



Superhouse Limited

(A Government of India recognized Export Trading House)
Regd. Office: 150 Feet Road, Jajmau, Kanpur-208010 (India)
CIN: L24231UP1980PLC004910 Tel: 9956040004
email: share@superhouse.in url: http://www.superhouse.in

SHL/SHR/AGM /2025

Dated : 30th September, 2025

The Stock Exchange, Mumbai,
Phiroze Jeejeebhoy Towers
Dalal Street,
MUMBAI-400001

National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra (East)
MUMBAI-400051

Company Code: 523283

Scrip Code: SUPERHOUSE

Sub:- Proceedings of the 45th Annual General Meeting of Superhouse Limited held on 30th September, 2025.

Dear Sir/Madam,

Pursuant to the Regulation 30 read with Para A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) as amended from time to time, please find enclosed proceedings of the 45th Annual General Meeting of the company held on 30th September, 2025 at 10.00 A.M. at the Office of the company at 219/3 & 4 'L' Block, Naveen Nagar, Kakadeo, Kanpur-208025.

You are requested to kindly take the same on record.

Thanking you,

Yours Sincerely,
For SUPERHOUSE LIMITED

Company Secretary
Encl. As above

PROCEEDINGS OF THE 45TH ANNUAL GENERAL MEETING OF THE MEMBERS OF SUPERHOUSE LIMITED HELD ON TUESDAY THE 30TH SEPTEMBER, 2025 COMMENCED AT 10.00 A.M. AND CONCLUDED AT 10.30 A.M. AT THE OFFICE OF THE COMPANY AT 219/3 & 4 'L' BLOCK, NAVEEN NAGAR, KAKADEO, KANPUR-208025.

The following were present:

Mr. Mukhtarul Amin	:	Chairman and Managing Director
Mr. Zafarul Amin	:	Joint Managing Director
Mr. Mohammad Shadab	:	Deputy Managing Director
Mr. Yusuf Amin	:	Director
Mr. Rajendra Krishna Shukla	:	Independent Director
Mr. Vinay Sanan	:	Independent Director
Mr. R K Agrawal	:	Company Secretary

In aggregate, 34 (thirty four) Members including 06 (six) corporate representatives were present personally, at the Annual General Meeting.

Mr. Rajesh Parasramka, Partner of M/s Kapoor Tandon & Co., Statutory Auditors of the Company, Mr. Gautam Kumar Banthia, Secretarial Auditors and Mr. Krishna Dutt Misra, Chief Financial Officer of the Company were present by invitation.

In accordance with the Articles of Association, Mr. Mukhtarul Amin, Chairman and Managing Director of the company occupied the chair. The quorum being present the Chairman declared the meeting open and welcomed the Members attending the meeting.

The Chairman further, welcomed Mr. Rajesh Parasramka, Partner of M/s Kapoor Tandon & Co., Chartered Accountant, alternate scrutinizer and Statutory Auditors, Mr. Gautam Kumar Banthia from M/s Banthia & Company, the Secretarial Auditors and Scrutinizers of the Company.

The Chairman introduced the Directors and other officials of the company and invitees, who were present at the meeting.

The Chairman informed that the following documents and Registers have been laid on the table and the same would be available to the Members for inspection during the meeting:-

- i. Notice convening the 45th Annual General Meeting.
- ii. Directors' Report along with Annexures thereto for the financial year ended 31st March, 2025.
- iii. The Audited Financial Statements including Consolidated Financial Statement and Auditor's Report thereon for the financial year ended 31st March, 2025.

- iv. Secretarial Audit Report.
- v. The Register of Directors and Key Managerial Personnel and their shareholdings.
- vi. The Register of Contracts or arrangements in which the Directors were interested.
- vii. Minutes Book of the Shareholders.

The Chairman further informed that no proxy was received for attending the meeting. Thereafter the Chairman commenced the formal agenda of the Annual General Meeting and with the consent of the Members present, the Notice convening the meeting, the Directors' Report along with annexure thereto and the Annual Accounts for the financial year ended 31st March, 2025 were taken as read.

