



KRITI INDUSTRIES (INDIA) LIMITED

BRILLIANT SAPPHIRE, 801-804, 8th FLOOR, PLOT NO. 10, SCHEME 78-II, VIJAY NAGAR,
INDORE - 452 010 (M.P.) INDIA. PHONE No.: (+91-731) 2719100.
REGD. OFF.: "MEHTA CHAMBERS", 34, SIYAGANJ, INDORE - 452007 Phone: (+91-731) 2540963
E-mail: info@kritiindia.com Website: <http://www.kritiindia.com>

CIN : L25206MP1990PLC005732

KIIL/SE/2024-25

09th July, 2024

Online filing at: www.listing.bseindia.com and
<https://neaps.nseindia.com/NEWLISTINGCORP/login.jsp>

To,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G
Bandra Kurla Complex, Bandra (E)
Mumbai – 400051
Symbol – KRITI

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai 400001
BSE Scrip ID: KRITIIND Scrip Code – 526423

Subject: Submission of the Minutes of the 34th Annual General Meeting of the Company held on Tuesday, 18th June, 2024.

Dear Sir/Madam,

Pursuant to the SEBI (LODR) Regulations, 2015, we are pleased to submit the minutes of the 34th Annual General Meeting of Kriti Industries (India) Ltd., held on Tuesday, 18th June, 2024 at 3:00 P.M. (IST) and concluded at 03:20 P.M. (IST) through Video Conferencing or Other Audio Video Means (OAVM) for which purposes the corporate office of the company situated at **8th Floor, Brilliant Sapphire Plot No.10, PSP, IDA, Scheme No.78, Part II, Indore (M.P.) 452010** shall be deemed as the venue for the Meeting.

You are requested to please take on record the above said document for your reference and further needful.

Thanking You.

Yours Faithfully,
For KRITI INDUSTRIES (INDIA) LTD

TANUJ SETHI
COMPANY SECRETARY &
COMPLIANCE OFFICER

Encl: a/a

HELD AT ON TIME

KRITI INDUSTRIES (INDIA) LIMITED

CIN: L25206MP1990PLC005732

Regd. Off.: Mehta Chambers, 34 Siyaganj, Indore – 452007 (M.P.)

**MINUTES OF THIRTY FOURTH ANNUAL GENERAL MEETING
OF THE MEMBERS OF THE COMPANY**

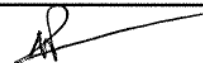
Held on	:	Tuesday, the 18 th June, 2024	
At	:	3.00 P.M. through Video Conferencing (VC) or Other Audio Visual Means (OAVM) at deemed venue at Brilliant Sapphire, 801-804, 8 th Floor, Plot No.10, Sch.78-II,Vijay Nagar, Indore – 452010 (M.P)	
In presence	:	Shri Shiv Singh Mehta	: Chairman and Managing Director – Member - Chairman of Corporate Social Responsibility Committee
		Smt. Purnima Mehta	: Whole Time Director – Member
		Shri Saurabh Singh Mehta	: Director – Member
		Shri Chandrasekharan Bhaskar	: Independent Director- Chairman of Audit Committee, Stakeholders' Relationship Committee and Nomination and Remuneration Committee
		Shri Siddharth Sethi	: Additional Independent Director
		Shri Rajesh Sisodia	: Chief Financial Officer
		Shri Tanuj Sethi	: Company Secretary
In attendance	:	Shri Rakesh Kumar Gupta and Shri Puneet Gupta	: Statutory Auditor (M/s Rakesh Kumar & Associates, Chartered Accountants)
		Shri Ishan Jain	: Scrutinizer (M/s Ishan Jain & Co., Company Secretaries)
		Shri Ajit Jain	: Secretarial Auditor (M/s Ajit Jain & Co., Company Secretaries)

NUMBER OF MEMBERS AS ON THE CUT-OFF DATE AND REQUIREMENT OF QUORUM FOR THE AGM

As per records made available by Ankit Consultancy Private Limited, the Share Transfer Agent, the total No. of Members on the Cutoff date i.e 11th June, 2024, was 13683 Members who were entitled to attend and vote at the 34th AGM, out of them total 34 Members were present through VC as per the attendance Register and minimum 30 members were required to constitute the valid quorum for the 34th AGM.

