

Date: 01.10.2025

**To,
The Manager Listing,
National Stock Exchange of India
Limited, Exchange Plaza,
Bandra Kurla Complex,
Bandra (E) Mumbai: 400051
Scrip Code- WEBELSOLAR**

**To,
The Manager Listing,
BSE Limited,
Floor 25,
PJ Towers, Dalal Street,
Mumbai: 400 001
Scrip Code- 517498**

Sub: Voting Results of the 35th Annual General Meeting (AGM) held on 29th September, 2025

Ref: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed please find herewith the voting results along with Scrutinizers Report of the 35th Annual General Meeting (AGM) of the Company held on Monday, 29th September, 2025 at 12:30 P.M. through Video Conferencing (VC)/ Other Audio-Visual means (OAVM).

This is for your information and records.

Thanking you.

Yours faithfully,

For Websol Energy System Limited

**Raju Sharma
Company Secretary**

Encl: As above

WEBSOL ENERGY SYSTEM LIMITED - AGM Attended and Voting Summary
Voting Result

Date of the AGM	Monday, 29th September, 2025
Total Number of Shareholders on record date	127002
No. of shareholders present in the meeting either in person or through proxy or through E-voting:	NA*
Promoter & Promoter group	0
Public	0
Total	0
No. of shareholders attended the meeting through Video Conferencing:	
Promoter & Promoter group	1
Public	120
Total	121

*Since this AGM was held through Video Conferencing/Other Audio-Visual Means, the facility to appoint proxy to attend and cast vote for the members was not available for this AGM.

The mode of voting for all resolution was Remote E-Voting which commenced on Friday, 26th September, 2025 (9:00 am) & ended on Sunday, 28th September, 2025 (5:00 pm) and e-voting during the AGM held on Monday, 29th September, 2025.

Agenda - wise disclosure (to be disclosed separately for agenda item)

1. Ordinary Resolution			TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR FINANCIAL YEAR ENDED ON MARCH 31, 2025 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON					
Whether promoter/promoter group are interested in the agenda/resolution ?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting*	11693731	7816483	66.8434	7816483	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		7816483	66.8434	7816483	0	100.0000	0.0000
Public - Institutional holders	E-Voting*	2336455	2051974	87.8242	2051974	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2051974	87.8242	2051974	0	100.0000	0.0000
Public - Non Institution	E-Voting*	28176161	1703942	6.0475	1702945	1997	99.9415	0.1172
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1703942	6.0475	1702945	1997	99.9415	0.1172
Total		42206347	11572399	27.4186	11571402	1997	99.9914	0.0173

2. Ordinary Resolution			TO APPOINT A DIRECTOR IN PLACE OF MS. SANJANA KHAITAN (DIN: 07232095), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HERSELF FOR RE-APPOINTMENT					
Whether promoter/promoter group are interested in the agenda/resolution ?			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting*	11693731	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public - Institutional holders	E-Voting*	2336455	2064973	88.3806	141701	1923272	6.8621	93.1379
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2064973	4.3972	141701	1923272	6.8621	93.1379
Public - Non Institution	E-Voting*	28176161	1703841	6.0471	1610388	93453	94.5152	5.4848
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1703841	6.0471	1610388	93453	94.5152	5.4848
Total		42206347	3768814	8.9295	1752089	2016725	46.4891	53.5109

3. Ordinary Resolution			TO APPROVE THE SUB-DIVISION / SPILT OF EQUITY SHARES OF THE COMPANY					
Whether promoter/promoter group are interested in the agenda/resolution ?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting*	11693731	7816483	66.8434	7816483	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		7816483	66.8434	7816483	0	0.0000	0.0000
Public - Institutional holders	E-Voting*	2336455	2064973	88.3806	2064973	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2064973	88.3806	2064973	0	0.0000	0.0000
Public - Non Institution	E-Voting*	28176161	1699182	6.0306	1689169	10013	99.4107	0.5893
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1699182	6.0306	1689169	10013	99.4107	0.5893
Total		42206347	11580638	27.4381	11570625	10013	99.9135	0.0865

