Phoenix Overseas Limited
Three Star Export House
CIN: L15314WB2002PLC095587
*Registered Office Address :*
13-B, Bidhan Sarani, Kolkata - 700006
West Bengal, India

Dated: 28th August, 2026

To
The Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (East), Mumbai – 400051

**Sub: Summary of Proceedings of the 23rd Annual General Meeting (AGM) of the company held on August, 28, 2026, Friday through Video Conferencing / Other Audio-Visual Means pursuant to Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Ref: Phoenix Overseas Limited (Symbol: PHOGLOBAL)

Dear Sir/Madam,

Pursuant to Regulation 30(2) read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, please find enclosed herewith a summary of the proceedings of the 23rd Annual General Meeting of the members of the company held today, i.e. Friday, August 28, 2026 at 01:00 P.M. through Video Conferencing / Other Audio-Visual Means without the physical presence of the Shareholders at the registered office of the Company situated at 13B, Bidhan Sarani, Amherst St., Kolkata – 700006 and we are pleased to submit herewith the following with respect to the 23rd Annual General Meeting ("AGM").

You are requested to kindly take the same on record.

Thanking You
Yours faithfully
For **Phoenix Overseas Limited**

SIMRAN KOTHARI
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Date: 2026.08.28 20:14:47 +05'30'

Simran Kothari
Company Secretary
Encl: As above

**SUMMARY OF PROCEEDINGS OF THE 23rd ANNUAL GENERAL MEETING OF THE MEMBERS OF PHOENIX OVERSEAS LIMITED ('THE COMPANY')**

A. Date, time and venue of the 23rd Annual General Meeting (AGM):

The 23rd Annual General Meeting ("AGM") of the members of the company was held on Friday, August 28, 2026 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

**The meeting commenced at 13:00 P.M. and concluded at 14:31 P.M.**

B. Attendees of the Meeting:

The meeting was attended by the following:

| S. No | Names of the Attendees | Designation |
|---|---|---|
| 1. | Aparesh Nandi | Managing Director & Chairman |
| 2. | Jayanta Kumar Ghosh | Director |
| 3 | Uday Narayan Singh | Director |
| 4. | Arpita Das | Independent Women Director |
| 5. | Ranajit Kumar Mondal | Independent Director |
| 6. | Simran Kothari | Company Secretary |
| 7. | Kingshuk Basu | CFO |
| 8. | Twinkle Pandey of M/s TP & Associates | Secretarial Auditor |
| 9. | Sudhir Kothari of M/s Sudhir Kothari and Associates. | Scrutinizer of the AGM |
| 10. | Mr. Sandeep Nawalgaria | Advisor to the Board of Directors |
| 11. | Mr. Ranjan Singh | Statutory Auditor of the Company |
| 12. | Mr. Ramakant Sureka | Previous Statutory Auditors |

C. Proceedings in brief:

Mr. Aparesh Nandi, Chairman, Managing Director chaired the proceeding of the Meeting. The Company Secretary, on the instruction of the Chairman, provided general instructions to the members regarding participation and e-voting at the meeting. She informed the members that the meeting was convened and conducted through VC in accordance with the circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI).

She stated that the e-voting commenced on Tuesday, 25th August, 2026 (9:00 a.m. IST) and concluded on Thursday, 27th August, 2026 (5:00 p.m. IST).

Thereafter, the Chairman welcomed all the attendees and shareholders joined through VC Mr. Aparesh Nandi, Chairman of the Board, chaired the proceedings of the Meeting.

The quorum being present, the Chairman called the meeting in order. There were 18 Members present through VC, including Corporate Holders and the necessary quorum was present throughout the Meeting.

Chairman welcomed the Members and provided operational highlights of the Company for the Financial Year 2025-26. With the consent of the shareholders, the Notice convening the Meeting was taken as read.

Mr. Jayanta Kumar Ghosh and Mr. Uday Narayan Singh shared their insights and remarks regarding the company's performance during the 23rd Annual General Meeting. They acknowledged the collective efforts of the management and employees in navigating the challenges faced throughout the year and appreciated the company's strategic initiatives that contributed to its overall growth. Both expressed satisfaction with the financial results and operational improvements, emphasizing the importance of continued innovation, customer focus, and sustainable business practices. They also encouraged all stakeholders to remain committed to the company's long-term vision and objectives, highlighting the role of strong governance and collaborative leadership in driving future success.

Thereafter, Partner of the Statutory Auditor (to be appointed for FY 2026-27) was invited to say a few words. Mr. Ranjan Singh, of M/s. L.B Jha & Co. LLP.

The formal resolution was read out to the members for adoption of Audited Financial Statements of the Company for the financial year ended 31st March, 2026, the Reports of the Directors' and Auditors' thereon and other reports and documents forming part of the Directors' Report along with the annexures thereto for approval of the shareholders.

Resolution no. 2, 3, 4, & 5 forming part of the Notice, were also read out to the shareholders.

Pursuant to the provisions of Companies Act, 2013 and the SEBI Listing Regulations, the Company has provided facility for voting by electronic means to all its members to enable them to cast their votes electronically so that business may be transacted through such e-voting and that for this purpose, the Company has availed the services of Central Depository Services (India) Limited for facilitating voting through electronic means. M/s. Sudhir Kothari & Associates, Chartered Accountant (Mem No: 053874) has been appointed by the Board as the Scrutinizer for scrutiny of e-voting at this AGM and remote e-voting before the AGM.

Following businesses were transacted at the AGM:

| Resolution No. | Resolution | Type of Resolution (Ordinary/Special) |
|---|---|---|
| 1 | The First Item of Business is to consider & adoption of the audited standalone and consolidated financial statements of the company for the financial year ended 31st march, 2026, along with the reports of the board of directors and auditors thereon. | Ordinary |
| 2 | The Second item of the Business is to declare final dividend @ 6% i.e. Re. 0.60/- per equity share for the financial year 2025-26. | Ordinary |
| 3 | The Third item of business is to re-appoint Sri Jayanta Kumar Ghosh, who retires by rotation and being eligible, offers himself for re-appointment.<br>The detailed information as required under the Listing Regulations and the Secretarial Standard on General | Ordinary |

| | | |
|---|---|---|
| | Meetings in respect of his re-appointment has been provided in the Notice convening this AGM. | |
| 4 | Fourth item being, Re-appointment of Sri Aparesh Nandi as the Managing Director for further 5 years. | Ordinary |
| 5 | Fifth item is to Appoint M/s L B Jha & Co. LLP as the statutory auditors for FY 2026-27. | Ordinary |

The results of voting will be declared in due course after considering the e-voting done during the AGM by members participating in this AGM and the remote e-voting already done by members and that the results along with scrutinizer report shall be submitted to the stock exchange i.e. the NSE Limited and shall also be placed on the website of the Company.

Shareholders who have not already voted to exercise their voting using e-voting Platform of CDSL were informed that the e-voting module of CDSL will be open till 15 minutes after the conclusion of the meeting.

Chairman concluded the meeting by thanking the members for attending the AGM and for active support of members.

The meeting concluded with vote of thanks to the attendees.

For **Phoenix Overseas Limited**

SIMRAN KOTHARI

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Date: 2026.08.28 19:54:29 +05'30'

Simran Kothari
Company Secretary & Compliance officer