CHAIRMAN OF THE MEETING

Shri Shiv Singh Mehta, Chairman and Managing Director of the Company, presided over the meeting.

PROCEEDINGS OF THE 34TH ANNUAL GENERAL MEETINGCHAIRMAN'S
INITIALS


HELD AT ON TIME

WELCOME ADDRESS AND INTRODUCTION OF DIRECTORS, EXECUTIVES AND INVITEES PRESENT THROUGH VC / OAVM

Shri Rajesh Sisodia, Chief Financial Officer, on behalf of the Company, extended a very warm welcome to the Members at the 34th AGM and introduced the Directors, Executives and Invitees present through VC/OAVM. He set out the general instructions for members to participate and vote at the AGM and informed that in accordance with the various circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India this meeting is being held through Video Conferencing or Other Audio Video Means ("VC/OAVM") without any physical presence of the members, at a common place. Required quorum was confirmed to be present in the meeting through Video Conferencing and therefore, he called the meeting to order.

Shri Sisodia also informed that:

1. In pursuance to the Circulars issued, the Company has e-mailed the Notice for convening today's meeting along with agenda and resolutions along with the annual accounts, Audit Report for year ended 31st March, 2024 to only those Shareholders, whose e-mail address were registered with the Company or Ankit Consultancy Private Limited, the Registrar and Share Transfer Agent or the depository;
2. Statutory Registers including "Register of Directors and Key Managerial Personnel and their Shareholding" and "Register of Contracts or Arrangement in which Directors are interested" are available electronically for inspection by the members during the AGM;
3. Since the AGM is being held through video conferencing, the facility for appointment of proxies by the members was not applicable and hence the proxy register for inspection was not available;
4. Qualifications, reservation, adverse remark or disclaimer in the Auditor's Report and Secretarial Audit Report read along with Notes to the Accounts and Board's Report they are all self-explanatory and we believe all of you have gone through themselves.

Shri Sisodia then requested the Chairman to address to the members.

CHAIRMAN'S SPEECH

Shri Shiv Singh Mehta, Chairman extended a warm welcome to all the Members, Auditor, Scrutinizer, and Special Invitees present at the 34th Annual General Meeting of the Company.

Shri Shiv Singh Mehta delivered Chairman's Speech, inter alia, covering following:

1. Brief about recovery during the year from major fire took place in company's manufacturing facilities in previous year;
2. Performance of the Company in Financial Year 2023-24.

The Chairman affirmed his satisfaction and did cause to record his satisfaction with the efforts made by the Company to enable the members to participate and vote on the items being considered in the meeting.

The Chairman then handed over the proceedings to Shri Sisodia to proceed on his behalf.

CHAIRMAN'S INITIALS	
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HELD AT ON TIME

FORMAL BUSINESS OF THE MEETING

Shri Rajesh Sisodia then proceeded with the formal business of the meeting. He informed the Members that:

The Notice convening the 34th Annual General Meeting has already been circulated to all the members, and with the permission of the Members took the Notice of the meeting as read. There were five (5) Ordinary and two (2) Special resolutions to be transacted at the meeting.

1. The Company has provided the facility to cast the votes electronically, on all resolutions set forth in the Notice. Members who have not cast their votes through remote e-voting and who are participating in this meeting are having an opportunity to cast their votes during the meeting through the e-voting system provided by CDSL.
2. The remote e-voting period for the 34th AGM commenced on Saturday, 15th June, 2024 from 9.00 A.M. and it ended on Monday, 17th June, 2024 at 5.00 P.M.
3. Shri Ishan Jain, Practicing Company Secretary ('PCS') was appointed as Scrutiniser for scrutinising the remote e-voting process as well as e-voting at this meeting. The results of the remote e-vote and e-voting at this 34th AGM will be declared on receipt of Scrutiniser's Report and the same shall be placed on Company's website, BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) website and on the website of Central Depository Services (India) Limited within two (2) working days of conclusion of the Annual General Meeting.
4. Pursuant to the provisions of Section 107 read with Section 108 of the Companies Act, 2013, there was no voting by show of hands at the 34th Annual General Meeting.


Shri Sisodia then invited the registered speaker member to speak at the AGM. However, Speaker member has not expressed his views.

Shri Shiv Singh Mehta – Chairman and Managing Director then satisfactorily replied to the queries of the member at the AGM.

Shri Rajesh Sisodia further informed the members that voting on the CDSL platform would continue for another 15 minutes to enable the members to cast their votes.