4. Special Resolution			TO ALTER THE CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY					
Whether promoter/promoter group are interested in the agenda/resolution ?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter &	E-Voting*		7816483	66.8434	7816483	0	100.0000	0.0000

Promoter Group	Poll	11693731	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		7816483	66.8434	7816483	0	100.0000	0.0000
Public - Institutional holders	E-Voting*	2336455	2064973	88.3806	2064973	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Total	Total	2064973	88.3806	2064973	0	100.0000	0.0000	
Public - Non Institution	E-Voting*	28176161	1703942	6.0475	1701797	2145	99.8741	0.1259
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Total	Total	1703942	6.0475	1701797	2145	99.8741	0.1259	
Total		42206347	11585398	27.4494	11583253	2145	99.9815	0.0185

5. Special Resolution			APPOINTMENT OF MRS. RUPANJANA DE (DIN: 01560140) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY					
Whether promoter/promoter group are interested in the agenda/resolution ?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting*	11693731	7816493	66.8434	7816493	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		7816493	66.8434	7816493	0	100.0000	0.0000
Public - Institutional holders	E-Voting*	2336455	2064973	88.3806	2064973	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2064973	88.3806	2064973	0	100.0000	0.0000
Public - Non Institution	E-Voting*	28176161	1703842	6.0471	1701825	2017	99.8816	0.1184
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1703842	6.0471	1701825	2017	99.8816	0.1184
Total		42206347	11585308	27.4492	11583291	2017	99.9826	0.0174

6. Ordinary Resolution			APPOINTMENT OF SECRETARIAL AUDITOR FOR THE FIRST TERM OF FIVE CONSECUTIVE YEARS					
Whether promoter/promoter group are interested in the			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting*	11693731	7816483	66.8434	7816483	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		7816483	66.8434	7816483	0	100.0000	0.0000
Public - Institutional holders	E-Voting*	2336483	2064973	88.3795	2064973	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2064973	88.3795	2064973	0	100.0000	0.0000
Public - Non Institution	E-Voting*	28176161	1703714	6.0467	1592843	110871	93.4924	6.5076
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1703714	6.0467	1592843	110871	93.4924	6.5076
Total		42206375	11585170	27.4489	11474299	110871	99.0430	0.9570

7. Ordinary Resolution			RE-APPOINTMENT OF MS. SANJANA KHAITAN AS WHOLETIME DIRECTOR (EXECUTIVE DIRECTOR)					
Whether promoter/promoter group are interested in the			YES					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting*	11693731	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public - Institutional holders	E-Voting*	2336455	2336455	100.0000	360435	1976020	15.4266	84.5734
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2336455	100.0000	360435	1976020	15.4266	84.5734
Public - Non Institution	E-Voting*	28176161	1432460	5.0839	1352524	79936	94.4197	5.5803
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1432460	5.0839	1352524	79936	94.4197	5.5803
Total		42206347	3768915	8.9297	1712959	2055956	45.4497	54.5503

8. Special Resolution			RE-APPOINTMENT OF MS. SANJANA KHAITAN AS WHOLETIME DIRECTOR (EXECUTIVE DIRECTOR)					
Whether promoter/promoter group are interested in the			YES					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting*	11693731	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public - Institutional holders	E-Voting*	2336455	2064973	88.3806	1956104	108869	94.7278	5.2722
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2064973	88.3806	1956104	108869	94.7278	5.2722
Public - Non Institution	E-Voting*	28176161	1704102	6.0480	1611205	92897	94.5486	5.4514
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1704102	6.0480	1611205	92897	94.5486	5.4514
Total		42206347	3769075	8.9301	3567309	201766	94.6468	5.3532

*E-Voting includes both remote e-voting and e-voting during the AGM

For Websol Energy System Limited

Raju Sharma
Company Secretary

CS ABHIJIT MAJUMDAR

Practicing Company Secretary, Corp. Law & MSME Consultant
(A Peer Review Certified Practice Unit)
M.Com. (Gold Medalist), LLB,
Cost & Management Accountant and Company Secretary



Consolidated Scrutinizer's Report

[Pursuant to Sections 108 of the Companies Act, 2013 read with Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 as amended]

To
The Chairman
Websol Energy System Limited
52/1, Shakespeare Sarani,
Unimark Asian 8th Floor
Kolkata-700017

