

MINUTES OF THE 15th ANNUAL GENERAL MEETING OF THE MEMBERS OF INFOBEANS TECHNOLOGIES LIMITED HELD ON MONDAY, 04TH DAY OF AUGUST, 2025 AT 04:00 P.M THROUGH VIDEO CONFERENCING / OTHER AUDIO VISUAL MEANS (VC).

Serial Number of the meeting - AGM/15/2024-2025

Type of Meeting – Annual General Meeting

Day & Date – Monday, 04th August

Time of Commencement of Meeting – 04:00 P.M.

Time of Conclusion of Meeting – 04:29 P.M.

DIRECTOR'S & KMP'S PRESENT:-

Mr. Avinash Sethi	Director & CFO
Ms. Opal Perry	Non-Executive Independent Director
Mr. Sumer Bahadur Singh	Non-Executive Independent Director
Ms. Surbhi Jain	Company Secretary & Compliance Officer

IN ATTENDANCE:-

Mr. Krunal Sanghvi	Sr. Finance Manager
Mr. Manish Maheshwari	Secretarial Auditor M/s. M. Maheshwari & Associates
Mr. Mustafa Saleem	Joint Statutory Auditor SRBC & Co. LLP
Mr. Arpit Jain	Joint Statutory Auditor SRBC & Co. LLP

DETAILS OF MEMBERS PRESENT

CHAIRMAN:-

Mr. Avinash Sethi was appointed as the Chairman of the Meeting by the members present. Mr. Avinash Sethi took the chair. He extended the warm welcome to all the members present, Directors, Secretarial Auditor, Statutory Auditors and all other persons present in the meeting.

QUORUM:-

The Company Secretary, Ms. Surbhi Jain informed that the members present at the meeting were in adequate number to form quorum for transacting the businesses of the meeting as stated in the notice of Annual General Meeting dated 04th August, 2025.

PROXIES

Chairman Initials [*AS*]

Pursuant to Circular No. 14/2020 issued by the Ministry of Corporate Affairs (MCA), the facility for appointment of proxy for the AGM was not provided to the Members.

Accordingly, there was no proxy present at the meeting.

The Company Secretary, Ms. Surbhi Jain introduced the Directors through roll call and Chairperson of the Audit Committee & Stakeholders Relationship Committee Ms. Opal Perry and Mr. Sumer Bahadur Singh is also available.

The Chairman thereafter delivered the chairman speech to the members at the Annual General Meeting. The Chairman further informed that Notice of convening 15th Annual General Meeting, Director's report along with annexures thereto, the Audited Financial statements along with notes for the financial year ended March 31st, 2025 and the Statutory Auditor's and Secretarial Audit Report for the financial year ended March 31st, 2025 have already been circulated to members by electronic mode as per the records of Registrar.

With the permission of members present in the meeting, the Notice of the 15th Annual General Meeting and Annual report for the year ended 2024-2025 was taken as read.

The Chairman informed that requisite quorum as required under Section 103 of the Companies Act, 2013 was present and called the meeting in order.

REMOTE E-VOTING & VOTING AT AGM VENUE

The Company Secretary, Ms. Surbhi Jain informed that as per the requirements of the Companies Act, 2013 the Remote-E-voting was commenced from 31st July, 2025 at 09:00 A.M. to 03rd August 2025 till 05:00 P.M. and has already completed on 03rd August, 2025 at 5.00 P.M.(I.S.T.) and voting at the General Meeting shall be conducted electronically.

The Members who are in the records of the Company as on the cutoff date i.e. 25th July, 2025 shall only be entitled to participate in the voting process.

The members can vote electronically in the meeting. Members who have already casted his vote by Remote E-voting shall not be entitled to cast their e-vote during the meeting.

No query has been registered or raised from shareholders.

The Company Secretary also informed that the Company has appointed CS Manish Maheshwari, Practicing Company Secretary (FCS 5174, COP 3860) as scrutinizer to scrutinize the e-voting results as well as voting through poll.

Further, the Chairman asked the members of the company present in the meeting to raise their queries relating to the financial and accounting affairs of the Company and the same shall be replied by the Chairman of the Audit Committee. However, no questions were raised.

On completion of the e-voting process, the meeting concluded at 4:29 p.m.

The Company received the Scrutinizers Report regarding Remote e-voting and e-voting of the 15th Annual General Meeting, on 04th August, 2025

Chairman Initials []

Presented herein below are the item wise results of the e-Voting at the AGM. Thereafter, Ms. Surbhi Jain read agenda items of the notice of Annual General Meeting one by one as per notice of the AGM.

AUDITOR’S REPORT:

The Chairman informed that Auditors report did not contain any qualifications, observations and comments on financial transactions or matters having adverse effect on the functioning of the company, there was no need to read the report at the Annual General Meeting in terms of Section 145 of the Companies Act 2013.