Shri Sisodia thanked all the members for participating in the meeting through video conferencing and then declared the meeting **as concluded at 3.20 P.M.**

Place: Indore
Date: 08/07/2024


Shiv Singh Mehta
Chairman of the 34th Annual General Meeting
DIN: 00023523

CHAIRMAN'S INITIALS	
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HELD AT ON TIME

Consolidated results of remote e-voting and e-voting during AGM on the items of Ordinary and Special businesses at the 34th Annual General Meeting of Kriti Industries (India) Limited held on 18th June, 2024.

As per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all Members as on the cut-off date i.e. Tuesday, 11th June, 2024, were provided with the facility to cast their votes electronically through the remote e-voting services provided by Central Depository Services Limited (CDSL) on all the resolutions set forth in the Notice of 34th Annual General Meeting.

The remote e-voting portal remained open for voting from 9.00 a.m. Saturday, 15th June, 2024 to 5.00 p.m. Monday, 17th June, 2024 and was disabled by CDSL for voting thereafter.

Facility for e-voting during AGM was made available to the Members, who had not cast their vote by remote e-voting.

The Board of Directors had appointed Shri Ishan Jain, Practicing Company Secretary ('PCS'), as Scrutiniser for scrutinising the voting process in a fair and transparent manner as stipulated under the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015.

The Scrutiniser had carried out the scrutiny of all the e-votes received upto the closing of remote e-voting period and the e-voting during the 34th Annual General Meeting.

The Consolidated Results as per the Scrutiniser's Report dated 18th June, 2024 are as follows:

CHAIRMAN'S INITIALS	
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HELD AT ON TIME

Re sol uti on No.	Particulars	Particulars of votes cast			
		Remote e-voting + E-Voting at AGM			
		Votes cast in favour		Votes cast against	
		Number	%	Number	%
1	Ordinary Resolution:- Adoption of the Standalone and Consolidated Audited Financial Statements containing the Balance Sheet as at 31 st March, 2024, the Statement of Profit & Loss, Statement of Cash Flow, Change in Equity and notes thereto of the Company for the Financial Year ended 31 st March 2024 and the reports of the Board of directors and Auditors thereon as on that date.	32940375	100.0000	10	00.0000
2	Ordinary Resolution: - To consider and declare Dividend on the 4,96,03,520 Equity Shares of Re.1/- each for the Financial Year ended 31 st March, 2024	32940375	100.0000	10	00.0000
3	Ordinary Resolution: - To appoint a director in place of Mrs. Purnima Mehta (DIN 00023632) who retires by rotation at this Annual General Meeting and being eligible offers herself for re-appointment.	32940375	100.0000	10	00.0000
4	Ordinary Resolution: - Ratification of remuneration payable to the Cost Auditors of the company for the financial year 2024-25	32940375	100.0000	10	00.0000
5	Ordinary Resolution:- Approval of the transactions/contracts/ arrangements with related parties under Regulation 23 of the SEBI (LODR) Regulations, 2015.	20706	99.9517	10	0.0483
6	Special Resolution:- To confirm the appointment of Mr. Siddharth Sethi (Din: 01548305) as an Independent Director of the Company	32940375	100.0000	10	00.0000
7	Special Resolution:- To confirm the Re-Appointment of Mrs. Purnima Mehta (Din: 00023632) as Whole Time Director of the Company	32940375	100.0000	10	00.0000

On the basis of Scrutinizer's Report dated 18th June, 2024 all the resolutions for ordinary and special businesses as set out at Item Nos. 1 to 7 of the Notice of 34th Annual General Meeting of the Company had been duly passed by the members with requisite majority and accordingly all the resolutions were declared as passed on 18th June, 2024 which is the date of the 34th Annual General Meeting.

