



**Date: 31-12-2025**

To,  
The General Manager,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400001  
**Scrip Code 532788**

To  
**National Stock Exchange of India Limited**  
Listing Department,  
Exchange Plaza, Plot no. C/1,  
G Block, Bandra-Kurla Complex,  
Bandra (E), Mumbai- 400051  
**SYMBOL: XLENERGY.**

**Sub: Outcome and Proceedings of 38<sup>th</sup> Annual General Meeting of the Company held on Wednesday, 31<sup>st</sup> December, 2025 at 04.00 P.M. through VC/OAVM.**

**Dear Sir/Madam,**

The 38<sup>th</sup> Annual General Meeting (“AGM”) of XL Energy Limited was held on **31<sup>st</sup> December, 2025** at 04.00 P.M. through VC/OAVM, to transact the business as stated in the Notice dated December 09, 2025 convening the 38<sup>th</sup> Annual General Meeting.

In this regard, please find enclosed Summary of the proceedings of the 38<sup>th</sup> AGM of the company as required under Regulation 30 read with Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

The AGM concluded at 4:17 P.M. (IST). (excluding 15 Minutes extra time for e-voting)

This is for your information and records.

Thanking You.

**FOR XL ENERGY LIMITED**

**Naresh Jain**

Digitally signed by  
Naresh Jain  
Date: 2025.12.31  
18:16:45 +05'30'

**Naresh Jain**  
Director  
**(DIN: 00291963)**

**XL ENERGY LIMITED**  
**CIN No: L31300TG1985PLC005844**  
H/No.19-66/11/D-4, Laxmipuram Colony, Opp: Dr. A.S. Rao Nagar,  
ECIL, Kapra, Medchal Malkajgiri Hyderabad – 500062. (T.S.)  
Corp address: Office No.2, 1<sup>st</sup> Floor, 7 Homji Street, Rahimtoola House,  
Fort, Mumbai – 400 001.  
E-mail: xlenergy85@gmail.com  
Phone: +91 7666540600

XLENERGY LIMITED



## SUMMARY OF PROCEEDINGS OF THE 38<sup>th</sup> ANNUAL GENERAL MEETING OF XL ENERGY LIMITED

### 1. Date and Time of the Meeting:

The 38th Annual General Meeting (“AGM”) of the Members of AGM of XL Energy Limited (“the Company”) was held on Wednesday, **31<sup>st</sup> December, 2025** through VC/OAVM.

The said AGM commenced at 4.00 P.M. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

### 2. Proceedings in brief:

- In accordance with the Articles of Association, the Directors present elected Mr. Naresh Jain as the Chairman of the Meeting, who thereafter took the Chair and conducted the proceedings.
- 39 (Thirty-Nine) Members were present at the AGM.
- The requisite **quorum** was present throughout the Meeting. The Chairperson called the Meeting to order.
- The Meeting was attended by:
  1. Mr. Naresh Jain- Non-Executive Director
  2. Ms. Karishma Jain- Non-Executive Director (Executive director and CFO) w.e.f 9th December, 2025
  3. Mr. Sandeep Kumar Hisaria- Whole Time Director
  4. Mr. Vinod Kumar Kathuria- Non-Executive Independent Director
  5. Mr. Suryakant Kadakane Maruti - Non-Executive Independent Director
  6. Mr. Vijay Lulla- Erstwhile Resolution Professional/ Chairman of the Monitoring Committee.
  7. Mr. V. Nageswara Rao - Statutory Auditor- (M/s VNR Associates, Chartered Accountants)
  8. Mr. Suprabhat Chakraborty- Secretarial Auditor (M/s Suprabhat & Co.)
- The Chairman welcomed the Members and briefed them on the Company’s background and status pursuant to the NCLT-approved Resolution Plan, constraints faced in regular compliances due to the delisting/suspension and IBC process.
- The Chairperson informed that the Meeting is being held through Video Conferencing (VC) /Other Audio-Visual Means (OAVM) as per the provisions of the Companies Act, 2013 and circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.

#### **XL ENERGY LIMITED**

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- The Chairman informed that the facility was given to all members to exercise their votes on the items of business given in the Notice through remote electronic voting system provided by RTA. Further, the facility for voting was made available during the AGM for Members who had not already cast their vote prior to the Meeting.
- With the consent of the Members, the Notice of AGM, Director's Report, Auditor's Report, and Secretarial Audit Report were taken as read.

Members were requested to pass the following items of business, as per the Notice convening the 38<sup>th</sup> AGM of the Company dated December 09, 2025:

Sr. No.	Agenda Item	Type of Resolution
<b>Ordinary Business</b>		
1.	To receive, consider and adopt the Audited Financial statement of the Company for the year ended 31 <sup>st</sup> March, 2025 including reports of the Board of Directors and Auditors thereon.	Ordinary
2.	To consider the appointment of director in place of Ms. Karishma Jain (DIN: 03053010), who is liable to retire by rotation and being eligible offers herself for re-appointment	Ordinary
3.	To appoint M/s. Pavuluri & Co., Chartered Accountants as the Statutory Auditor of the Company for the term of 5 consecutive financial years	Ordinary
<b>Special Business</b>		
4.	To consider and approve change in Designation of Ms Karishma Jain (DIN: 03053010) from Non-Executive Non-Independent Director to Executive Director	Ordinary
5.	To consider and approve the appointment of Mr. Sandeep Kumar Hisaria (DIN: 00190632) as a Whole-Time Director of the Company for a term of 5 years	Ordinary
6.	To consider and approve appointment of Mr. Vinod Kumar Kathuria (DIN: 06662559) as an Independent Director of the Company for a term of 5 years	Ordinary

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7.	To consider and approve appointment of Mr. Harichand Mittal (DIN: 08797386) as an Independent Director of the Company for a term of 5 years	Ordinary
8.	To consider and approve appointment of Mr. Suryakant Kadakane Maruti (DIN: 02272617) as an Independent Director of the Company for a term of 5 years	Ordinary
9.	To consider and approve appointment of M/s. <b>Suprabhat &amp; Co, Practicing Company Secretary</b> as the Secretarial Auditor of the Company.	Ordinary

- Members present were given an opportunity to raise questions. No queries were raised.
- The Chairman informed the Members that M/s. **Suprabhat & Co, Practicing Company Secretary**, has been appointed as the Scrutiniser to scrutinise the remote e-voting and e-voting conducted during the AGM, in a fair and transparent manner.
- The Chairman informed the members that the results of the remote e-voting and e-voting at the AGM along with the scrutinizer report would be declared within stipulated time frame of the Meeting shall be submitted to the stock exchanges.
- The Chairman then thanked the members for their participation in the meeting and there being no other business, declared the proceeding to be closed.

The Annual General Meeting was concluded at 4.17 p.m. (excluding 15 Minutes extra time for e-voting)

This is for your information and records.

Thanking You,

**FOR XL ENERGY LIMITED**

**Naresh Jain** Digitally signed by  
Naresh Jain  
Date: 2025.12.31  
18:02:55 +05'30'

**Naresh Jain**  
Director  
(DIN: 00291963)