



# COOL CAPS INDUSTRIES LIMITED

Regd. Office : 23, Sarat Bose Road, 1st Floor, Suite - 1C, Kolkata - 700 020, W.B., India  
Ph. : 033 4070 3238, E-mail : [accounts@coolcapsindustries.in](mailto:accounts@coolcapsindustries.in) / [cs@coolcapsindustries.in](mailto:cs@coolcapsindustries.in)  
CIN : L27101WB2015PLC208523

SYMBOL: COOLCAPS

ISIN: INE0HS001028

Dated: 04.02.2026

To,  
The Manager-Listing Department,  
The National Stock Exchange of India Limited,  
Exchange Plaza, NSE Building, Bandra Kurla Complex,  
Bandra East, Mumbai-400 051 (Maharashtra)

Sub.: Proceedings & Scrutinizer Report along with voting results of Extra Ordinary General Meeting ("EGM") of Cool Caps Industries Limited ("the Company") pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

We wish to inform you that the EGM of the Company was held on Wednesday, February 04, 2026 to transact the business mentioned in the Notice of EGM.

In this regard, please find enclosed herewith:

Summary of proceedings as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure - I**.

Scrutinizer Report along with voting results as **Annexure - II**.

This is for your information and record.

Thanking You,  
Yours Faithfully,  
For Cool Caps Industries Limited

Rajeev Goenka  
(Chairman and Managing Director)  
(DIN: 00181693)





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## Annexure - I

Summary of proceedings of the 02/2025-26 Extra Ordinary General Meeting of the Company held on Wednesday, February 04, 2026 at 11:00 A.M. at the registered office of the company situated at Annapurna Apartment, 23 Sarat Bose Road, Flat No. 1C, 1<sup>st</sup> Floor, Kolkata – 700020, WB, IN.

### Present:

| S. No | Name              | Designation                              |
|-------|-------------------|--|
| 1)    | Rajeev Goenka     | Chairman and Managing Director           |
| 2)    | Poonam Goenka     | Director                                 |
| 3)    | Unnat Goenka      | Director                                 |
| 4)    | Vanshay Goenka    | Director                                 |
| 5)    | Sanjay Kumar Vyas | Independent Director                     |
| 6)    | Mohit Dujari      | Independent Director                     |
| 7)    | Shivam Thakkar    | Chief Financial Officer                  |
| 8)    | Arijit Ghosh      | Company Secretary and Compliance Officer |

### In attendance:

| S. No | Name  | Designation                          |
|-------|---|--------------------------------------|
| 1)    | Kuldeep Bothra as Proprietor of K.Bothra & Associates.                    | Scrutinizer for the e-voting Process |
| 2)    | Chandra Sekhar Khaitan as Senior Consultant of M/s. V Singhi & Associates | Proposed Statutory Auditor           |



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A total of 32 members representing 7,71,28,750 equity shares attended the meeting.

Mr. Arijit Ghosh, Company Secretary and Compliance Officer welcomed all the shareholders to the EGM of the company. Mr. Arijit Ghosh then requested Mr. Rajeev Goenka to chair the meeting.

Mr. Rajeev Goenka introduced the Directors and other invitees present in the meeting to the shareholders of the company confirmed that the requisite quorum was present, called the meeting to order. Before proceeding with the businesses contained in the Notice of the EGM dated January 12, 2026 (EGM Notice), Mr. Rajeev Goenka greeted the Shareholders and addressed them.

The chairman informed that Notice of EGM was sent to shareholders on 12<sup>th</sup> Day of January, 2026 along with Corrigendum dated 27<sup>th</sup> January, 2026 and with the permission of the members present at the EGM, the notice of EGM was taken as read.

The Chairman further informed that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice of the said EGM. Members who were present at the EGM and had not cast their votes electronically were provided an opportunity to cast their votes through ballot paper.

The following items of business, as per the Notice of EGM dated 12<sup>th</sup> January, 2026, were tabled at the meeting:

| S.No.                     | Resolution Description  | Type of resolution |
|---------------------------|---|--------------------|
| <b>(Special Business)</b> |   |                    |
| 1)                        | Issuance of up to 20,24,370 Equity Shares on Preferential basis upon Conversion of outstanding Unsecured loan, to 'PROMOTER':.  | Special            |
| 2)                        | To appoint the Statutory Auditor of the Company to fill the Casual Vacancy caused by Resignation of the M/S. Keyur shah & Associates, Chartered Accountants to hold office till the Conclusion of the next Annual General Meeting (AGM):. | Ordinary           |

Then the chairman requested the members to ask questions/clarifications, if any and no questions was asked.

Chairman sincerely thank all the shareholders who have overwhelmingly participated in the remote e-voting process and voted in favor of the resolutions set out in the Notice of the EGM.

