524075

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C-1, G Block,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400051.
Symbol: ALBERTDAVD

Dear Sir,

Sub: Submission of Minutes of 87th Annual General Meeting

We enclose copy of the minutes of the 87th Annual General Meeting of the Company held on Thursday, 6th August 2026 at 09:30 a.m. (IST) through Video Conferencing / Other Audio Visual Means ("VC/OAVM") in accordance with the circular(s) issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Please take the above information on record.

Thanking you,
Yours faithfully,
For **Albert David Limited**

Lalit Lohia
Digitally signed by Lalit Lohia
Date: 2026.08.29 15:23:58 +05'30'

(Lalit Lohia)
Company Secretary & Compliance officer

MINUTES OF THE PROCEEDINGS OF THE EIGHTY SEVENTH ANNUAL GENERAL MEETING OF THE MEMBERS OF ALBERT DAVID LIMITED HELD ON THURSDAY, THE 6TH AUGUST, 2026 THROUGH VIDEO CONFERENCING/OTHER AUDIO VISUAL MEANS ("VC/OAVM") FACILITY COMMENCED AT 09:30 A.M. AND CONCLUDED AT 10:43 A.M.

PRESENT	
Mr. Arun Kumar Kothari	Executive Chairman and Chairman of CSR Committee (Joined through VC from Kolkata)
Mrs. Prabhawati Devi Kothari	Non-Executive Director (Joined through VC from Kolkata)
Mr. Anand Vardhan Kothari	Non-Executive Director (Joined through VC from Kolkata)
Mr. Amit Mahla	Additional Director & CEO (Designated as Whole-Time Director, Joined through VC from Kolkata)
Mr. Anurag Singhi	Independent Director and Chairperson of Audit Committee and Nomination and Remuneration Committee (Joined through VC from Kolkata)
Dr. Monjori Mitra	Independent Director and Chairman of Stakeholders' Relationship/ Grievance Committee (Joined through VC from Kolkata)
Mr. Shourya Sengupta	Independent Director (Joined through VC from Kolkata)
Mr. Naresh Pachisia	Independent Director (Joined through VC from Kolkata)
Dr. Rajiv Anant Desai	Independent Director (Joined through VC from Kolkata)
IN ATTENDANCE	
Mr. Ranadeep Bhattacharya	Chief Financial Officer (Joined through VC from Kolkata)
Mr. Lalit Lohia	Company Secretary & Compliance Officer (Joined through VC from Kolkata)
INVITEE	
Mr. Ranjan Jha	Partner of M/s. L. B. Jha & Co., Statutory Auditors (Joined through VC from Kolkata)
Mr. Raj Kumar Banthia	Partner of M/s. MKB & Associates, Secretarial Auditors (Joined through VC from Kolkata)
Mr. Ashok Kumar Daga	Scrutinizer, Practising Company Secretary, (Joined through VC from Kolkata)

MEMBERS PRESENT THROUGH VC/OAVM :

71 Shareholders holding in aggregate 35,54,595 equity shares of the Company were present through VC.

1. CHAIRMAN:

In terms of Article 74 of the Articles of Association of the Company, Mr. Arun Kumar Kothari, Executive Chairman of the Company took the Chair and welcomed all those present at the 87th Annual General Meeting (AGM) of the Company held through VC/OAVM.

The Chairman then apprised the members that in compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), MCA Circulars and SEBI Circular, the 87th Annual General Meeting of the Company had been held through Video Conferencing/Other Audio Visual Means ("VC/OAVM") Facility. Since, this

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meeting had been held through VC/OAVM, the Registered Office had been presumed as deemed venue of the meeting.

2. INTRODUCTION OF DIRECTORS, KMPs & OTHERS:

The Chairman introduced all the panelists of the meeting one by one.

3. QUORUM:

The Chairman declared that the meeting was duly constituted as the requisite quorum was present.

4. DOCUMENTS PLACED AT THE MEETING:

With the permission of the Chairman, Mr. Amit Mahla, Additional Director & CEO of the Company, informed the meeting that the electronic copies of all the documents referred in the Notice convening the 87th Annual General Meeting and scanned copies of the Register of Directors and Key Managerial Personnel and their shareholdings and the Register of Contracts or Arrangements in which Directors are interested, were made available for online inspection, during the said meeting.

5. NOTICE:

With the permission of the Chairman, Mr. Amit Mahla, Additional Director & CEO, of the Company, informed the meeting that the Notice dated 19th June, 2026 convening the 87th Annual General Meeting and Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and the Reports and Accounts for the financial year ended 31st March, 2026, were circulated to the Members, electronically, on 13th July, 2026, were taken as read with the consent of the Members present in the meeting.

