

Date: 20/09/2025

To,
National Stock Exchange
Exchange Plaza, Plot No.C/1, G Block,
Bandra-Kurla Complex,
Bandra (East), Mumbai – 400051

SYMBOL: HOLMARC
ISIN: INE0LXA01019

Dear Sir/Madam,

Sub: Summary of Proceedings of 33rd Annual General Meeting

In accordance with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (“Listing Regulations”), we are pleased to submit the summary of proceedings of the 33rd Annual General Meeting of the Company held on Saturday, September 20th, 2025, at 3.30 P.M at Conference Hall, First Floor, The Kerala State Small Industries Association (KSSIA), HMT Industrial Estate, Kalamassery, Kanayanoor Taluk, Ernakulam, Kerala – 683503.

The results of the matters that were put to vote, as required under Regulation 44(3) of Listing Regulations will be submitted separately.

Please take the above information on record.

Thanking You

Yours Faithfully,

For **Holmarc Opto-Mechatronics Limited**

Vallath Parvathy
Company Secretary and Compliance Officer
ACS: A53057

Proceedings of the 33rd Annual General Meeting (AGM) of Holmarc Opto-Mechatronics Limited

The 33rd Annual General Meeting of the Members of Holmarc Opto-Mechatronics Limited ('the Company') was held on Saturday, September 20th, 2025 at 3.30 p.m. (IST) at Conference Hall, First Floor, The Kerala State Small Industries Association (KSSIA), HMT Industrial Estate, Kalamassery, Kanayanoor Taluk, Ernakulam, Kerala - 683503.

The following Board members were present at the meeting:

Name of Director	Designation	Board Committee Chairmanship
Mr. Jolly Cyriac	Managing Director	
Mr. Ishach Sainuddin	Whole-time Director and CFO	
Mr. Sajeew Plavita Gopinathan Nair	Independent Director	Chairman of Audit committee and Nomination and Remuneration Committee
Ms. Tracy Tulassne Caesar	Independent Director	Chairperson of Stakeholders Relationship Committee
Ms. Anju Poulose Maliyakkal	Independent Director	
Ms. Jaya Jolly	Whole-Time Director	
Mr. Gopala Krishna Unnikrishna Kurup	Whole-Time Director	
Mr. Jayagosh Unni Srmbikkal	Whole-Time Director	

The details of number of shareholders present in the meeting are as follows:

Category	Promoter and Promoter Group	Public	Total
Number of shareholders present	6	1	7



The representatives of Statutory Auditors M/s. G. Joseph & Associates, Chartered Accountants and Secretarial Auditors, SVJS and Associates, Practising Company Secretaries, Cochin were also present.

Mr. Jolly Cyriac, Chairman of the Board, chaired the proceedings of the AGM. After ascertaining from the Company Secretary that the requisite quorum was present at the AGM, the chairman called the meeting to order.

Mr. G Unnikrishna Kurup, Whole-time Director of the Company welcomed the members to the meeting and introduced the Board members, Auditors and chairpersons of Board committees.

Thereafter, the chairman addressed the members of the Company and gave an overview of the Company's performance and its future outlook and then handed over the proceedings to the Company Secretary.

Ms. Parvathy V, Company Secretary and Compliance Officer, gave a brief regarding the voting process. She informed that:

- i. As per the Companies Act, 2013, remote e-voting by the shareholders for all the resolutions mentioned in the Notice of the meeting had been conducted from 9.00 A.M. on Wednesday, 17th September 2025 to 5.00 P.M. on Friday, 19th September 2025, as required under the Law.
- ii. In order to enable those shareholders who had not participated in the remote e-voting, polling sheets are being provided at the time of registration to facilitate voting in the hall. The shareholders are requested to exercise their votes and deposit the polling sheets in the box placed in the Hall for this purpose, after conclusion of the proceedings of the AGM.
- iii. The Scrutinizer would compile the votes cast at the meeting along with the votes cast through the remote e-voting facility and submit his report to the Chairman. The voting results would be published by the Company not later than two working days from the conclusion of the meeting on the websites of the Stock Exchange and the Company.

Company Secretary further informed the members that the Statutory Registers including the Register of Directors and KMP and the Register of Contracts or Arrangements in which directors are interested and the documents as mentioned in the Notice of the meeting are available for inspection and will be accessible throughout the meeting. With the permission of the members present, the Notice of the meeting, being already circulated, was taken as read.

The members were also informed that:



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- (i) the statutory auditors had expressed unmodified opinion in their Report for the financial year 2024-25. There were no qualifications, observations or other remarks on the financial transactions or matters having any adverse effect on the functioning of the Company, and with the permission of the members, the Report was taken as read.
- (ii) the Secretarial Audit Report contained an observation, for which a reply had been provided in the Board's Report in the Annual Report on page no.58. It was further clarified that the said observation did not have any material adverse effect on the functioning of the Company and, with the permission of the members, took the Report as read.

Thereafter, brief on the following items as set out in the Notice convening the 33rd Annual General Meeting were read out by the Company Secretary:

Sl. No	Items	Type of Resolution
	ORDINARY BUSINESS	
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2025, including the Balance Sheet as at 31st March 2025 and the Statement of Profit and Loss for the year ended on that date, along with the schedules and Notes forming part of the Accounts and the Cash Flow Statement, as audited and reported by the Auditors of the Company, and the Reports of the Board of Directors and the Auditors to the shareholders	Ordinary Resolution
2.	To declare final dividend of Rs. 0.4/- (Forty paisa only) per equity share for the financial year ended 31 st March 2025	Ordinary Resolution
3.	To appoint a director in place of Mr. Gopala Kurup Unnikrishna Kurup (DIN: 07622598), who retires by rotation and being eligible, offers himself for re-appointment	Ordinary Resolution
4.	To appoint a director in place of Mr. Jayagosh Unni Srambikkal (DIN: 09257206), who retires by rotation and being eligible, offers himself for re-appointment	Ordinary Resolution


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	SPECIAL BUSINESS	
5.	To Approve re-appointment of Ms. Jaya Jolly (DIN: 09723618) as Whole-time director of the company.	Special Resolution
6.	To Approve continuation of Mr. Gopala Kurup Unnikrishna Kurup (DIN: 07622598) as Whole-time director of the company who has attained the age of seventy years.	Special Resolution

Since Mr. Jolly Cyriac was interested in item no. 5, he entrusted Mr. Ishach Sainuddin, Whole-time Director and CFO of the Company to conduct the proceedings of the said item.

It was informed that the chairman would explain the objective and implications of the resolutions put to vote, if requested by any shareholder. However, since no such request was received, the text of the resolutions along with explanatory statements, as provided in the notice circulated to the Members, was taken as read with the permission of members.

Then the chairman provided fair opportunity to the members of the Company present in the meeting to seek clarifications and express their opinion and suggestions on the business transacted and the Annual Report of the Company, and the same were adequately answered/clarified by the Chairman.

After the question-and-answer session, the chairman thanked the members for attending the meeting and for their co-operation and authorized the Company Secretary to carry out the voting process and conclude the Meeting.

The secretarial team carried out the voting procedure. Members were shown the empty ballot box and locked and sealed the empty ballot box in the presence of members.

Then the eligible members were requested to cast their votes on the resolutions contained in the AGM notice using ballot paper and to deposit the duly filled ballot paper in the ballot box.

The requisite quorum was present throughout the meeting.

The meeting concluded at 3:45 PM.

Thanking You



Yours Faithfully,

For **Holmarc Opto-Mechatronics Limited**

Vallath Parvathy
Company Secretary and Compliance Officer
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