04 September, 2025

The
Listing Compliance Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra-Kurla Complex, Bandra (E)
Mumbai, Maharashtra - 400051

Scrip Code: GRAPHISAD **ISIN: INE0POU01017**

Sub: Outcome of Meeting of Board of Directors under Regulations 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Dear Sir/Madam,

We would like to inform that the meeting of the Board of Directors commenced on Thursday, September 04, 2025 ("Meeting") at 01:00 P.M. The meeting was held to consider the matter as proposed in the Agenda of the Board Meeting and has considered and approved, ***inter alia***, the following business(s):

i. Confirmed the minutes of Previous meeting of Board of Directors and Committees.

ii. Considered and approved the Director's Report for the year ended March 31, 2025.

iii. Considered and approved the 02nd Annual Report for the year ended March 31, 2025.

iv. Took note over the resignation of Mr. Harish Sharma (DIN-01090092) from the office of Independent Director, considered and approved the same.

v. Considered and approved the appointment of Mrs. Parveen Ahuja (DIN-11255467) as Non- Executive Additional Director of the company, based on the recommendation of Nomination and Remuneration Committee, subject to approval of shareholders in ensuring General Meeting. The details as required under the SEBI (LODR), 2015 are attached herewith as ***Annexure – 1.***

vi. Considered and approved the reconstitution of Audit Committee, Nomination and Remuneration Committee and Stakeholder Relationship Committee, consequent to resignation of Mr. Harish Sharma, Independent Director and member of all the Committees of the Board.

Post this board meeting, the Composition of Committees shall stands as follows:

Audit Committee

S. No	Name of the Member	Designation	Position in Committee
01	Mr. Vaibhav Tapdiya	Non-Executive Independent Director	Chairman
02	Mrs. Sudha Maheshwari	Non-Executive Independent Director	Member
03	Mr. Alok Gupta	Executive Director	Member
04	Mr. Shobharam Dhama	Company Secretary	Secretary

Nomination & Remuneration Committee

S. No	Name of the Member	Designation	Position in Committee
01	Mrs. Sudha Maheshwari	Non-Executive Independent Director	Chairperson
02	Mr. Mukesh Kumar Gupta	Chairman & Managing Director	Member
03	Mr. Vaibhav Tapdiya	Non-Executive Independent Director	Member
04	Mr. Shobharam Dhama	Company Secretary	Secretary

Stakeholders Relationship Committee

S. No	Name	Designation	Position in Committee
01	Mr. Vaibhav Tapdiya	Non-Executive Independent Director	Chairman
02	Mrs. Sudha Maheshwari	Non-Executive Independent Director	Member
03	Mrs. Parveen Ahuja	Non-Executive Director	Member
04	Mr. Shobharam Dhama	Company Secretary	Secretary

vii. Ratified and approved the related party transactions for the quarter ended 30-06-2025.

viii. The Board of Directors has decided that Mr. Alok Gupta (DIN-01456388) Whole Time Director of the Company, who is liable to retire by rotation and being eligible and offered himself for his re-appointment in ensuing Annual General Meeting.

The details as required under Regulation 30 of the Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024 ('SEBI Circular'), are attached herewith as ***Annexure - 2***.

ix. Fixed the date, time and venue of 38th Annual General Meeting of the Company to be held on Monday, 29th September 2025 at 01:30 P.M. at the registered office of the Company at 4/24A, A B House, First Floor, Asaf Ali Road, Delhi- 110002 via **Video Conferencing (VC) or Other Audio Visual Means (OAVM)** and considered and approved the draft of the Notice convening the meeting to be dispatched to the members and others entitled to receive.

x. Fixed the cut-off date as Monday 22nd September, 2025 and Book closure before Annual General Meeting from Tuesday 23rd September, 2025 to Monday 29th September, 2025 (both days inclusive).

xi. Took note over the Secretarial Audit Report for the Financial year 2024-25.

xii. Took note over the Internal Audit Report for the Financial year 2024-25.

xiii. Based on the recommendation of Audit Committee, reviewed and further recommended the appointment of M/s M D Gupta & Associates, a Peer reviewed firm to act as Secretarial Auditor of the Company for the period of next 05 (Five) consecutive Years i.e. from 2025-26 till 2029-30, to be appointed by the Members in upcoming Annual General Meeting.

The details as required under Regulation 30 of SEBI (LODR) 2015 is attached as *"**Annexure - 3**"*.

xiv. Approved the appointment of Scrutinizer Mr. Deepak Sharma proprietor of M/s. Deepak V Sharma & Co., Practicing Company Secretaries having COP No. 25498, for scrutinizing the E- voting to be conducted in the 38th Annual General Meeting of the Company.

xv. Considered and approved all other business as per agenda circulated.

Company is seeking approval of the shareholders at the ensuing AGM, inter alia, for:

a. Consideration and adoption of the Annual Audited Financial Statements (Standalone & Consolidated) of the Company for the financial period ended 31st March, 2025 together with the reports of directors and auditors thereon;

b. Re-appointment of a director retiring by rotation, Mr. Alok Gupta (DIN: 01456388) who is retiring by rotation at the ensuring Annual General Meeting;

c. To approve the appointment of Mrs. Parveen Ahuja (DIN: 11255467) as Non- Executive Director.

d. Appointment of M/s M D Gupta & Associates, Secretarial Auditor of the company for First (1st) term of 5 (Five) Years from 2025-26 to 2029-30;

The meeting of the Board of Directors of the Company commenced at 01:00 pm and concluded at 03:00 P.M.