The Chairman informed the shareholders that the Auditor's Report on the Annual Accounts of the Company for the financial year ended 31st March, 2025 did not contain any qualifications, observations or comments on financial transactions or matters, which had adverse effect on the functioning of the Company. He stated that in the terms of Section 145 of the Companies Act 2013, only the qualifications, observations or comments, mentioned in the Auditor's Report, which have any adverse effect on the functioning of the Company, were required to be read at the general meeting. Since there were no such qualifications, observations or comments, the Auditors Report was not required to be read.

The Chairman informed the shareholders that the Secretarial Auditor's Report did not contain any qualifications, observations or comments or other remarks, which have any material adverse effect on the functioning of the Company.

The Chairman briefed the Members about the operations of the Company, financial results, Corporate Social Responsibility activities and other related matters. He also appraised the members about the Company's plan for way forwarded in financial year 2025-26.

The Chairman informed that the Company had provided the facility of remote e-voting to its Shareholders to exercise their right to vote on the Resolutions proposed to be passed at the AGM.

Mr. R K Agrawal, Company Secretary informed the shareholders that as per the provisions of the Companies Act , 2013 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company had provided the facility of remote e-voting to the Shareholders to enable them to cast their vote electronically. The remote e-voting was open from Friday, 26th September, 2025 to Monday, 29th September, 2025.

Mr. R K Agrawal, Company Secretary further stated that the shareholders, who had not cast their vote through remote e-voting process, were provided with the facility of voting through ballot/polling papers to cast their vote. He further informed that Mr. Gautam Kumar Banthia, Practicing Company Secretary was appointed as the Scrutinizer for the remote e-voting process and for voting through ballot/polling papers.

Thereafter the Chairman invited the Members to raise their queries on the business to be transacted at the AGM and also informed them that post question and answer session, all resolutions set out in the Notice of Annual General Meeting shall be put for voting and the Members who have not voted through e-voting may cast their votes through the ballot form given to Members.

Mr. Zafarul Amin, Joint Managing Director of the company answered the queries raised by the Members.

Thereafter, the chairman read out the following business items as mentioned in the 45th Annual General Meeting Notice for which approval of the Members was sought through e-voting and at the Annual General Meeting.

Item No.1- Ordinary Resolution- Adoption of Audited Financial Statement for the financial year 2024-25 and the Reports of the Directors' and Auditors thereon.

The Chairman informed that the Companies Act, 2013 requires adoption of Audited Financial Statements and the Reports of Directors and Auditors thereon for every financial year by the Members by passing an ordinary resolution.

Thereafter, the following resolution was proposed by Mr. Krishna Dutt Misra and seconded by Mr. Atul Misra, Members.

“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 considered and adopted.”

Item No.2- Ordinary Resolution- Adoption of Audited Consolidated Financial Statement for the financial year 2024-25 and the Reports of the Directors' and Auditors thereon.

The Chairman informed that the Companies Act, 2013 requires adoption of Audited Consolidated Financial Statement and the Reports of Directors and Auditors thereon for every financial year by the Members by passing an ordinary resolution.

Thereafter, the following resolution was proposed by Mr. Saleem Akhtar and seconded by Mr. Ram Nath Gupta, Members.

“RESOLVED THAT the audited consolidated financial statement of the Company for the financial year ended March 31, 2025 and the report of Auditors thereon, as circulated to the members, be and are hereby considered and adopted.”

Item No. 3- Ordinary Resolution- Declaration of dividend on equity shares.

The Chairman informed the Shareholders that the Board of Directors at their meeting held on 30th May, 2025 had declared Final Dividend of Rs. 0.80/- for every Equity Share of Rs.10/-each for the financial year ended 31st March, 2025. The Members were required to pass an ordinary resolution, for the declaration of dividend on equity shares.

Thereafter, the following resolution was proposed by Mr. Atul Misra and seconded by Mr. Raj Kumar Singh, Members.

“RESOLVED THAT a dividend at the rate of Rs. 0.80 (Rs. Eighty Paisa only) per equity share of Rs. 10/- (Rupees ten only) each fully paid-up of the Company be and is hereby declared for the financial year ended March 31, 2025 and the same be paid as recommended by the Board of Directors of the Company, out of the profits of the Company for the financial year ended March 31, 2025.”

Item No.4- Ordinary Resolution- Appointment of Mr. Mohammad Shadab (DIN: 00098221) as a Director of the company.