Dear Sir,

Re: Consolidated Report of Scrutinizer on voting through E-voting system at the 35th Annual General Meeting (AGM) and Remote E-voting on the resolution proposed at the AGM of the Members of M/s Websol Energy System Limited (CIN: L29307WB1990PLC048350) held through Video Conferencing/ OAVM facility on 29th September, 2025 at 12:30 PM

I, Abhijit Majumdar, Practicing Company Secretary, (Membership No. 9804, CP No.18995) have been appointed by the Board of Directors of M/s **Websol Energy System Limited ("the Company")** to act as the Scrutinizer for the purpose of scrutinizing e-voting process (remote e-voting and e-voting system at the AGM) of the 35th AGM of the Company, held through video conferencing /OAVM on Monday, 29th September, 2025 at 12:30 P.M., in Compliance with section 108 of the Companies Act, 2013, Rules 20 and 21 of the Companies(Management and Administration), Rules, 2014, as amended, read with MCA Circulars, other relevant provisions of the Companies Act, 2013 ("the Act") and the Securities and Exchange Board of India ("SEBI Listing Regulations") in respect on below mentioned resolutions proposed at the said AGM.


The Compliance with the provisions of the Companies Act, 2013 and the Rules made there under read with the "relevant Circulars", relating to e-voting process is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the e-voting process both through e-voting and e-voting system at the AGM are conducted in a fair and transparent manner and to render Consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited(NSDL), the authorized agency engaged by the Company to provide remote e-voting and e-voting system facility.

The Notice dated 1st September, 2025 along with the statement under Section 102 of the Companies Act,2013 convening the 35th AGM of the Company through Video Conferencing/OVAM on 29th September, 2025, was sent on 06-09-2025 through electronic mode to those shareholders whose e-mail addresses were

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E Mail: majumdar_abhijeet@yahoo.co.in, abhijitmajumdar365@gmail.com

Mob: - 9874481010/9433179166


Abhijit Majumdar
Company Secretary in Practice
C.O.P. No.-18995

CS ABHIJIT MAJUMDAR

Practicing Company Secretary, Corp. Law & MSME Consultant
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Cost & Management Accountant and Company Secretary



registered with the Company/Depositories, in accordance with MCA Circulars. The Members of the Company holding shares on the cut-off date i.e. 22nd September, 2025 were entitled to vote on the resolutions as set out in the Notice of the AGM.

In this regard, I hereby submit my report asunder:

The Company has availed the services of National Securities Depository Limited ("NSDL") as the agency for providing facility for remote e-voting, participation in the EGM through VC/OVAM and e-voting during the AGM.

1. The remote e-voting period commenced from 26th September, 2025 at 9.00 A.M. and ended on 28th September, 2025 at 5.00 P.M. and the remote e-voting module was disabled by NSDL thereafter.
2. The Company had also provided facility for voting through electronic voting system of NSDL during the AGM.
3. Subsequent to the conclusion of the AGM, I unblocked the electronic votes cast both through remote e-voting and e-voting system during the AGM, in the presence of two witnesses as prescribed under sub rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014.
4. We have Scrutinized the vote cast both through remote e-voting and e-voting system during the AGM for the purpose of this Report.

On the basis of the above and pursuant to Rule 20(4)(xii), I hereby submit consolidated Scrutinizer's Report on the remote e-voting and voting through e-voting system during the AGM, as under:


ORDINARY BUSINESS

Item No 1: Ordinary Resolution

TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR FINANCIAL YEAR ENDED ON MARCH 31, 2025 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON

"**RESOLVED THAT** the Audited Financial Statements of the Company for the financial year ended March 31, 2025, along with the reports of the Board of Directors and the Auditors thereon as circulated to the members, be and are hereby considered and adopted."