The Members were informed that a consolidated report on the total vote cast in favor and against the above mentioned resolutions would be submitted by the Scrutinizer to the Chairman within two working





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days of conclusion of the EGM and the same would be declared by the Company by hosting it on its website [www.coolcapsindustries.in](http://www.coolcapsindustries.in), and by notifying to the Stock Exchanges viz. National Stock Exchange of India Ltd, where the shares of the Company are listed.

The meeting concluded with a vote of thanks to all the Directors, KMPs and shareholders for attending the EGM of the Company and declared the meeting as concluded at 11:40 A.M.

This is for your information and record.

Thanking You,  
Yours Faithfully,  
For Cool Caps Industries Limited

Rajeev Goenka  
(Chairman and Managing Director)  
(DIN: 00181693)







K. BOTHRA & ASSOCIATES  
Company Secretaries

121 Netaji Subhash Road  
6th Floor Unit: 64  
Kolkata 700 001

### CONSOLIDATED SCRUTINIZERS'REPORT

(Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management & Administration) Rules 2014 as amended by the Companies (Management & Administration) Rules 2015.

To  
The Chairman  
Extra Ordinary General Meeting of Equity Shareholder of  
M/s Cool Caps Industries Limited  
Annapurna Apartment  
1<sup>st</sup> Floor Suite 1C  
23, Sarat Bose Road  
Kolkata 700020

Dear Sir,

I, CS Kuldeep Bothra, Proprietor of M/s. K. Bothra & Associates Company Secretaries, Kolkata has been appointed as the Scrutinizer by the Board of Directors of Cool Caps Industries Limited ("the company") at its meeting held on 10<sup>th</sup> Day of January, 2026 for the purpose of scrutinizing the process of voting i.e. remote e-voting and physical voting at the venue in fair and transparent manner for the business to be transacted at the Extra Ordinary General Meeting ("EGM") of the Company pursuant to Section 108 of the Act, read with Rules made thereunder and General Circular Nos 14/2020 dated April 08, 2020 17/2020 dated April 13, 2020 and 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs ("MCA") respectively, and applicable SEBI Circulars ("MCA & SEBI Circulars") and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws and regulations (including any statutory modifications or re-enactment thereof for the time being in force) in respect of the resolutions as mentioned in the Notice of EGM.

The management of the Company is responsible to ensure the compliance with the requirements of the Act, read with Rules made thereunder and the applicable SEBI Listing Regulations, 2015, relating to remote e-voting and physical voting at the EGM on the resolutions as contained in the aforesaid Notice. My responsibility as a Scrutinizer is to scrutinize and ensure that the voting done through remote e-voting and physical voting at the venue is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting system of Mufg Intime India Pvt Ltd formerly known as Link Intime (India) Private Limited, the agency engaged by the Company to provide remote e-voting prior to the EGM.

As required under Section 101 of the Act, a notice along with explanatory statement under Section 102 of the Act for the EGM was sent to the Members by permitted means, for seeking approval of members on following resolutions:

| Sr No | Type of Resolution  | Particulars of Resolution   |
|-------|---------------------|---|
| 1.    | Special Resolution  | Issuance of up to 20,24,370 Equity Shares on Preferential basis upon Conversion of Outstanding Unsecured Loan to Promoter (Special Resolution)                                      |
| 2.    | Ordinary Resolution | To Appoint the Statutory Auditor of the Company and to fill the casual vacancy caused by resignation of the M/s. Keyur Shah & Associates, Chartered Accountants to hold office till |





|  |  |   |
|--|--|---|
|  |  | the conclusion of the next Annual General Meeting (AGM) |
|--|--|---|

Based on the confirmation received from the company, I Submit my report as under:

1. The Company has completed the dispatch of the Notice of Extra Ordinary General Meeting dated 04<sup>th</sup> February, 2026 along with explanatory statement setting out material facts pursuant to Section 102 of the companies Act, 2013 on 12<sup>th</sup> January, 2026 and corrigendum on 27<sup>th</sup> January, 2026 to its member through email id & newspaper publication registered with the Registrar and Share Transfer Agents (RTA)/Depositories.
2. The Prescribed particulars with regards to the remote e-voting process were duly advertised in newspaper in Financial Express (English) and Duranta Barta (Bengali) on January 13, 2026.
3. The Company has availed the e-voting facility offered by MUFG Intime India Pvt Ltd Formerly Link Intime India Pvt. Ltd - Instavote (Link Intime) for conducting remote e-voting by the shareholders of the Company.
4. The voting period for remote e-voting was open for 3 days commencing on Sunday February 01, 2026 at 09:00 a.m. IST and ended on Tuesday February 03, 2026 at 05.00 P.M. IST (both days inclusive) and the MUFG Intime India Pvt. Ltd - Instavote e-voting platform was thereafter unblocked on February 03, 2026 at 5.15 P.M.
5. The equity shareholders of the Company holding shares either in physical or dematerialized form as on the cutoff date i.e. on Wednesday 28<sup>th</sup> January, 2026 were entitled to vote on the proposed resolutions as set out at in explanatory statement in the Notice of Extra Ordinary General Meeting of Cool Caps Industries Limited.
6. No Shares were lying in Investor Education and Protection Fund (IEPF) and Escrow Accounts.
7. Total Number of Shareholders entitled to vote as on the record date was 2351.
8. Total 32 Number of shareholders (including their proxies and authorised representative of body corporate) holding 77128750 equity shares attended the Extra Ordinary General Meeting.
9. On the Completion of the e-voting process:
  - a. I unblocked the votes cast through remote e-voting in the presence of two witnesses not in the employment of the company.
  - b. I Scrutinised the voted cast through remote e-voting and validated the same with the list of eligible Members and their holdings as on the cut-off date.