The Chairman informed that as per the provisions of the Companies Act, 2013, Mr. Mohammad Shadab (DIN: 00098221) retires by rotation and being eligible offered himself for re-appointment. Accordingly, the proposal relating to re-appointment of Mr. Mohammad Shadab was included in the Notice of 45th Annual General Meeting. The Members were required to pass an ordinary resolution, for the re-appointment of Mr. Mohammad Shadab as Director of the company, liable to retire by rotation.

Thereafter, the following resolution was proposed by Mr. Krishan Dutt Misra and seconded by Mr. Anubhav Pandey, Members

“RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Mohammad Shadab (DIN: 00098221), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

Item No.5- Ordinary Resolution- Appointment of Mrs. Shahina Mukhtar (DIN: 00015442) as a Director of the company.

The Chairman informed that as per the provisions of the Companies Act, 2013, Mrs. Shahina Mukhtar (DIN: 00015442) was appointed as director of the company whose term of office shall be determined by retirement by rotation. Accordingly, the proposal relating to appointment of Mrs. Shahina Mukhtar was included in the Notice of 45th Annual General Meeting. The Members were required to pass an ordinary resolution, for the appointment of Mrs. Shahina Mukhtar as Director of the company, liable to retire by rotation.

Thereafter, the following resolution was proposed by Mr. Saleem Akhtar and seconded by Mr. Ram Nath Gupta, Members.

“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, read with the applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mrs. Shahina Mukhtar (DIN: 00015442) be and is hereby appointed as a Director of the Company, whose term of office shall be determined by retirement by rotation.”

Item No.06- Special Resolution- Re-appointment of Mr. Mukhtarul Amin (DIN: 00012108) as Chairman and Managing Director of the company.

The Chairman informed that the Board of Directors of the company (“the Board”) at its meeting held on 11th July, 2025 has, subject to the approval of the members by special resolution, re-appointed Mr. Mukhtarul Amin (DIN: 00012108) as a Chairman and Managing Director, for a further period of 3 years (three) from the expiry of his present term i.e. 30th September, 2025, on terms and conditions including remuneration as recommended by the Nomination and Remuneration Committee (the ‘NR Committee’) and Audit Committee of the company and approved by the Board. The members were required to pass a special resolution for the re-appointment of Mr. Mukhtarul Amin as Chairman and Managing Director of the company.

Thereafter, the following resolution was proposed by Mr. Atul Misra, member and seconded by Mr. Saleem Akhtar, member.

“RESOLVED that pursuant to the recommendation of the Nomination and Remuneration Committee and Audit Committee of the company and in accordance with the provisions of

Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the Company be and is hereby accorded to the re-appointment of Mr. Mukhtarul Amin (DIN: 00012108) as Chairman and Managing Director of the Company for a period of 3 years effective from 1st October, 2025 to 30th September, 2028 on the terms and conditions including remuneration as set out in the statement annexed to the notice, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and/or remuneration as it may deem fit and as may be acceptable to Mr. Mukhtarul Amin.

RESOLVED FURTHER that pursuant to the provisions of Section 196(3)(a) of the Companies Act, 2013, the members do hereby approve the continuation of the appointment of **Mr. Mukhtarul Amin** as Chairman and Managing Director of the Company, notwithstanding that he attained the age of 70 (seventy) years, as the Board considers such continuation to be in the best interests of the Company.

RESOLVED FURTHER that the Board be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Item No.07- Special Resolution- Re-appointment of Mr. Zafarul Amin (DIN: 00015533) as Joint Managing Director of the company.

The Chairman informed that the Board of Directors of the company ("the Board) at its meeting held on 11th July, 2025 has, subject to the approval of the members by special resolution, re-appointed Mr. Zafarul Amin (DIN: 00015533) as a Joint Managing Director, for a further period of 3 years (three) from the expiry of his present term i.e. 30th September, 2025, on terms and conditions including remuneration as recommended by the, Nomination and Remuneration Committee (the NR` Committee') and Audit Committee of the company and approved by the Board. The members were required to pass a special resolution for the re-appointment of Mr. Zafarul Amin as Joint Managing Director of the company.

Thereafter, the following resolution was proposed by Mr. Krishna Dutt Misra, member and seconded by Mr. Anubhav Pandey, member.