Place: Indore

Date: 08/07/2024


Shiv Singh Mehta
 Chairman of the 34th Annual General Meeting
 DIN: 00023523

CHAIRMAN'S INITIALS	
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HELD AT ON TIME

RESOLUTIONS PASSED BY THE MEMBERS RECORDED HEREUNDER AS PART OF THE MINUTES OF THE 34TH ANNUAL GENERAL MEETING HELD ON TUESDAY, 18TH JUNE, 2024:

A. ORDINARY BUSINESS:

ITEM NO.1: ORDINARY RESOLUTION: - ADOPTION OF THE STANDALONE AND CONSOLIDATED AUDITED FINANCIAL STATEMENTS CONTAINING THE BALANCE SHEET AS AT 31ST MARCH, 2024, THE STATEMENT OF PROFIT & LOSS, STATEMENT OF CASH FLOW, CHANGE IN EQUITY AND NOTES THERETO OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2024 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON AS ON THAT DATE:

"RESOLVED THAT, the Audited Standalone and Consolidated Financial Statements for the financial year ended 31st March, 2024 and the Reports of the Directors', and Auditor's thereon laid before this meeting be and are hereby considered and adopted."

The Results of the Voting were as under:

Resolution required: (Ordinary/ Special)			<i>Ordinary</i>					
Whether promoter/ promoter group are interested in the agenda/resolution?			<i>No</i>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares= $[(2)/(1)]*100$	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled $[(4)/(2)]*100$	% of Votes against on votes polled $[(5)/(2)]*100$
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	33119173	32919647	99.3976	32919647	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		33119173	32919647	99.3976	32919647	0	100.0000
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1600	0	0	0	0	0
Public Non Institutions	E-Voting	16482747	20738	0.1258	20728	10	99.9518	0.0482
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		16482747	20738	0.1258	20728	10	99.9518
Total		49603520	32940385	66.4074	32940375	10	100.0000	0.0000

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 1 was passed by **REQUISITE MAJORITY AS AN ORDINARY RESOLUTION.**

ITEM NO. 2: ORDINARY RESOLUTION: - DECLARATION OF DIVIDEND ON THE 4,96,03,520 EQUITY SHARES OF RE.1/- EACH FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024.

"RESOLVED THAT a dividend at the rate of Rs. 0.20/- per equity shares of Rs. 1 each fully paid up of the Company be and is hereby declared for the financial year ended 31st March, 2024 & the same be paid to the shareholders of the Company whose names appear on the Register of Member as on the record date i.e. 11th June, 2024, out of the profits of the Company for the financial year ended 31st March, 2024."

The Results of the Voting were as under:

CHAIRMAN'S INITIALS	
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HELD AT ON TIME

Resolution required: (Ordinary/ Special)			<i>Ordinary</i>					
Whether promoter/ promoter group are interested in the agenda/resolution?			<i>No</i>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares= $[(2)/(1)]*100$ (3)	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled $[(4)/(2)]*100$ (6)	% of Votes against on votes polled $[(5)/(2)]*100$ (7)
		(1)	(2)		(4)	(5)		
Promoter and Promoter Group	E-Voting	33119173	32919647	99.3976	32919647	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		33119173	32919647	99.3976	32919647	0	100.00
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1600	0	0	0	0	0
Public Non Institutions	E-Voting	16482747	20738	0.1258	20728	10	99.9518	0.0482
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		16482747	20738	0.1258	20728	10	99.9518
Total		49603520	32940385	66.4074	32940375	10	100.0000	0.0000

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 2 was passed by **REQUISITE MAJORITY AS AN ORDINARY RESOLUTION.**

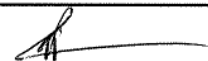
ITEM NO. 3: ORDINARY RESOLUTION: - APPOINTMENT OF MRS. PURNIMA MEHTA (DIN 00023632) WHO RETIRES BY ROTATION AT THIS ANNUAL GENERAL MEETING AND BEING ELIGIBLE OFFERS HERSELF FOR RE-APPOINTMENT.

"**RESOLVED THAT**, pursuant to the provisions of Section 152 of the Companies Act, 2013, Mrs. Purnima Mehta (DIN 00023632), Director of the Company who retires by rotation at this meeting, be and is hereby re-appointed as Director of the Company, liable to retire by rotation."