ALL THE RESOLUTIONS AS PER THE NOTICE CONVENING THE AGM WERE PASSED AS DETAILED BELOW:

Item No. 01 – Adoption of Financial Statements

To consider and adopt the audited financial statements (including the consolidated financial statements) of the company for the financial year ended March 31, 2025 and the reports of the Board of Directors “the Board”) and auditors thereon.

“**Resolved That** the Audited Balance Sheet for the year ended on 31st March, 2025 and Statement of Profit and Loss of the year ended on that date together with Notes, Schedules and Cash Flow Statement, Director’s Report (including Report on Corporate Governance and Management Discussion Analysis report) and the Report of Auditor’s Report thereon placed before this meeting be and are hereby received approved and adopted.”


“**Resolved That** the Audited Balance Sheet for the year ended on 31st March, 2025 and Statement of Profit and Loss of the year ended on that date together with Notes, Schedules and Cash Flow Statement, Director’s Report (including Report on Corporate Governance and Management Discussion Analysis report) and the Report of Auditor’s Report thereon placed before this meeting be and are hereby received approved and adopted.”

Total paid up shares	24239860	
	No. of Votes	% on Votes polled
Total Votes Polled (Remote e-voting and e-voting at AGM)	77,76,141	100
No. of Votes polled in Favour and %age thereof	77,76,141	100
No. of Votes polled Against and %age thereof	0	0

Accordingly the Chairman declared that the Resolution is passed as an Ordinary Resolution

Item No. 02 – Re-appointment of Mr. Mitesh Bohra (DIN: 01567885) as a Director, who retires by rotation and being eligible seek re-appointment

To appoint a director in place of Mr. Mitesh Bohra (DIN: **01567885**), who retires by rotation and being eligible seek re-appointment.

Chairman Initials []

“**Resolved That** Mr. Mitesh Bohra (DIN: **01567885**), who retires by rotation at this meeting and being eligible, has offered himself for re-appointment as the Director of the Company, liable to retire by rotation”

Total paid up shares	24239860	
	No. of Votes	% on Votes polled
Total Votes Polled (Remote e-voting and e-voting at AGM)	77,76,141	100
No. of Votes polled in Favour and %age thereof	77,76,141	100
No. of Votes polled Against and %age thereof	0	0

Accordingly the Chairman declared that the Resolution is passed as an Ordinary Resolution

Item No. 03- Declaration of Dividend

To declare a final dividend at the rate of ₹ 1 (One) per equity share capital of the company for the year ended 31st March, 2025


Total paid up shares	24239860	
	No. of Votes	% on Votes polled
Total Votes Polled (Remote e-voting and e-voting at AGM)	77,76,141	100
No. of Votes polled in Favour and %age thereof	77,76,141	100
No. of Votes polled Against and %age thereof	0	0

Accordingly the Chairman declared that the Resolution is passed as an Ordinary Resolution

Item No. 4- Appointment of M/s M Maheshwari & Associates, Company Secretaries as Secretarial Auditor of the Company

“**Resolved That** pursuant to the provisions of Sections 179 and 204 and other applicable provisions of the Companies Act, 2013, read with the rules made thereunder, and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and based on the recommendations of the Audit Committee and the Board of Directors, the approval of the members be and is hereby accorded for the appointment of M/s M Maheshwari & Associates, Company Secretaries (Firm registration no: U.C.N.12001MP213000, as Secretarial Auditors of the Company for a term of five consecutive years, commencing from Financial Year 2025-26 till Financial Year 2029-30 at such remuneration and on such terms and conditions as may be determined by the Board of Directors (including its committees thereof), and to avail any other services, certificates, or reports as may be permissible under applicable laws.

“**Resolved Further That** The Board of Directors of the Company, (including its committees thereof), be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed proper,

Chairman Initials []

necessary, or expedient, including filing the requisite forms or submission of documents with any authority or accepting any modifications to the clauses as required by such authorities, for the purpose of giving effect to this resolution and for matters connected therewith, or incidental thereto.

Total paid up shares	24239860	
	No. of Votes	% on Votes polled
Total Votes Polled (Remote e-voting and e-voting at AGM)	77,76,138	100
No. of Votes polled in Favour and %age thereof	483	0.01
No. of Votes polled Against and %age thereof	77,75,655	99.99

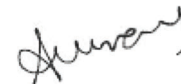
Accordingly the Chairman declared that the Resolution is passed as an Ordinary Resolution

Vote of Thanks:

As there was no other business to be transacted, the meeting came to an end with a vote of thanks to the Chair.

The aforesaid minutes were recorded in the Minute Book of the members General Meeting with the Authority of the chairman.

Place: Indore
Date: 04th August, 2025



Avinash Sethi
Chairman

Chairman Initials [*AS*]