He further informed the members that there was no qualification, observation or comment or any adverse remark in the Statutory Auditors' Report of the Company for the financial year ended on 31st March, 2026.

He further informed that the facility for appointment of proxy to attend and cast vote for the Members is not available for this AGM.

Thereafter, the Chairman moved the items of business before the AGM and invited the Members who had registered themselves as speakers to raise questions and seek clarifications on the Reports and Accounts of the Company and the other items on the agenda of the meeting. The Executive Chairman, Additional Director & CEO and CFO of the Company, responded to the queries raised by the Speakers.

The Chairman moved all the resolutions of the Notice of 87th AGM dated 19th June, 2026.

6. VOTING:

With the permission of the Chairman, Mr. Lalit Lohia, Company Secretary & Compliance Officer informed the Members present, that the Company, in accordance with the Companies Act, 2013 & SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, had provided facility to all the Members whose names appeared in the records of the Company as on Thursday, 30th July, 2026 ("the Cut-off Date") to exercise their votes on the items of businesses given in the Notice through remote electronic voting system (remote e-voting) provided by National Securities Depository Ltd. (NSDL). The Company had engaged the services of NSDL for providing remote e-voting and e-voting facilities. The remote e-voting period commenced on Monday, 3rd August, 2026 at 9:00 a.m. and concluded on Wednesday, 5th August, 2026 at 5.00 p.m.

The Company Secretary & Compliance Officer further informed that the Company had

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appointed Mr. Ashok Kumar Daga, (FCS : 2699, CP : 2948), Practicing Company Secretary, as Scrutinizer for ensuring that voting was carried out in fair and transparent manner and would submit the Scrutinizer's Report within the allowable time from the conclusion of Annual General Meeting. The results of the voting along with the Scrutinizer report would be placed on the website of the Company and Stock Exchanges.

Then the Company Secretary & Compliance Officer informed that those who have not cast their votes by remote e-voting may avail the facility of e-voting at the Annual General Meeting held through VC/OAVM Facilities. The voting module was extended for another 15 minutes to enable the members to cast their votes.

The Chairman thanked all Directors, Statutory Auditors, Secretarial Auditors, Scrutinizer, Members and employees who had joined the meeting. He stated that the meeting would stand concluded at the end of 15 minutes.

The Company Secretary & Compliance Officer then proposed formal vote of thanks to the Chairman.

The meeting was concluded at 10:43 a.m.

7. DETAILS OF VOTING THROUGH REMOTE E-VOTING AND E-VOTING:

The Scrutinizer's Report dated 7th August, 2026, inter alia, containing the results of the remote e-voting and e-voting during the AGM was presented by Company Secretary & Compliance Officer, who was duly authorized by the Chairman, according to which all the resolutions set in the Notice dated 19th June, 2026 were approved by requisite majority. The results of voting were declared on 7th August, 2026 by Company Secretary & Compliance Officer and posted on the website of the Company, NSDL and were also sent to the Stock Exchanges immediately after the declaration of the results. The results were also posted on the Notice Board of the Company at the Registered Office of the Company.

The results of the voting on the resolutions set out in the Notice of 87th AGM dated 19th June, 2026, are :-

8. (a) <u>ORDINARY BUSINESS</u> :

<u>Item No. 1 of the Notice - Ordinary Resolution</u>:- <u>To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2026 and the Reports of the Board of Directors and the Auditors thereon</u>

"**RESOLVED THAT** the Audited Financial Statements of the Company comprising the Balance Sheet as of March 31, 2026, Statement of Profit & Loss, Statement of Changes in Equity, Notes on Accounts and Cash Flow Statement for the financial year ended March 31, 2026, along with the Directors' Report and Auditors Report thereon, as placed before the meeting, be and is hereby approved and taken on record."

Voting Results:

Category	Mode of Voting	No.of shares held (1)	No.of votes polled (2)	% of votes polled on outstanding shares	No.of votes in favour (4)	No. of vo	% of votes in favour on votes polled (6)=[(4)/(2)]*	% of votes against on votes polled (7)=[(5)/(2)] *100
Promoter & Promoter	E-voting	3551958	3551958	100.00	3551958	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00

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Group	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	3551958	3551958	100.00	3551958	0	100.00	0.00
Public-Institutional holders	E-voting	122917	110817	90.16	110817	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	122917	110817	90.16	110817	0	100.00	0.00
Public-Non Institution holders	E-voting	2032287	24864	1.22	24855	9	99.96	0.04
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	2032287	24864	1.22	24855	9	99.96	0.04
Total		**5707162**	**3687639**	**64.61%**	**3687630**	9	**100.00**	**0.00**