The Results of the Voting were as under:

Resolution required: (Ordinary/ Special)			<i>Ordinary</i>					
Whether promoter/ promoter group are interested in the agenda/resolution?			<i>No</i>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares= $[(2)/(1)]*100$	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled $[(4)/(2)]*100$	% of Votes against on votes polled $[(5)/(2)]*100$
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	33119173	32919647	99.3976	32919647	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		33119173	32919647	99.3976	32919647	0	100.00
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1600	0	0	0	0	0
Public Non Institutions	E-Voting	16482747	20738	0.1258	20728	10	99.9518	0.0482
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		16482747	20738	0.1258	20728	10	99.9518
Total		49603520	32940385	66.4074	32940375	10	100.0000	0.0000

CHAIRMAN'S
INITIALS



HELD AT ON TIME

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 3 was passed by **REQUISITE MAJORITY AS AN ORDINARY RESOLUTION.**

B. SPECIAL BUSINESS**ITEM NO. 4: ORDINARY RESOLUTION:- RATIFICATION OF THE REMUNERATION PAYABLE TO THE COST AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR 2024-25.**

“**RESOLVED THAT** pursuant to the provisions of section 148 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), the members of the Company be and hereby ratify the payment of remuneration of Rs. 35,000 (Rupees Thirty Five Thousand Only), plus applicable taxes and reimbursement of out of pocket expenses at actual to M/s Dhananjay V. Joshi & Associates, Cost Accountants (FRN: 000030) appointed by the Board on the recommendation of the Audit Committee, as the Cost Auditors to conduct the audit of the cost records of the Company for the Financial Year ending 31st March, 2025;

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

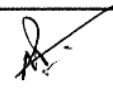
The Results of the Voting were as under:

Resolution required: (Ordinary/ Special)			<i>Ordinary</i>					
Whether promoter/ promoter group are interested in the agenda/resolution?			<i>No</i>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares= $[(2)/(1)]*100$	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled $[(4)/(2)]*100$	% of Votes against on votes polled $[(5)/(2)]*100$
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	33119173	32919647	99.3976	32919647	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		33119173	32919647	99.3976	32919647	0	100.00
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1600	0	0	0	0	0
Public Non Institutions	E-Voting	16482747	20738	0.1258	20728	10	99.9518	0.0482
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		16482747	20738	0.1258	20728	10	99.9518
Total		49603520	32940385	66.4074	32940375	10	100.0000	0.0000

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 4 was passed by **REQUISITE MAJORITY AS AN ORDINARY RESOLUTION.**

ITEM NO. 5: ORDINARY RESOLUTION: APPROVAL OF THE TRANSACTIONS/ CONTRACTS/ARRANGEMENTS WITH RELATED PARTIES UNDER REGULATION 23 OF THE SEBI (LODR) REGULATIONS, 2015:

CHAIRMAN'S INITIALS



HELD AT ON TIME

“RESOLVED THAT pursuant to the provisions of Regulation 23 of the SEBI (LODR) Regulations, 2015 (“SEBI Listing Regulations”) and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021 read with the provisions of section 188 and 185 of the Companies Act, 2013 and other applicable provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Company’s policy on Related Party Transactions, consent of the members of the company be and is hereby accorded to enter into transactions/ contracts / arrangement, in the ordinary course of its business and on arm’s length basis, for purchase, sale or deal in the products, goods, stock in trade, Transfer of Resources including receiving/ providing loans and advances or such other transactions, on such terms and conditions as may be mutually agreed upon between the company and all related party for an amount upto Rs.100.00 Crores (Rupees One Hundred Crore only) in each financial year;

RESOLVED FURTHER THAT the Board of directors of the company, jointly and/or severally, be and is hereby authorized to do or cause to be done all such acts, deeds and things, settle any queries, difficulties, doubts that may arise with regard to any transaction with the related party, finalize the terms and conditions as may be considered necessary, expedient or desirable and execute such agreements, documents and writings and to make such filings as may be necessary or desirable, in order to give effect to this Resolution in the interest of the company.”

The Results of the Voting were as under:

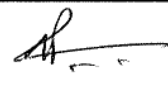
Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares=[(2)/(1)]* 100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled [(4)/(2)]*100	% of Votes against on votes polled [(5)/(2)]* 100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	33119173	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Total		33119173	0	0	0	0	0
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Total		1600	0	0	0	0	0
Public Non Institutions	E-Voting	16482747	20716	0.1257	20706	10	99.9517	0.0483
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Total		16482747	20716	0.1257	20706	10	99.9517
Total		49603520	20716	0.0418	20706	10	99.9517	0.0483

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 5 was passed by **REQUISITE MAJORITY AS AN ORDINARY RESOLUTION.**

ITEM NO. 6: SPECIAL RESOLUTION: CONFIRMATION OF THE APPOINTMENT OF MR. SIDDHARTH SETHI (DIN: 01548305) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the