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Mob: - 9874481010/9433179166


Abhijit Majumdar
Company Secretary in Practice
C.O.F. No.-18995

CS ABHIJIT MAJUMDAR

Practicing Company Secretary, Corp. Law & MSME Consultant
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Cost & Management Accountant and Company Secretary



Particulars	Number of votes (shares) cast through remote e-voting (1)	Number of votes (shares) cast through e-voting at the meeting (2)	Total Valid Votes (1) + (2) = (3)	% of total number of valid votes cast
(1) Voted in favour of the resolution	3724113	7846289	11570402	99.98
(2) Voted against the resolution	1995	2	1997	0.02
Total	3726108	7846291	11572399	100.00


Item No.2 Ordinary Resolution: -

TO APPOINT A DIRECTOR IN PLACE OF MS. SANJANA KHAITAN (DIN: 07232095), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HERSELF FOR RE-APPOINTMENT

"RESOLVED THAT pursuant to Section 152(6) of the Companies Act, 2013 Ms. Sanjana Khaitan (DIN:07232095), who retires by rotation at this Annual General Meeting and being eligible offers herself for re-appointment, be and is hereby re-appointed as a Director, liable to retire by rotation, of the Company."

Particulars	Number of votes (shares) cast through remote e-voting (1)	Number of votes (shares) cast through e-voting at the meeting (2)	Total Valid Votes (1) + (2) = (3)	% of total number of valid votes cast
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Abhijit Majumdar
Company Secretary in Practice
C.O.P. No.-18905

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(1) Voted in favour of the resolution	1722283	29806	1752089	46.49
(2) Voted against the resolution	2016723	2	2016725	53.51
Total	3739006	29808	3768814	100.00

SPECIAL BUSINESS:

ORDINARY RESOLUTION


ITEM NO. 3: TO APPROVE THE SUB-DIVISION / SPLIT OF EQUITY SHARES OF THE COMPANY

RESOLVED THAT pursuant to the provisions of Sections 61(1)(d), 64 and other applicable provisions of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 {including any statutory modification(s) or re-enactment(s) thereof, for the time being in force} and in accordance with the provisions of Memorandum and Articles of Association of the Company, Uniform Listing Agreements entered into by the Company with the Stock Exchanges where the equity shares of the Company are listed i.e., BSE Limited ("**BSE**") and National Stock Exchange of India Limited ("**NSE**") ("**Stock Exchanges**"), the rules, regulations and guidelines etc. issued by the Securities and Exchange Board of India ("**SEBI**") including the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable rules, regulations, circulars and notifications etc. issued thereon, from time to time, by Ministry of Corporate Affairs, SEBI and other competent authorities and subject to the approvals, consents and permissions, as may be required from the SEBI, Stock Exchanges and other relevant statutory or regulatory authorities and subject to such terms, conditions, amendments, revisions and corrections, if any, as may be prescribed by any one or more or all of them in granting such approvals, consents and permissions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any Committee, which the Board has constituted or may hereafter constitute, to exercise one or more of its powers, including the powers conferred hereunder), approval of members of the Company be and is hereby accorded for sub-division / split of equity shares of the Company, such that 1 (One) equity share having face value of Rs. 10/- (Rupees Ten Only) each, fully paid-up, be sub-

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Abhijit Majumdar
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divided / split into 10 (Ten) equity shares having face value of Rs. 1/- (Rupee One Only) each, fully paid-up, ranking pari-passu in all respects with effect from such date as may be fixed for this purpose ("**Record Date**") by the Board."

"RESOLVED FURTHER THAT pursuant to the sub-division/split of equity shares of the Company, the authorised, issued, subscribed and paid-up share capital of face value of Rs. 10/- (Rupees Ten Only) each, fully paid-up, existing on the Record Date, shall stand sub-divided/split as follows:

Particulars	Pre Sub-division / Split			Post Sub-division / Split		
	No. of Equity shares	Face Value (Rs.)	Total Share Capital (Rs.)	No. of Equity shares	Face Value (Re.)	Total Share Capital (Rs.)
Authorized Share Capital						
Equity Shares	6,00,00,000	10/-	60,00,00,000/-	60,00,00,000	1/-	60,00,00,000/-
Issued, Subscribed and Paid-up Share Capital						
Equity Shares	4,22,06,347	10/-	42,20,63,470/-	42,20,63,470	1/-	42,20,63,470/-

"RESOLVED FURTHER THAT upon sub-division/split of equity shares as aforesaid and with effect from the Record Date:

(a) for the equity shares held in physical form, the existing share certificate(s) in relation to the said equity shares, shall be deemed to have been automatically cancelled and shall be of no effect and the Board, without requiring the Members to surrender their existing share certificate(s), shall issue new share certificate(s)/Letter of Confirmation(s) of the Company in compliance with the prevailing laws/guidelines in this regard; and

(b) for the equity shares held in dematerialised form, the subdivided/ split equity shares shall be credited proportionately into the respective beneficiary demat account(s) of the members held with their depository participant(s), in lieu of the existing credits present in their respective beneficiary demat account(s), in compliance with the prevailing laws/ guidelines in this regard."