10. I have recorded the particulars of the votes cast through remote e-voting in a separate register maintained by me in electronic form.

11. The Extra Ordinary General Meeting Commenced at 11:00 A.M. and concluded at 11.40 A.M.

During the Extra Ordinary General Meeting the Voting window was kept open for 15 minutes for the members who have not casted their votes already through the e-voting facility. I have scrutinized and reviewed the voting through electronic means and based on the data downloaded from MUFG Intime India Pvt Ltd formerly Link Intime India Pvt. Ltd – Instavote e-voting system.

The relevant records related to this voting at the venue will be handed over to the Authorised Person of the Company for safekeeping.

I now submit my combined report of e-voting and voting conducted at venue in relation to the Resolutions as set out in the notice of Extra Ordinary General Meeting held on 04<sup>th</sup> February, 2026.

### **SPECIAL BUSINESS**

#### **Item No 1: Special Resolution**

Issuance of Up To 20,24,370 Equity Shares on Preferential Basis upon Conversion of Outstanding Unsecured Loan to Promoter.

##### **I. Voted in favour of the Resolution**

| Mode of Voting                                       | Number of members voted | Number of votes cast by them | % of total number of votes cast |
|--|-------------------------|------------------------------|---------------------------------|
| E-Voting   | 9                       | 75613750                     | 99.69 %                         |
| Voting Through Polling paper (in person or by proxy) | 7                       | 236250                       | 0.31 %                          |
| <b>Total</b>   | <b>16</b>               | <b>75850000</b>              | <b>100 %</b>                    |

##### **II. Voted against the Resolution**

| Mode of Voting                                       | Number of members voted | Number of votes cast by them | % of total number of votes cast |
|--|-------------------------|------------------------------|---------------------------------|
| E-Voting   | 0                       | 0                            | 0                               |
| Voting Through Polling paper (in person or by proxy) | 0                       | 0                            | 0                               |
| <b>Total</b>   | <b>0</b>                | <b>0</b>                     | <b>0</b>                        |

##### **III. There were no invalid votes.**





**K. BOTHRA & ASSOCIATES**  
Company Secretaries

121 Netaji Subhash Road  
6th Floor Unit: 64  
Kolkata 700 001

**Item No 2: Ordinary Resolution**

1.To Appoint the Statutory Auditor of the Company and to fill the casual vacancy caused by resignation of the M/s. Keyur Shah & Associates, Chartered Accountants to hold office till the conclusion of the next Annual General Meeting (AGM):

I. Voted in favour of the resolution:

| Mode of Voting                                       | Number of members voted | Number of votes cast by them | % of total number of votes cast |
|--|-------------------------|------------------------------|---------------------------------|
| E-Voting   | 9                       | 75613750                     | 99.69 %                         |
| Voting Through Polling paper (in person or by proxy) | 7                       | 236250                       | 0.31 %                          |
| Total  | 16                      | 75850000                     | 100                             |

II. Voted against the Resolution

| Mode of Voting                                       | Number of members voted | Number of votes cast by them | % of total number of votes cast |
|--|-------------------------|------------------------------|---------------------------------|
| E-Voting   | 0                       | 0                            | 0                               |
| Voting Through Polling paper (in person or by proxy) | 0                       | 0                            | 0                               |
| Total  | 0                       | 0                            | 0                               |

III. There were no invalid votes.

Based on the foregoing, the Resolution No. (s) 1 to 2 shall be deemed to have been passed with the requisite majority.

Thanking You  
Yours Sincerely,

Countersigned By Cool Caps Industries Ltd

For K. Bothra & Associates  
Company Secretaries

KULDEEP  
BOTHRA

Digitally signed by  
KULDEEP BOTHRA  
Date: 2026.02.04 15:39:24  
+05'30'

KULDEEP BOTHRA

Proprietor

MEM NO ACS 37452

COP No 15159

UDIN: A037452G003864473

PEER REVIEW CER No. 2118/2022

**PLACE: KOLKATA**

**DATE: 04.02.2026**

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