



- AIRPORTS
- HIGHWAYS
- INFRASTRUCTURE
- RAILWAYS
- REAL ESTATE

Date: 26th October, 2026

To,
National Stock Exchange of India Limited
Exchange Plaza,
5M Floor, Plot No. C-1,
G Block, Bandra Kurla Complex,
Bandra (E),
Mumbai — 400 051

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Dear Sir / Madam,

Sub : Filing of Minutes of 41st Annual General Meeting.

Ref: NSE Symbol -TARMAT; BSE Script Code -532869

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, enclosed please find the minutes of the 41st Annual General Meeting of the Company held on Wednesday 30th September, 2026 through video conference.

You are requested to take on record the same.

Thanking you,

For Tarmat Limited

Shivatosh
Nareswar
Chakraborty

Digitally signed by Shivatosh
Nareswar Chakraborty
DN: cn=Shivatosh Nareswar
Chakraborty c=IN o=Personal
Reason: SHIVATOSH
Location:
Date: 2026-10-26
18:40+05:30

S. Chakraborty
Company Secretary
Encl: as above.

TARMAT LIMITED

General A. K. Vaidya Marg, Near Wageshwari Mandir, Off Film City Road, Malad (E), Mumbai - 400 097.
Tel.: 2840 2130 / 1180 • Fax : 2840 0322 • Email : contact@tarmatlimited.com • Website : www.tarmatlimited.com
CIN : L45203MH1986PLC038535

HELD AT _____ ON _____ TIME _____

TARMAT LIMITED**MINUTES OF THE 41ST ANNUAL GENERAL MEETING OF THE MEMBERS OF TARMAT LIMITED HELD THROUGH VIDEO CONFERENCE / OTHER AUDIO VISUAL MEANS, ON WEDNESDAY, 30TH SEPTEMBER, 2026 AT 02.00 P.M.**

Present through Video Conference / Other Audio Visual Means:

1. Members of the Board of Directors:

- Mr. Jerry Varghese : Chairman of the Company
- Mr. Dilip Varghese : Managing Director
- Mr. Krishan Kumar Kinra : Independent Director
- Mr. Amit Shah : Executive Director
- Dr. Kishanrao M. Godbole : Independent Director of the Company and also as the Chairman of the Audit Committee, Stakeholder Relationship Committee & Nomination and Remuneration Committee
- Ms. Priyanka Bhushan Sahani : Independent Director

2. Executives and Invitees

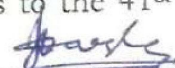
- Mr. S. Chakraborty : Company Secretary & Chief Financial Officer
- Mr. Manoj Shetty : Partner of Hegde & Associates Chartered Accountants, Statutory Auditors of the Company.
- Mr. Prashant Diwan : Secretarial Auditors and Scrutinizer of E-Voting of the Company had joined through Video Conferencing by invitation.
- Mr. Satish Shah : Cost Auditor of the Company.

3 In aggregate, 139 Members were attended through Video Conferencing.

4 Mr. Jerry Varghese, Chairman of the Board took the Chair. After confirming that the requisite quorum was present, the Chairman declared the meeting duly constituted and called the meeting to order. Chairman further informed the members that since Mr. Chakraborty - Company Secretary is not well, Mr. Pranav B. Pandya - Assistant to Company Secretary will conduct the meeting. At the request of the Chairman, Mr Pranav B. Pandya assisted in conducting the proceedings of the meeting at 2:00 p.m.

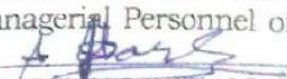
5 The Statutory Registers were placed before the meeting.