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Board of Directors and/ or Company Secretary of the Company, be and are hereby severally authorised to do all such acts, deeds, matters and things as they may in their absolute discretion, deem necessary, proper or desirable, including to make appropriate adjustments on account of subdivision/ split of equity shares, to accept and make any alteration(s), modification(s) to terms and to give such directions as they may in their absolute discretion, deem necessary, proper or

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desirable, to apply for requisite approvals, to settle any questions, doubts or difficulties that may arise with regard to the sub-division/split of the equity shares as aforesaid and to carry out/execute all matters in connection therewith and incidental thereto in order to give full effect to this resolution including execution and filing of all the relevant application, forms, declarations and documents with the Registrar of Companies, Stock Exchanges, Depositories and other appropriate authorities in due compliance of the applicable rules and regulations, without seeking any further approval/ consent of the Members of the Company to the end and intent that they shall be deemed to have given their approval thereto and for matters connected therewith or incidental thereto expressly by the authority of this resolution."

Particulars	Number of votes (shares) cast through remote e-voting (1)	Number of votes (shares) cast through e-voting at the meeting (2)	Total Valid Votes (1) + (2) = (3)	% of total number of valid votes cast
(1) Voted in favour of the resolution	3732300	7838325	11570625	99.91
(2) Voted against the resolution	2047	7966	10013	0.09
Total	3734347	7846291	11580638	100.00

ITEM NO. 4: TO ALTER THE CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY


As a Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 13, 61, 64 and other applicable provisions of the Companies Act, 2013 read with the rules made thereunder {including any statutory modification(s) or reenactment(s) thereof, for the time being in force} and Articles of Association of the Company, approval of Members of the Company be and is hereby accorded to replace the existing

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Clause V of Memorandum of Association of the Company with the following new Clause V:


"The Authorized Share Capital of the Company is Rs. 60,00,00,000/- (Rupees Sixty Crores only) divided into 60,00,00,000/- (Sixty Crores) Equity Shares of face value of Re. 1/- (Rupee One Only) each."

"RESOLVED FURTHER THAT the sub-division/split of equity shares shall be subject to the terms and conditions contained in Memorandum of Association and Articles of Association of the Company."

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors and/ or Company Secretary of the Company be and are hereby severally authorized for and on behalf of the Company to do all such acts, deeds, matters and things as it may in its/ their absolute discretion consider necessary, desirable or expedient including to settle any question, difficulty or doubt that may arise in this regard, signing, execution and submission of various deed, documents etc. or any modifications/ amendments thereto with the Registrar of Companies, Stock Exchanges, Depositories and other appropriate authorities as may be necessary."

Particulars	Number of votes (shares) cast through remote e-voting (1)	Number of votes (shares) cast through e-voting at the meeting (2)	Total Valid Votes (1) + (2) = (3)	% of total number of valid votes cast
(1) Voted in favour of the resolution	3736964	7846289	11583253	99.98
(2) Voted against the resolution	2143	2	2145	0.02
Total	3739107	7846291	11585398	100.00

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ITEM NO. 5: APPOINTMENT OF MRS. RUPANJANA DE (DIN: 01560140) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY


As a Special Resolution:

RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and all other applicable provisions of the Companies Act, 2013 ("the Act") read with Schedule IV of the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended from time to time, applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the recommendation of the members of the Nomination & Remuneration Committee and subject to confirmation of members of the Company in Annual General Meeting of the Company, Mrs. Rupanjana De (DIN:01560140), who has submitted a declaration that she meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing from member of the Board under Section 160(1) of the Act proposing her candidature for the office of a Director, be and is hereby appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of 3 (Three) consecutive years commencing from 31st July, 2025 to 30th July, 2028 (both days inclusive).