Further, we would like to inform that the notice of the 38th Annual General Meeting along with Annual Report shall be submitted to the Stock Exchange in due course.

We would request you to take the above intimation on records.

Thanking You,

Yours sincerely

For **Graphisads Limited**

SHOBHARAM DHAMA
Digitally signed by SHOBHARAM DHAMA
Date: 2025.09.04 15:25:28 +05'30'

Shobharam Dhama
Company Secretary &
Compliance Officer

Enclosed: As Above

Annexure-1

Information as required under Regulation 30 read with Schedule III, Para A, Clause 7 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. CIR/CFD/CMD/4/2015 dated 09th September, 2015 and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 for appointment / reappointment of Director.

S. No.	Particulars	Details of Mrs. Parveen Ahuja
01	Name and Designation	Mrs. Parveen Ahuja Director (Non-Executive Non-Independent)
02	Reason for change viz. Appointment, re-appointment, resignation, removal, death or otherwise	**Appointment** Mrs. Parveen Ahuja (DIN- 11255467), appointed as a regular director in the capacity of Non-Executive Director and Professional.
03	Date of Appointment	04-09-2025 She was appointed as an Additional Director of the Company with effect from September 04, 2025, pursuant to the provisions of Section 161 of the Companies Act, 2013. She holds office up to the date of the ensuing Annual General Meeting i.e. on September 29, 2025, subject to the approval of members in the ensuing AGM.
04	Brief Profile (in case of appointment)	Mrs. Parveen Ahuja began her journey with the India's renowned bank i.e. Bank of India on 01st January, 1975 where she worked for a span of 40 years, rising through the ranks to hold several key leadership roles including Assistant Manager, Officer (Banking), Deputy Manager (Credit), Deputy Chief Officer, Senior Manager, Chief Manager ultimately retired as a Deputy General Manager (DGM) on 31st December, 2014. She has gained opulent experience in various facets of the banking sector along with Credit Management, Retail and Corporate Banking & Accounts, Audit & Taxation, Risk Management, Budget allocation, publicity and advertisement, coordination of various zonal level meetings, handled critical portfolios involving credit, foreign exchange, planning, staff assessment, and industrial relations.
05	Disclosure of Relationships between the directors	NA
06	Information as required under BSE circular Number LIST/COM/14 /2018-19 and NSE circular No. NSE/CML /2018/24 dated June 20, 2018	Mrs. Parveen Ahuja is not debarred from holding the office of Director pursuant to any SEBI Order or Order of any such authority.

Annexure- 2

Information as required under Regulation 30 read with Schedule III, Para A, Clause 7 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. CIR/CFD/CMD/4/2015 dated 09th September, 2015 and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 for appointment / reappointment of Director.

Sl. No.	Particulars	Details of Director
01	Name and Designation	Mr. Alok Gupta
02	Reason for change viz. Appointment, re-appointment, resignation, removal, death or otherwise	**Re-appointment** Mr. Alok Gupta (DIN- 01456388), the Whole time Director, holding the office longest is eligible to retire by rotation. Further, his retirement and re-appointment as such shall not be deemed to constitute any break in his office.
03	Date of Appointment	05-11-2009 (Initial appointment) Whole Time Director since 29-05-2024.
04	Brief Profile (in case of appointment)	NA
05	Disclosure of Relationships between the directors	Son of Sh. Mukesh Kumar Gupta, Chairman and Managing Director of the Company.
06	Information as required under BSE circular Number LIST/COM/14 /2018-19 and NSE circular No. NSE/CML /2018/24 dated June 20, 2018	Mr. Alok Gupta is not debarred from holding the office of Director pursuant to any SEBI Order or Order of any such authority.

Annexure- 3

Information as required under Regulation 30 read with Schedule III, Para A, Clause 7 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. CIR/CFD/CMD/4/2015 dated 09th September, 2015 and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 for appointment of Secretarial Auditor.

Sl. No.	Particulars	Details of Secretarial Auditor
1	**Name of Firm**	**M/S M D Gupta & Associates**
2	Reason for change viz. Appointment, re-appointment, resignation, removal, death or otherwise	**Recommendation by Board:** Mr. Manish Dev Gupta, proprietor of M/s M D Gupta & Associates, a Practicing Company Secretary from Delhi qualified in 2009 and having the FCS No. 8223 recommended by the Board to be appointed as Secretarial Auditor of the Company in upcoming AGM.
3	Date of Appointment	Recommendation by the Board in their Meeting held on 04-September-2025, for a period of five consecutive years from commencing from FY 2025-26 till FY 2029-2030, for approval of shareholders of the Company at the ensuing Annual General Meeting.
4	Term of Appointment / reappointment	5 (Five) Years
5	Brief Profile (in case of appointment)	M/s M D Gupta & Associates established in year 2009 and has been providing corporate secretarial services, corporate governance and corporate advisory and legal advisory services to clients for over 16 years. Renowned for its commitment to quality and precision, the firm has been peer-reviewed by the Institute of Company Secretaries of India (ICSI), ensuring the highest standards in professional practices. He is well reputed in the field of corporate laws and corporate governance. His expertise covers a wide variety of areas, including secretarial audit, Internal Audits, Advisory services and other legal services for various client segments. His core specialization lies in Corporate Law, Securities Law, Depository Participant Audit, and Legal Due Diligence Audit.
6	Disclosure of Relationships between the directors	**Not applicable**

SHOBHARAM DHAMA Digitally signed by SHOBHARAM DHAMA Date: 2025.09.04 15:25:58 +05'30'