



MINUTES OF THE PROCEEDINGS OF THE 8TH ANNUAL GENERAL MEETING OF PRITI INTERNATIONAL LIMITED HELD THROUGH VIDEO CONFERENCING (“VC”)/ OTHER AUDIO-VISUAL MEANS (“OAVM”) WITH DEEMED PLACE OF MEETING BEING ITS REGISTERED OFFICE SITUATED AT PLOT NO. F-43, BASNI IST PHASE, JODHPUR-342001, RAJASTHAN ON FRIDAY, SEPTEMBER 26, 2025, AT 11:00 A.M.

The Following were present:

Directors:

| | | |
|----------------------|---|--|
| Goverdhan Das Lohiya | : | Chairman and Whole Time Director |
| Priti Lohiya | : | Managing Director |
| Ritesh Lohiya | : | Executive Director and Chief Financial Officer |
| Yogendra Chhangani | : | Independent Director |
| Sanjay Kumar | : | Independent Director |
| Tamanna Kumari | : | Independent Director |
| Leela Lohiya | : | Non-Executive Director |

In Attendance:

| | | |
|--------------------|---|--|
| Ms. Rashmi Shirmal | : | Company Secretary and Compliance Officer |
|--------------------|---|--|

Invitees:

| | | |
|--|---|-------------|
| FCA Lucky Nanwani (Partner of S B L and Co LLP, Chartered Accountants) | : | Scrutinizer |
|--|---|-------------|

Members Present in person
(Through Video Conferencing)

: Forty-Five (45)

Members Present
Through proxy

: Nil (0)

In accordance with applicable provisions of the Companies Act, 2013 and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India (“SS-2”), Mr. Goverdhan Das Lohiya, Chairman of the Board of Directors, took the chair.

The Chairman authorised Ms. Rashmi Shirmal, Company Secretary and Compliance Officer of the Company to carry out the further proceedings of the AGM.



The Company Secretary informed the members that Mr. Mahak Singhvi could not attend this meeting due to his pre-occupancy in other assignments.

The Company Secretary ascertained the Quorum of the Meeting.

A total of 45 members were present including individual members as well as members authorised by Body Corporates and HUFs.

The requisite quorum being present, the Company Secretary called the meeting to order.

The requisite quorum was present throughout the meeting.

With the consent of the Members present, the Notice of the AGM, the Standalone Financial Statements of the Company for the Financial Year 2024-2025, together with Report of Board of Directors and Annexures thereto, and Report of Auditors thereon was taken as read.

The Members were informed that the Statutory Registers and Documents as required pursuant to the Companies Act, 2013 to be produced at the meeting were available for inspection of the members, electronically.

The members were also informed that in accordance with the provisions of Section 108 of the Companies Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided facility for Remote E-Voting process and E-Voting during the AGM to all members. Further, the members were informed that those members who have not voted to the resolutions set out in the notice of the meeting, by way of remote e-voting process were entitled to vote through E-Voting during the AGM.

The members were informed that the Company had appointed FCA Lucky Nanwani, Partner of S B L and Co LLP, Chartered Accountants as the Scrutinizers for the purpose of scrutinizing the process of Remote E-Voting process and E-Voting during the AGM.

The Company Secretary thereafter proceeded with the business to be transacted at the meeting:



Item No. 1: To Consider and Adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025, together with the reports of the Board of Directors and Auditors thereon.

Proposed by : Mrs. Priti Lohiya
Seconded by : Mr. Ritesh Lohiya

The following Resolution having been proposed and seconded by the aforementioned two Members was put to vote as an **Ordinary Resolution**:

“RESOLVED THAT the audited financial statement of the Company for the financial year ended March 31, 2025, and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby received, considered and adopted.”

Voting Results:

| Particulars | Number of members who voted | Number of votes cast by them | % of total number of valid votes cast |
|--|-----------------------------|------------------------------|---------------------------------------|
| Voted in favour of the resolution | 11 | 86,26,332 | 100.00% |
| Voted against the resolution | 00 | 00 | 00.00% |
| Invalid votes | 00 | 00 | 00.00% |

Approved by Requisite Majority

For the item no. 2 Ms. Tamanna Kumari took the chair.

Item No. 2: To appoint a director in place of Mr. Goverdhan Das Lohiya (DIN: 07787326), who retires by rotation and being eligible, offers himself for reappointment.



Proposed by : Ms. Rashi Shrimal
Seconded by : Mr. Rohit Kumar Sharma

The following Resolution having been proposed and seconded by the aforementioned two Members was put to vote as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Goverdhan Das Lohiya (DIN: 07787326), who retires by rotation at this meeting, and being eligible, offers himself for reappointment be and is hereby appointed as a Director of the Company liable to retire by rotation.”

Voting Results:

| Particulars | Number of members who voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------------------|-----------------------------|------------------------------|---------------------------------------|
| Voted in favour of the resolution | 11 | 86,26,332 | 100.00% |
| Voted against the resolution | 00 | 00 | 00.00% |
| Invalid votes | 00 | 0 | 00.00% |

Approved by Requisite Majority

Item No. 3: To appoint FCS REEPTIKA BARMERA (Company Secretary in Practice), as Secretarial Auditor of the Company

Proposed by : Mr. Goverdhan Das Lohiya
Seconded by : Mr. Ritesh Lohiya

The following Resolution having been proposed and seconded by the aforementioned two Members was put to vote as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to Section 204 and other applicable provisions, if any, of the Companies Act, 2013, Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), and other applicable laws/statutory provisions, if any, as amended from time to time, and on recommendation by the Audit Committee and the Board of Directors of the Company, the consent of the members be and is hereby accorded to appoint FCS REEPTIKA BARMERA (Company Secretary in Practice), (Firm Registration Number S2023RJ931700) as Secretarial Auditor of the Company for a term of five consecutive years commencing from financial year 2025-26 till financial year 2029-30, at such fees, plus applicable taxes and other out-of-pocket expenses as may be mutually agreed upon between the Board of Directors of the Company and the Secretarial Auditor.

RESOLVED FURTHER THAT Mr. Goverdhan Das Lohiya (DIN: 07787326), Whole Time Director, Ms. Priti Lohiya (DIN: 07789249), Managing Director, Mr. Ritesh Lohiya (DIN: 07787331) Chief Financial Officer and Ms. Rashi Shrimal (M. No. A60070), Company Secretary be and are hereby authorised to do all such acts, deed and things as may be necessary to give effect to the above resolution.”

Voting Results:

| Particulars | Number of members who voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------------------|-----------------------------|------------------------------|---------------------------------------|
| Voted in favour of the resolution | 11 | 86,26,332 | 100.00% |
| Voted against the resolution | 00 | 00 | 00.00% |
| Invalid votes | 00 | 0 | 00.00% |

Approved by Requisite Majority



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E-Voting during the AGM was also provided for those shareholders, who had not cast their vote by Remote E-Voting prior to the AGM.

The Company Secretary then invited the Members to express their views, ask questions and seek clarifications on the proposed resolution. The Members were given an opportunity to speak. After giving sufficient time to all Members who wished to speak, the Chief Financial Officer responded to the queries raised by them.

The Members were informed that the voting results along with the Independent Scrutinizers' Report would be announced within 48 hours of the conclusion of the AGM.

There being no other business to transact, the Meeting concluded around 11:30 A.M with a Vote of Thanks to the Chair.

The E-Voting Facility was concluded at around 11:34 A.M.

Entered in the Minutes Book and signed on October 09, 2025, at Jodhpur.

Entered on: 09/10/2025
Place: Jodhpur

GOVERDHAN DAS LOHIYA
CHAIRMAN