RESOLVED FURTHER THAT the Board of Directors of the Company (including its committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

Particulars	Number of votes (shares) cast through remote e-voting (1)	Number of votes (shares) cast through e-voting at the meeting (2)	Total Valid Votes (1) + (2) = (3)	% of total number of valid votes cast
(1) Voted in favour of the resolution	3736992	7846289	11583281	99.98

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(2) Voted against the resolution	2015	2	2017	0.02
Total	3739007	7846291	11585298	100.00

ITEM NO. 6: APPOINTMENT OF SECRETARIAL AUDITOR FOR THE FIRST TERM OF FIVE CONSECUTIVE YEARS


As an Ordinary Resolution:

"RESOLVED THAT pursuant to the provision of Section 204(1) of the Companies Act, 2013 & Rule 9 of the Companies (Appointment and Remuneration of Personnel) Rules, 2014 and other applicable provisions, if any of the Companies Act, 2013 and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any amendment thereof and in accordance with the recommendation of the Board of Directors, Mr. Abhijit Majumdar, Company Secretary in Practice (ACS: 9804, C.P: 18995) be and is hereby appointed as Secretarial Auditor of the Company for period of Five (5) consecutive years commencing from the financial year 2025-26 to financial year 2029-30 to conduct the secretarial audit of the Company on such remuneration and reimbursement of out of pocket expenses for the purpose of audit as may be approved by the Board of Directors of the Company.

RESOLVED FURTHER THAT the Board of Directors and / or Company Secretary of the Company be authorized severally on behalf of the Members of the Company to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution, and as it may, in its absolute discretion, deem necessary or expedient in the interest of the Company and with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard including to vary the terms of appointment, without requiring the Board to secure any further consent or approval of the Members of the Company."

Particulars	Number of votes (shares) cast through remote e-voting (1)	Number of votes (shares) cast through e-voting at the meeting (2)	Total Valid Votes (1) + (2) = (3)	% of total number of valid votes cast
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(1) Voted in favour of the resolution	3628010	7846289	11474299	99.04
(2) Voted against the resolution	110869	2	110871	0.96
Total	3738879	7846291	11585170	100.00

ITEM NO. 7: RE-APPOINTMENT OF MS. SANJANA KHAITAN AS WHOLETIME DIRECTOR (EXECUTIVE DIRECTOR) OF THE COMPANY

As an Ordinary Resolution:


RESOLVED THAT in supersession of all earlier resolution passed by the Company in this regard and pursuant to provisions of Section 196, 197, 198 and all other applicable provisions of Companies Act, 2013 and rules made thereunder (including any statutory modification or re-enactment thereof) and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the 'Listing Regulations') including any statutory modifications or re-enactment thereof for the time being in force and enabling provisions of Articles of Association of the Company, based on the recommendation of Nomination and Remuneration Committee and as decided by the Board of Directors in its meeting held on 1st September, 2025, the consent of the members of the Company be and is hereby accorded to re-appoint Ms. Sanjana Khaitan (DIN: 07232095) as the Wholetime Director (Executive Director) of the Company, liable to retire by rotation, for a period of 3 (Three) consecutive years commencing from 1st October, 2025 at a remuneration of Rs. 1,10,00,000 (Rupees One Crore Ten Lacs only) per annum subject to maximum of Rs. 5,00,00,000 (Rupees Five Crore only) per annum and on such terms and conditions as set out in the agreement to be entered between Ms. Sanjana Khaitan and the Company with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment including remuneration in such manner as may be agreed between the Board of Directors and Ms. Sanjana Khaitan.

RESOLVED FURTHER THAT subject to the applicable provisions of the Companies Act read with Schedule V of Companies Act, where in any financial year during the tenure of appointment of Ms. Sanjana Khaitan (DIN: 07232095), the Company has no profits or its profits are inadequate, the Company may pay

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the aforesaid remuneration to Ms. Sanjana Khaitan, within the overall limits prescribed under the provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors and / or Company Secretary of the Company be authorized on behalf of the Members of the Company to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution, and as it may, in its absolute discretion, deem necessary or expedient in the interest of the Company and with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard including to vary the terms of re-appointment, without requiring the Board to secure any further consent or approval of the Members of the Company."