Item No. 2 of the Notice - Ordinary Resolution:- To declare dividend of Rs. 5.00/- per Equity Share of Rs. 10/- each of the Company for the Financial Year ended 31st March, 2026

"**RESOLVED THAT** Dividend on 57,07,162 Equity Shares of Rs.10/- each @ 50% per share i.e. Rs. 5.00/- per share out of the accumulated reserves of the Company for the financial year ended 31st March, 2026, absorbing Rs. 285.36 Lacs, be and is hereby declared for the year ended 31st March, 2026 and that the same be paid to the shareholders whose names appear as beneficial owners with depositories or in the Register of Members as on Friday, 30th July, 2026."

Voting Results :

Category	Mode of Voting	No.of shares held (1)	No.of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/	No.of votes in favour (4)	No.of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*	% of votes against on votes polled (7)=[(
Promoter & Promoter Group	E-voting	3551958	3551958	100.00	3551958	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	3551958	3551958	100.00	3551958	0	100.00	0.00
Public-Institutional holders	E-voting	122917	110817	90.16	110817	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	122917	110817	90.16	110817	0	100.00	0.00
Public-Non Instit	E-voting	2032287	24864	1.22	24860	4	99.98	0.02
	Poll		0	0.00	0	0	0.00	0.00

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holders	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	2032287	24864	1.22	24860	4	99.98	0.02
Total		**5707162**	**3687639**	**64.61**	**3687635**	**4**	**100.00**	**0.00**

<u>Item No. 3 of the Notice - Ordinary Resolution</u>:- <u>To Appoint a Director in place of Mrs. Prabhawati Devi Kothari (DIN 00051860), who retires by rotation and being eligible, and offers herself for re-appointment</u>

"**RESOLVED THAT** Mrs. Prabhawati Devi Kothari (DIN: 00051860), who retires by rotation at 87th Annual General Meeting in accordance with Article 98 and 99 of the Articles of Association of the Company and being eligible offer herself for re-appointment, be and he is hereby re-appointed as a Director of the Company."

Voting Results :

Category	Mode of Voting	No.of shares held (1)	No.of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes in favour (4)	No.of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*	% of votes against on votes polled (7)=[(5)
Promoter & Promoter Group	E-voting	3551958	3437431	96.78	3437431	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	3551958	3437431	96.78	3437431	0	100.00	0.00
Public-Institutional holders	E-voting	122917	110817	90.16	110817	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	122917	110817	90.16	110817	0	100.00	0.00
Public-Non Institution holders	E-voting	2032287	24864	1.22	24363	501	97.98	2.02
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	2032287	24864	1.22	24363	501	97.98	2.02
Total		**5707162**	**3573112**	**62.61**	**3572611**	501	**99.99**	**0.01**

<u>(b) SPECIAL BUSINESS :</u>

<u>Item No. 4 of the Notice - Ordinary Resolution</u> :- <u>To Ratify the remuneration of the Cost Auditors for the financial year 2026-2027</u>

"**RESOLVED THAT** pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 & 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 payable to M/s. S. Gupta & Co., Cost & Management Accountants, Kolkata (bearing Firm Registration No.: 000020), appointed by Board of Directors of the Company

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as Cost Auditors to conduct the audit of the cost records of the Company for the FY 2026-27 amounting to Rs. 70,000/- (Rupees Seventy Thousand only) plus applicable taxes and out-of-pocket expenses incurred by them in connection with the aforesaid audit as recommended by the Audit Committee and approved by the Board of Directors of the Company, be and is hereby ratified, confirmed and approved;

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to do all such acts, deeds, matters and things and take all such steps as may be deemed necessary, proper or expedient to give effect to the above resolution."

Voting Results :

Category	Mode of Voting	No.of shares held (1)	No.of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes in favour (4)	No.of votes against (5)	% of votes in favour on votes polled (6)=[(4)	% of votes against on votes polled (7)=[(5)/
Promoter & Promoter Group	E-voting	3551958	3551958	100.00	3551958	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	3551958	3551958	100.00	3551958	0	100.00	0.00
Public-Institutional holders	E-voting	122917	110817	90.16	110817	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	122917	110817	90.16	110817	0	100.00	0.00
Public-Non Institution holders	E-voting	2032287	24664	1.21	24632	32	99.87	0.13
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	2032287	24664	1.21	24632	32	99.87	0.13
	Total	**5707162**	**3687439**	**64.61**	**3687407**	32	**100.00**	**0.00**