6 Mr. Pranav B. Pandya welcomed the Members to the 41st Annual General Meeting (AGM).


CHAIRMAN'S INITIALS

HELD AT _____ ON _____ TIME _____

- 7 Mr. Pranav B. Pandya further informed that the Ministry of Corporate Affairs ('MCA'), Government of India, permitted to conduct the Annual General Meeting ('AGM') through video conferencing (VC) or other audio visual means (OAVM) and dispensed physical present of the members at the meeting. He further informed that Company had tied up with Bigshare Services Pvt. Ltd. to provide facility for voting through remote e-voting, for participation in the AGM through VC / OAVM facility and e-voting during the AGM. He thanked all the members of the Company for joining the meeting virtually.
- 8 Thereafter, Mr. Pranav B. Pandya commenced the formal agenda of the AGM and with the consent of the Members present, the Notice convening the meeting, the Report of Board of Directors along with annexures thereto and the Financial Statements for the financial year ended 31st March, 2026 as circulated to all the members in compliance with the relevant circulars of MCA were taken as read.
- 9 Mr. Pranav B. Pandya informed that Annual Financial Statements of the Company for the financial year ended 31st March, 2026 did not contain any qualifications, observations or comments on financial transactions or matters, which had adverse effect on the functioning of the Company. Since there were no such qualifications, observations or comments, the Auditors Report was not required to be read.
- 10 Mr. Pranav B. Pandya informed that the Company had provided the facility of e-voting to its Shareholders to exercise their right to vote on the Resolutions proposed to be passed at the AGM during the AGM using the e-voting website of Big-Share Services Pvt. Ltd.. He further stated that Mr. Prashant Diwan Practicing Company Secretary was appointed as the Scrutinizer for the e-voting process.
- 11 Thereafter Mr. Dilip Varghese, Managing Director of the Company addressed the Shareholders of the Company informing performance of the Company during financial year ended 31.03.2026.
- 12 Thereafter Mr. Pranav B. Pandya moved all the following resolutions as set out in the Notice of AGM.
- a) Adoption of Audited Financial Results for the financial year ended 31.03.2026.
 - b) Re-appointment of Mr. Dilip Varghese (DIN: 01424196) Managing Director of the Company, who retires by rotation at this meeting and being eligible, offers himself for reappointment.
 - c) Re-Appointment of M/s. Hegde & Associates (FRN 103610W) Chartered Accountants, as Statutory Auditor of the Company for a Second Term of Five years.
 - d) Payment of Remuneration to Mr. Jerry Varghese (DIN: 00012905) Non-Executive Director of the Company.
 - e) Re-appointment and Remuneration to Mr. Dilip Varghese (DIN:01424196), Managing Director and Key Managerial Personnel of the Company.
 - f) Re-appointment and Remuneration to Mr. Amit Atmaram Shah (DIN:08467309), Executive Director and Key Managerial Personnel of the Company.

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CHAIRMAN'S INITIALS

HELD AT _____

ON _____

TIME _____

Annexure - 1**41st ANNUAL GENERAL MEETING HELD ON
30th SEPTEMBER, 2026**

Declaration of Results of Remote e-voting and e-voting at the Meeting As per the provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the relevant Circulars issued by the Ministry of Corporate Affairs, the Company had provided the facility of remote e-voting to enable the Shareholders to cast their vote electronically on the resolutions proposed in the Notice of the 41st Annual General Meeting (AGM). The remote e-voting was open from 9.00 a.m. on Saturday, 26th September, 2026 till 5.00 p.m. on Tuesday, 29th September, 2026.

The Board of Directors had appointed Mr. Prashant Diwan, Practising Company Secretary as the Scrutiniser for remote e-voting. The Scrutiniser had carried out the scrutiny of all the electronic votes received up to the close of remote e-voting period on 29th September, 2026 and votes cast through e-voting facility during the AGM and had submitted his Report dated 30th September, 2026 on 30th September, 2026.

The Consolidated Results as per the scrutinizer's Report dated 30th September, 2026 are as follows.

Resolu tion No.	Particulars	% of Votes in favour	% of Votes against
1	Adoption of Financial Statements together with the Reports of Board of Directors and Auditors thereon for the financial year ended 31st March, 2026.	100	0
2	To appoint a Director in place of Mr. Dilip Varghese (DIN: 01424196) who retires by rotation at this meeting and being eligible, offers himself for reappointment.	100	0
3	Re-appointment of Statutory Auditor of the Company for a Second Term of Five years.	100	0
4	Payment of Remuneration to Mr. Jerry Varghese (DIN:00012905)- Non Executive Director of the Company.	100	0
5	Re-appointment and Remuneration to Mr. Dilip Varghese (DIN:01424196) - Managing Director and Key Managerial Personnel of the Company	100	0
6	Re-appointment and Remuneration to Mr. Amit Atmaram Shah (DIN:08467309) - Executive Director and Key Managerial Personnel of the Company	11.18	88.82
7	Re-appointment of Mr. Krishan Kumar Kinra as an Independent and Non-Executive, Director of the Company for a Second term of Five Years.	100	0
8	Ratification of the remuneration to be paid to Mr. Satish. Shah, Cost Accountant, for the FY 2026-27.	100	0