CHAIRMAN'S
INITIALS



HELD AT ON TIME

Companies (Appointment and Qualification of Directors) Rules, 2015 read with Schedule IV of the Companies Act, 2013 and the provisions of the SEBI (LODR) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Siddharth Sethi (DIN: 01548305), who was appointed by the Board as an Additional Director under the category of Independent Director w.e.f. 1st April, 2024, in terms of Section-161 of the Companies Act, 2013 and Article of Association of the Company and a declaration has been received from him confirming that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015, be and is hereby appointed as an Independent Director of the Company to hold office for a first term of 5 (Five) Consecutive Years w.e.f. 1st April, 2024 till 31st March, 2029 and his office shall not be liable to retire by rotation.”

The Results of the Voting were as under:

Resolution required: (Ordinary/ Special)			<i>Special</i>					
Whether promoter/ promoter group are interested in the agenda/resolution?			<i>No</i>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares= $\frac{(2)}{(1)} * 100$	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled $\frac{[(4)/(2)] * 100}{(6)}$	% of Votes against on votes polled $\frac{[(5)/(2)] * 100}{(7)}$
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	33119173	32919647	99.3976	32919647	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		33119173	32919647	99.3976	32919647	0	100.00
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1600	0	0	0	0	0
Public Non Institutions	E-Voting	16482747	20738	0.1258	20728	10	99.9518	0.0482
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		16482747	20738	0.1258	20728	10	99.9518
Total		49603520	32940385	66.4074	32940375	10	100.0000	0.0000

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 6 was passed by **REQUISITE MAJORITY AS A SPECIAL RESOLUTION.**

ITEM NO. 7: SPECIAL RESOLUTION: CONFIRMATION OF THE RE-APPOINTMENT OF MRS. PURNIMA MEHTA (DIN: 00023632) AS WHOLE TIME DIRECTOR OF THE COMPANY:

“**RESOLVED THAT** pursuant to the recommendation of the Nomination and Remuneration Committee and Board of Directors and subject to the provisions of sections 196, 197, 198 and 203 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule V of the Companies Act, 2013 and Articles of Association of the company, consent of the members be and is hereby accorded to re-appointment of Mrs. Purnima Mehta (DIN:00023632) as the Whole-time Director of the Company for a term of 3(three) years with effect from 1st July, 2025 to 30th June, 2028 on such remuneration and terms and conditions as are annexed herewith as explanatory statement;

CHAIRMAN'S
INITIALS



HELD AT ON TIME

FURTHER RESOLVED THAT in the event of there being any loss or inadequacy of profit for any financial year the remuneration payable to Mrs. Purnima Mehta shall be minimum remuneration payable by the Company;

FURTHER RESOLVED THAT there shall be clear relation of the Company with Mrs. Purnima Mehta as “the Employer-Employee” and each party may terminate the above said appointment with six months notice in writing or salary in lieu thereof;

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things and to decide breakup of his remuneration within the permissible limits in its absolute discretion as may considered necessary, expedient or desirable and to vary, modify the terms and conditions and to settle any question, or doubt that may arise in relation thereto in order to give effect to the foregoing resolution, or as may be otherwise considered by it to be in the best interest of the Company.”

The Results of the Voting were as under:

Resolution required: (Ordinary/ Special)			<i>Special</i>					
Whether promoter/ promoter group are interested in the agenda/resolution?			<i>No</i>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares=[(2)/(1)]* 100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled [(4)/(2)]*100	% of Votes against on votes polled [(5)/(2)]* 100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	33119173	32919647	99.3976	32919647	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		32919647	99.3976	32919647	0	100.00	0
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non Institutions	E-Voting	16482747	20738	0.1258	20728	10	99.9518	0.0482
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		20738	0.1258	20728	10	99.9518	0.0482
Total		49603520	32940385	66.4074	32940375	10	100.0000	0.0000


On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 7 was passed by **REQUISITE MAJORITY AS A SPECIAL RESOLUTION.**

VOTE OF THANKS:

Being no other business, the Chairman thanks to all the members and Board members and invites for participating in the meeting and declared that the meeting is concluded.

Place: Indore

Date: 08/07/2024


Shiv Singh Mehta
Chairman of the 34th Annual General Meeting
DIN: 00023523

CHAIRMAN'S INITIALS	
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CHAIRMAN'S INITIALS	
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