Item No. 5 of the Notice – Special Resolution:- **To approve the revision in remuneration payable to Mr. Arun Kumar Kothari (DIN: 00051900), Whole-time Director designated as Executive Chairman of the Company for the period from 1st April, 2026 to 31st March, 2027**

"**RESOLVED THAT** pursuant to the recommendation of the Nomination and Remuneration Committee, Audit Committee and approval of the Board of Directors of the Company and in accordance with the provisions of section 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 ("the Rules") (including any statutory modification(s) or reenactment(s) thereof for the time being in force) read with Schedule V to the Act, applicable clauses of Memorandum and Articles of Association of the Company and relevant provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time and other applicable laws, regulations, guidelines, if any and subject to any other

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approvals, if applicable, the consent of members of the Company be and is hereby accorded for revision in remuneration payable to Mr. Arun Kumar Kothari (DIN: 00051900), Wholetime Director designated as Executive Chairman of the Company for the period from 1st April, 2026 to 31st March, 2027 in the manner and to the extent set out in the supplementary agreement dated 12th May, 2026 and Explanatory Statement annexed to the Notice convening this AGM;

RESOLVED FURTHER THAT the remuneration (as set out in the Explanatory Statement) shall be subject to Section 197 and other relevant Sections and Rules under the Companies Act, 2013 and shall be paid to Mr. Arun Kumar Kothari, Whole Time Director designated as Executive Chairman as minimum remuneration irrespective of amount of profits of the Company computed under Section 198 of the Companies Act, 2013 for such financial year;

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in such financial year, Mr. Arun Kumar Kothari (DIN: 00051900) will be paid the Remuneration as specified in the Explanatory Statement, subject to the provisions of Schedule V of the Companies Act, 2013;

RESOLVED FURTHER THAT with the payment of Remuneration to Mr. Arun Kumar Kothari (DIN: 00051900), the remuneration of other Whole Time Directors and Executive Directors of the Company shall remain unaffected inspite of the fact that the remuneration payable to them may exceed the limits prescribed in Section 197 of the Companies Act, 2013 in such Financial Year;

RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorized to do all such acts, deeds and things as it may in its absolute discretion consider proper, necessary or desirable including obtaining any approvals – statutory, contractual or otherwise, in relation to the above and execute all such agreements, documents, instruments and writings as may be required in order to give effect to the foregoing resolution and to settle any question, difficulty or doubt that may arise in the said regard."

Category	Mode of Voting	No.of shares held (1)	No.of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes in favour (4)	No.of votes against (5)	% of votes in favour on votes polled (6)=[(4)	% of votes against on votes polled (7)=[(5)/
Promoter & Promoter Group	E-voting	3551958	2770231	77.99	2770231	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	3551958	2770231	77.99	2770231	0	100.00	0.00
Public-Institutional holders	E-voting	122917	110817	90.16	92157	18660	83.16	16.84
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	122917	110817	90.16	92157	18660	83.16	16.84
Public-Non Institution holders	E-voting	2032287	24664	1.21	24630	34	99.86	0.14
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	2032287	24664	1.21	24630	34	99.86	0.14
Total		**5707162**	**2905712**	**50.91**	**2887018**	18694	**99.36**	**0.64**

Item No. 6 of the Notice - Ordinary Resolution :- Regularisation of Mr. Amit Mahla, Additional Director by appointing him as Director of the Company

"**RESOLVED THAT** pursuant to the provisions of Section 152 and 161 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company and on the recommendation of the Nomination and Remuneration Committee, Mr. Amit Mahla (DIN: 11767012), who was appointed as an Additional Director of the Company with effect from 19th June, 2026 and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 (1) of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation, with effect from the date of this Meeting."

RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorized to do all such acts, deeds and things as it may in its absolute discretion consider proper, necessary or desirable including obtaining any approvals – statutory, contractual or otherwise, in relation to the above and execute all such agreements, documents, instruments and writings as may be required in order to give effect to the foregoing resolution and to settle any question, difficulty or doubt that may arise in the said regard."

Category	Mode of Voting	No.of shares held (1)	No.of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/	No.of votes in favour (4)	No.of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*	% of votes against on votes polled
Promoter & Promoter Group	E-voting	3551958	3551958	100.00	3551958	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	3551958	3551958	100.00	3551958	0	100.00	0.00
Public-Institutional holders	E-voting	122917	110817	90.16	110817	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	122917	110817	90.16	110817	0	100.00	0.00
Public-Non Institution holders	E-voting	2032287	24664	1.21	24513	151	99.39	0.61
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	2032287	24664	1.21	24513	151	99.39	0.61
Total		**5707162**	**3687439**	**64.61**	**3687288**	151	100.00	**0.00**