CHAIRMAN'S INITIALS

HELD AT _____ ON _____ TIME _____

- g) Re-appointment of Mr. Krishan Kumar Kinra as an Independent and Non-Executive, Director of the Company for a Second Term of Five years.
- h) Ratification of the remuneration to be paid to Mr. Satish Shah, Cost Accountant, for the FY 2026-27.
- 13 Mr. Dilip Varghese – Managing Director announced the names of the 25 Shareholders who had registered themselves as Speakers for the meeting, in sequence and responded to all the queries of the Speaker Members.
- 14 Mr. Dilip Varghese – Managing Director informed the members that after completion of the proceedings, the e-voting facility is open at the platform of Bigshare Services Pvt. Ltd. at e-voting website for 15 minutes to enable the shareholders to cast their votes.
- 15 Mr. Dilip Varghese further informed that combined results of remote e-voting and e-voting during the meeting would be announced and made available on the website of the Company, on the website of Bigshare Services Pvt. Ltd. and also on the website of the Stock Exchanges.
- 16 Mr. Dilip Varghese thanked the Shareholders for their co-operation in conducting the meeting through the Audio Video means.
- 17 Mr. Dilip Varghese also thanked all Directors and Members of the Management Committee who had joined the meeting. Further he stated that the meeting would stand concluded at the end of 15 minutes.
- 18 The meeting concluded at 02.50 p.m.
- 19 The results of the e-voting (attached as Annexure I) was declared on 30th September, 2026 based on the report of the scrutinizers dated 30th September, 2026. Entered in the Minutes Book on 07th day of October, 2026 at Mumbai.

Date: 10.10.2026
Place: Mumbai


Mr. Jerry Varghese
Chairman

CHAIRMAN'S INITIALS

HELD AT _____ ON _____ TIME _____

Based on the Report of the Scrutinizer dated 30th September, 2026 Resolution Nos. 1 to 5 and 7 to 8 as set out in the Notice of 41st Annual General Meeting have been duly approved by the Shareholders with requisite majority.

However, Item No. 6 of the Notice proposed, as a Special Resolution, the re-appointment of Mr. Amit Atmaram Shah (DIN: 08467309) as an Executive Director and Key Managerial Personnel of the Company for a further period of three years with effect from October 1, 2026, and his remuneration for that period was **NOT** duly approved by the Shareholders with requisite majority.

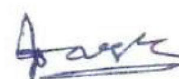
As per the Consolidated Scrutinizer's Report dated September 30, 2026 issued by Mr. Prashant Diwan, Practising Company Secretary (UDIN: F001403H001681598), on remote e-voting and e-voting at the AGM, the voting on Item No. 6 was as under:

Particulars	No. of votes	% of valid votes
Total valid votes cast	1,46,82,530	100.00
Votes in favour (Assent)	16,40,879	11.18
Votes against (Dissent)	1,30,41,651	88.82

Under Section 114(2) of the Companies Act, 2013 ("the Act"), the votes cast in favour of the resolution to be not less than three times the number of the votes, if any, cast against the resolution by members so entitled and voting. The resolution at Item No. 6 received only 11.18% of the valid votes in favour which is less than three times vote cast against and was accordingly not passed by the Members & therefore, Mr Amit Shah has not been Re-appointed as Executive Director and Key managerial Personnel.

Accordingly, upon expiry of his term on September 30, 2026, Mr. Amit Atmaram Shah has automatically retired as the Executive Director and Key Managerial Personnel of the Company with effect from the close of business hours on September 30, 2026.

10.10.2026



Jerry Varghese
Chairman

CHAIRMAN'S INITIALS