



Date: 09th September ,2025

To, The General Manager Capital Market (Listing) National Stock Exchange of India Ltd. Exchange Plaza, BKC Bandra-Kurla Complex, Bandra (East), Mumbai-400 051 Symbol: RUBYMILLS	To, Dy. General Manager Marketing Operations (Listing) The BSE P. J. Towers, 25th Floor, Dalal Street, Fort, Mumbai-400 001 Code: 503169
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Dear Sir/Madam,

Sub: Proceedings of the 109th AGM of the Company held on Tuesday 09th September, 2025.

This is to inform you that the members of The Ruby Mills Limited (“The Company”) at the 109th Annual General Meeting (AGM) held on Tuesday 09th September 2025 at 5.00 PM transacted the business as stated in the AGM notice.

The Company provided remote e-voting facility at the AGM to its members in respect of the business to be transacted at AGM and e-voting facility at the meeting. With respect to 109th AGM, please find enclosed the Summary of proceedings of the AGM of the Company, as required under Regulation 30 read with Para A of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), attached and marked as **Annexure - 1**.

The AGM concluded at 5.36 PM (IST).

Kindly take the same on your records.

Thanking you,
Yours faithfully,

For THE RUBY MILLS LIMITED

Anuradha Tendulkar
Company Secretary and Compliance Officer

THE RUBY MILLS LIMITED

Registered Office Ruby House, J K Sawant Marg, Dadar West, Mumbai 400028, India | CIN L17120MH1917PLC000447
T (+91 22) 24387800 / 30997800 | E info@rubymills.com | W www.rubymills.com



ANNEXURE - 1

Gist of Proceedings of the 109th Annual General Meeting of The Ruby Mills Limited

1. Date, time and venue of the Meeting:

The 109th Annual General Meeting (AGM) of the Company was held on Tuesday 09th September, 2025 at 5.00 P.M. (I.S.T.) at The Ruby Mills Ltd. Ruby House, J. K. Sawant Marg Dadar West, Mumbai – 400028 India.

2. Proceedings in brief:

1. Ms. Anuradha Tendulkar, the Company Secretary and Compliance Officer of the Company welcomed all the members at the meeting and introduced all the Directors present at the meeting along with the Statutory Auditor, Secretarial Auditor and the Scrutinizer.
2. Shri Hiren M. Shah chaired the proceedings of the Meeting and welcomed all the Members.
3. The Chairman then confirmed that the requisite quorum is present and announced the formal commencement of the meeting.
4. Thereafter, the Company Secretary requested Shri Hiren M. Shah, Executive Chairman of the Company to address the shareholders. Chairman apprised all the Members on the corporate developments during the year and overall performance of the company.
5. With the consent of the shareholders present at the meeting, the Notice and explanatory Statement of the 109th AGM, Statutory Auditors Report and Secretarial Audit Report were taken as read.
6. The Company Secretary informed the members that M/s. MMJB & Associates, Practicing Company Secretary, was appointed as the scrutinizer for the purpose of scrutinizing the e-voting at the Meeting and remote e-voting process. Necessary instructions regarding e-voting were also given to the members in the notice of the AGM. The Company Secretary also informed that the statutory registers and the relevant documents referred to in the Notice were available for inspection for the members at the venue of the meeting.
7. The following items of business as set out in the Notice convening the 109th Annual General Meeting were recommended for members' consideration and approval.

Ordinary Business

A. **Ordinary Resolution:** To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2025, together with the Report of the Board of Directors and Auditors thereon.

B. **Ordinary Resolution:** To declare the final dividend on Equity shares for the Financial Year ended 31st March, 2025 of Rs. 1.75 per fully paid-up equity shares

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C. **Ordinary Resolution:** To appoint a director in place of Shri Hiren Manharlal Shah (DIN - 00071077) who retires by rotation and being eligible for re-appointment, offers himself for re-appointment.

Special Business

- A. **Ordinary Resolution:** Ratification of Cost Auditor Remuneration for the financial year 2024-25.
- B. **Ordinary Resolution:** Appointment of Secretarial Auditor.
- C. **Special Resolution:** Appointment of Shri. Rahul Gautam Divan (DIN: 00001178) as an Independent Director of the Company in terms of Section 149 of the Companies Act, 2013 for a second term of five consecutive years.

8. Members were also given the opportunity to ask questions and seek clarifications. The members raised queries, sought clarifications and gave their suggestions. The management provided necessary clarifications and addressed all the queries raised by the members.

3. Voting by members

The Company had provided remote e-voting facility to its members to cast votes electronically, for all the 6 items of business set out in the notice from Saturday 06th September ,2025 (9.00 A.M) to Monday, 08th September 2025 (5:00 PM).

Further, the facility for e-voting was made available to the members who were present at the Meeting and had not cast their votes by remote e-voting. Voting was conducted by e-voting on all the resolutions as set out in the AGM Notice. All the e-voting instructions were clearly stated in the AGM Notice.

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