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Item No. 7 of the Notice - Special Resolution:- To appoint Mr. Amit Mahla (DIN 11767012) as a Whole time Director and CEO of the Company for a period of 5 years w.e.f. 19th June, 2026 to 18th June 2031 and fix his remuneration for the period from 19th June, 2026 to 31st March, 2027

"**RESOLVED THAT** pursuant to provisions of Section 196, 197, 198 and 203 read with Schedule-V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and subject to such other sanction and approvals as may be necessary and pursuant to the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and recommendation of the Nomination and Remuneration Committee, Audit Committee and the Board and subject to the limits of remuneration provided in Part II Section II of Schedule V of the Companies Act, 2013, consent of the Members of the Company be and is hereby accorded for the appointment of Mr. Amit Mahla (DIN: 11767012) as Whole-time Director & CEO of the Company, for a period of 5 years from 19th June, 2026 to 18th June, 2031, liable to retire by rotation on the terms and conditions and payment of remuneration, perquisites and benefits for the period from 19th June, 2026 to 31st March, 2027 as set out in the Explanatory Statement attached to this Notice and contained in the Agreement dated 19th June, 2026 entered into by and between the Company and Mr. Amit Mahla be and is also hereby approved, with the power to the Board of Directors to fix remuneration for further periods on the recommendation of the Nomination and Remuneration Committee and Audit Committee and subject to approval of Members of the Company;

RESOLVED FURTHER THAT Mr. Amit Mahla shall be subject to retirement by rotation during his tenure as Whole-time Director & CEO of the Company provided that if he vacates office by retirement by rotation under the provisions of the Companies Act 2013 at any Annual General Meeting and is re-appointed as a Director at the same meeting, he shall not, by reason only of such vacation, cease to be the Whole-time Director & CEO;

RESOLVED FURTHER THAT the remuneration (as set out in the Explanatory Statement) shall be subject to Section 197 and other relevant Sections and Rules under the Companies Act, 2013 and shall be paid to Mr. Amit Mahla, Whole-time Director & CEO as minimum remuneration irrespective of amount of profits of the Company computed under Section 198 of the Companies Act, 2013 for such financial year;

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in such financial year, Mr. Amit Mahla (DIN: 11767012) will be paid the Remuneration as specified in the Explanatory Statement, subject to the provisions of Schedule V of the Companies Act, 2013;

RESOLVED FURTHER THAT with the payment of Remuneration (as set out in the Explanatory Statement) to Mr. Amit Mahla (DIN: 11767012), the remuneration of other Whole Time Directors and Executive Directors of the Company shall remain unaffected inspite of the fact that the remuneration payable to them may exceed the limits prescribed in Section 197 of the Companies Act, 2013 in such Financial Year;

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall be deemed to include any committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) be and is hereby empowered to alter and vary the terms and conditions of appointment including increasing the remuneration of Mr. Amit Mahla as set out in the Explanatory Statement during the tenure, i.e. from 19th June, 2026 to 18th June, 2031.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolutions, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard."

CHAIRMAN'S INITIAL

Category	Mode of Voting	No.of shares held (1)	No.of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/	No.of votes in favour (4)	No.of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*	% of votes against on votes polled (7)=[(5)/
Promoter & Promoter Group	E-voting	3551958	3551958	100.00	3551958	0	100.00	0.00
	Poll		0	0.00	0	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	3551958	3551958	100.00	3551958	0	100.00	0.00
Public-Institutional holders	E-voting	122917	110817	90.16	110817	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	122917	110817	90.16	110817	0	100.00	0.00
Public-Non Institution holders	E-voting	2032287	24664	1.21	24513	151	99.39	0.61
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	2014351	24664	1.21	24513	151	99.39	0.61
	Total	**5707162**	**3687439**	**64.61**	**3687288**	151	100.00	**0.00**

The Scrutinizer Mr. Ashok Kumar Daga reported that Ordinary Resolutions as contained in Item Nos. 1 to 4 & 6 and Special Resolutions as contained in Item Nos. 5 & 7 of Notice of the 87th Annual General Meeting, which was held on 6th August, 2026 had been passed in the following manner:

Resolution No.	**Type of Resolution**	**Result**
1.	Ordinary	Passed with requisite majority
2.	Ordinary	Passed with requisite majority
3.	Ordinary	Passed with requisite majority
4.	Ordinary	Passed with requisite majority
5.	Special	Passed with requisite majority
6.	Ordinary	Passed with requisite majority
7.	Special	Passed with requisite majority

A K Kothari

CHAIRMAN 29-08-2026

CHAIRMAN'S INITIAL

Place: Kolkata
Minutes entered on 21-08-2026