



September 30, 2025

**National Stock Exchange of India Ltd.**

Exchange Plaza, C – 1, Block G  
Bandra-Kurla Complex, Bandra (E),  
Mumbai-400 051  
Symbol: UNIECOM

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001  
Scrip Code: 544227

**Subject: Disclosure pursuant to regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015- Proceedings of 14<sup>th</sup> Annual General Meeting of Unicommerce eSolutions Limited (the 'Company')**

Dear Sir/ Madam,

Greetings from Unicommerce eSolutions Limited

Pursuant to Regulation 30, Part-A of Schedule -III and other applicable provisions of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements), Regulations, 2015 ('SEBI Listing Regulations'), we enclose herewith the summary of proceedings of the 14<sup>th</sup> Annual General Meeting ('AGM') of the Company, held today i.e Tuesday, September 30, 2025, at 10:30 A.M. (IST) through Video Conference / Other Audio-Visual Means to transact the businesses as stated in the Notice convening the AGM, dated September 1, 2025 as 'Annexure – I'.

This information is available on the website of the Company: <https://unicommerce.com/>

You are requested to kindly take the aforementioned on record.

Thanking You

**For Unicommerce eSolutions Limited**

**Anil Kumar**  
**Company Secretary**  
**Membership No. F8023**

Encl.: as above



**ANNEXURE-I**

**Summary of proceedings of the 14<sup>th</sup> Annual General Meeting of Unicommerce eSolutions Limited held on September 30, 2025**

The 14<sup>th</sup> Annual General Meeting of the Company was convened on Tuesday, September 30, 2025, at 10:30 A.M. (I.S.T.) through video conferencing ('VC')/ other audio-video means ('OAVM'). The meeting was held in compliance with the General Circulars issued by the Ministry of Corporate Affairs ('MCA') and circulars issued by the Securities and Exchange Board of India ('SEBI') and as per applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

**Directors and Key Managerial Personnel in attendance:-**

Mr. Manoj Kumar Kohli	Chairman and Non-Executive Independent Director
Mr. Kasaragod Ullas Kamath	Non-Executive Independent Director - Chairman of Audit Committee - Chairman of Risk Management Committee - Member of Nomination and Remuneration Committee
Mr. Kunal Bahl	Nominee Director, Non-Independent and Non-Executive - Member of Nomination and Remuneration Committee - Member of Stakeholders Relationship Committee
Mr. Rohit Kumar Bansal	Nominee Director, Non-Independent and Non-Executive - Member of Risk Management Committee - Member of Corporate Social Responsibility Committee
Mr. Kapil Makhija	Managing Director and Chief Executive Officer (Key Managerial Personnel) - Member of Audit Committee - Member of Stakeholders Relationship Committee - Member of Risk Management Committee - Member of Corporate Social Responsibility Committee
Mr. Bharat Venishetti	Nominee Director, Non-Independent and Non-Executive
Mr. Anurag Mittal	Chief Financial Officer (Key Managerial Personnel)
Mr. Anil Kumar	Company Secretary (Key Managerial Personnel)

**Other representatives:-**

Statutory Auditors (Incoming)	Mr. Vikas Gupta and Mr. Amit Peswani M/s Price Waterhouse Chartered Accountants LLP, Chartered Accountants
Secretarial Auditors	CS Naresh Verma Ms/ Naresh Verma & Associates, Company Secretaries
Scrutinizers	CS Vaibhav Dandawate Representatives of M/s Makarand M. Joshi & Co., Practicing Company Secretaries

**Quorum of the meeting**

A total number of 50 (Fifty) members representing 4,34,77,871 shares attended the meeting.

The meeting commenced at 10:30 A.M. IST and concluded at 11.14 A.M. IST (including time allowed for e-voting at the AGM).

Mr. Anil Kumar, Company Secretary commenced the 14<sup>th</sup> AGM with opening script and welcomed all the Directors and special Invitees. Mr. Manoj Kohli chaired the meeting. After ascertaining the quorum, the Chairman informed that the AGM is being held through VC in accordance with the circulars issued by the MCA and SEBI. The requisite quorum being present, the Chairman called the meeting to order. All the directors of the Company except Ms. Sairee Chahal, attended the meeting. The Chairman welcomed all members, auditors and other invitees who joined over VC and delivered his speech.