Particulars	Number of votes (shares) cast through remote e-voting (1)	Number of votes (shares) cast through e-voting at the meeting (2)	Total Valid Votes (1) + (2) = (3)	% of total number of valid votes cast
(1) Voted in favour of the resolution	1683153	29806	1712959	45.45
(2) Voted against the resolution	2055954	2	2055956	54.55
Total	3739107	29808	3768915	100.00

ITEM NO. 8: TO APPROVE THE REVISION OF REMUNERATION OF MR. SOHAN LAL AGARWAL, MANAGING DIRECTOR OF THE COMPANY, FOR REMAINING PERIOD OF HIS EXISTING TENURE


As a Special Resolution:

"RESOLVED THAT in continuation to the earlier resolution passed in AGM held on September 21, 2021 and pursuant to the provisions of Section 196, 197, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (herein after referred to as the 'Act') and rules made thereunder (including any

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statutory modification or re-enactment thereof) and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the 'Listing Regulations') including any statutory modifications or re-enactment thereof for the time being in force and enabling provisions of Articles of Association of the Company, based on the recommendation of Nomination and Remuneration Committee and as decided by the Board of Directors in its meeting dated 1st September, 2025, the consent of the members of the Company be and is hereby accorded to revise the remuneration of Mr. Sohan Lal Agarwal (DIN 00189898), Managing Director of the Company from present remuneration i.e. not exceeding RS. 3,50,00,000/- per annum to not exceeding RS. 4,00,00,000/- per annum with effect from 1st October, 2025 till the end of his present tenure i.e., 31st March, 2026 excluding any perquisites and allowances and on such terms and conditions as may be decided from time to time by the Board of Directors on the recommendation of Nomination and Remuneration Committee, within the limits specified under Section 197 of the Companies Act, 2013, read with Schedule V thereof.

"RESOLVED FURTHER THAT subject to the applicable provisions of the Companies Act read with Schedule V of Companies Act, where in any financial year during the tenure of appointment of Mr. Sohan Lal Agarwal (DIN: 00189898), the Company has no profits or its profits are inadequate, the Company may pay the aforesaid remuneration to Mr. Sohan Lal Agarwal within the overall limits prescribed under the provisions of the Companies Act, 2013.

"RESOLVED FURTHER THAT the Board of Directors and / or Company Secretary of the Company be authorized on behalf of the Members of the Company to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution, and as it may, in its absolute discretion, deem necessary or expedient in the interest of the Company and with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard including to vary the terms of re-appointment, without requiring the Board to secure any further consent or approval of the Members of the Company."

Particulars	Number of votes (shares) cast through remote e-voting (1)	Number of votes (shares) cast through e-voting at the meeting (2)	Total Valid Votes (1) + (2) = (3)	% of total number of valid votes cast
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(1) Voted in favour of the resolution	3545467	21842	3567309	94.65
(2) Voted against the resolution	193800	7966	201766	5.35
Total	3739267	29808	3769075	100.00

Based on the foregoing, out of the above Eight (8) resolutions, resolution No. 1, 3 to 6 and No. 8 shall be deemed to have been passed with requisite majority but the resolution No. 2 & 7 failed.

In terms of the provisions of Rules 20(4)(xiv), of the Companies Act (Management and Administration) Amendment Rules, 2015, I have maintained separate Registers for vote cast through remote e-voting and e-voting system during the AGM in electronic form. The registers and all other papers relating to electronic voting shall remain in my safe custody until the Chairman signs the Minutes of AGM and the same shall be handed over thereafter to the Company Secretary for safe keeping.

Thanking You,

Yours Faithfully,

Abhijit Majumdar

Company Secretary in Practice

C.O.P. No.-18995

(Abhijit Majumdar)

Practicing Company Secretary

Membership No.: 9804

COP No.: 18995

UDIN: A009804G001392603

Date: 29.09.2025

Place: Kolkata

Peer Review Certificate No. 1341/2021

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