After the speech of Mr. Manoj Kohli, Mr. Kunal Bahl - Promoter and Nominee Director of the Company delivered heartfelt insights in respect of commendable growth of Company's business. Further, he invited Mr. Rohit Bansal, co-promoter and Nominee Director of the Company, who expressed gratitude towards the most exciting phase of Unicommerce's journey which marks up the trust of all the stakeholders and emphasised the new chapter to begin with Shipway and Convertway. Thereafter, Mr. Kapil Makhija, Managing Director and Chief Executive Officer graciously guided through an insightful overview of the Company's operational and financial performance for the year 2024-25.

The Company Secretary informed that the Company had provided members with the facility to cast their vote electronically, on all resolutions set forth in the Notice. It was further informed that there would be no voting by show of hands. All the resolutions were read by the Company Secretary and subsequently, Moderator announced the session of Question and Answers for the shareholder who had registered himself as a Speaker. Thereafter, the Company Secretary read out the questions which were received by the Company over the email. All the questions were answered by the Managing Director. Thereafter, Mr. Kapil Makhija extended his sincere appreciation towards the entire team and thanked the engagement and support.

Mr. Anil Kumar, Company Secretary of the Company concluded the Annual General Meeting and announced the facility of the e-voting which remained open for 15 minutes after conclusion of the meeting, for members who had not cast their vote prior.

The following items of business, as per the Notice of AGM dated September 01, 2025, were placed at the meeting:-

Sr. no.	Resolutions	Type of Resolution
<b>ORDINARY RESOLUTIONS</b>		
1.	To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the Report of the Board of Directors and the Statutory Auditors thereon	Ordinary
2.	To appoint a Director in place of Mr. Bharat Venishetti (DIN – 08317416), who retires by rotation in terms of provisions of section 152 of the Companies Act, 2013 or other applicable provisions, if any, and being eligible, offers himself for re-appointment	Ordinary

**Unicommerce eSolutions Ltd.**

**Registered Office: Mezzanine Floor, A-83, Okhla Industrial Area Phase-II, New Delhi 110020 India**  
**Corporate Office: M3M Urbana Business Park, Tower B, 9th Floor, Sector 67, Gurugram 122001, Haryana, India**

**Tel +91-888 7790 22, email: [contactus@unicommerce.com](mailto:contactus@unicommerce.com) | Web: [www.unicommerce.com](http://www.unicommerce.com)**

**CIN: L74140DL2012PLC230932**



3.	To appoint M/s. Price Waterhouse Chartered Accountants LLP, Chartered Accountants (ICAI Firm registration no. 012754N/N500016) as Independent Statutory Auditors of the Company in place of M/s S.R. Batliboi & Associates LLP, Chartered Accountants	Ordinary
<b>SPECIAL BUSINESS</b>		
4.	To appoint CS Naresh Verma (FCS 5403 and CP No. 4424), sole proprietor of M/s Naresh Verma & Associates (Peer Review Certificate no. 3266/2023) as Secretarial Auditors of the Company	Ordinary
5.	To approve payment of managerial remuneration to Mr. Kapil Makhija, Managing Director and Chief Executive Officer (Key Managerial Personnel) of the Company for the financial year 2025-26	Special
6.	To ratify and waive the recovery of additional benefit/perquisite to Mr. Kapil Makhija, Managing Director and Chief Executive Officer (Key Managerial Personnel) for an amount not exceeding Rs. 29.50 crores (which is over and above the approved Annual Compensation for the financial year 2025-26)	Special
7.	To offer, issue and allot Equity Shares on Preferential Basis	Special

M/s. Makarand M. Joshi & Co., Practicing Company Secretaries who was appointed as the Scrutinizer to scrutinize the voting process in respect of the Resolutions placed at the 14<sup>th</sup> Annual General Meeting in a fair and transparent manner, were also present. The Chairman authorized the Company Secretary to declare the voting results, intimate the stock exchanges and place the same on the website of the Company.

All the resolutions as set forth in the 14<sup>th</sup> AGM notice are passed on September 30, 2025, subject to receipt of requisite majority.