"RESOLVED that pursuant to recommendation of the Nomination and Remuneration Committee and Audit Committee of the company and in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the Company be and is hereby accorded to the re-appointment of Mr. Zafarul Amin (DIN: 00015533) as Wholetime Director designated as Joint Managing Director of the Company for a period of 3 years effective from 1st October, 2025 to 30th September, 2028 on the terms and conditions including remuneration as set out in the statement annexed to the notice, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and/or remuneration as it may deem fit and as may be acceptable to Mr. Zafarul Amin.

RESOLVED FURTHER that the Board be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Item No. 08- Special Resolution- Re-appointment of Mr. Mohammad Shadab (DIN:00098221) as Deputy Managing Director of the company.

The Chairman informed that the Board of Directors of the company (“the Board”) at its meeting held on 11th July, 2025 has, subject to the approval of the members by special resolution, re-appointed Mr. Mohammad Shadab (DIN: 00098221) as a Deputy Managing Director, for a further period of 3 years (three) from the expiry of his present term i.e. 30th September, 2025, on terms and conditions including remuneration as recommended by the, Nomination and Remuneration Committee (the NR’ Committee’) and Audit Committee of the company and approved by the Board. The members were required to pass a special resolution for the re-appointment of Mr. Mohammad Shadab as Deputy Managing Director of the company.

Thereafter, the following resolution was proposed by Mr. Anand Balduva, member and seconded by Mr. G.P.Singh, member.

“RESOLVED that pursuant to recommendation of the Nomination and Remuneration Committee and Audit Committee of the company and in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the Company be and is hereby accorded to the re-appointment of Mr. Mohammad Shadab (DIN:00098221) as Wholetime Director designated as Deputy Managing Director of the Company for a period of 3 years effective from 1st October, 2025 to 30th September, 2028 on the terms and conditions including remuneration as set out in the statement annexed to the notice, with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and/or remuneration as it may deem fit and as may be acceptable to Mr. Mohammad Shadab.

RESOLVED FURTHER that the Board be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Item No. 09- Special Resolution- Appointment of Dr. Harmeet Singh (DIN: 08460594) as an Independent Director of the company.

The Chairman informed that the Board of Directors of the company (“the Board”) at its meeting held on 11th July, 2025, on the recommendation of Nomination and Remuneration Committee (the NR’ Committee’) and subject to the approval of the members by Special Resolution, recommended the appointment of Dr. Harmeet Singh (DIN: 08460594), as an Independent Director, for a period of 5 years (five) with effect from 30th September, 2025 till 29th September, 2030. The members were required to pass a special resolution for the appointment of Dr. Harmeet Singh as an Independent Director of the company.

Thereafter, the following resolution was proposed by Mr. Ram Nath Gupta, member and seconded by Mr Pankaj Kumar, Members.

“RESOLVED that Dr. Harmeet Singh (DIN: 08460594), who was appointed by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee as an Additional (Non-Executive, Independent) Director of the Company with effect from 11th July, 2025 and who holds office upto the date of this Annual General Meeting of the Company under section 161(1) of the Companies Act, 2013 (“the Act”) (including any statutory modification or re-enactment thereof for the time being in force) read with Article 28 of the Articles of Association of the Company and who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company.”

“RESOLVED FURTHER that pursuant to the provisions of Sections 149, 150, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Rules framed thereunder, and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force] and Articles of Association of the Company, approval and recommendation of the Nomination and Remuneration Committee and that of the Board, Dr. Harmeet Singh (DIN: 08460594), who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1) (b) of the LODR Regulations, be and is hereby appointed as an Independent Director of the Company for a period of 5 (Five) years with effect from 30th September, 2025 till 29th September, 2030, and that he shall not be liable to retire by rotation.

RESOLVED FURTHER that the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to any other Officer(s) / Authorized Representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Item No.10- Special Resolution- Appointment of Mr. Girish Chandra Srivastava (DIN: 02194331) as an Independent Director of the company.

The Chairman informed that the Board of Directors of the company (“the Board”) at its meeting held on 11th July, 2025, on the recommendation of Nomination and Remuneration Committee (the NR` Committee’) and subject to the approval of the members by Special Resolution, recommended the appointment of Mr. Girish Chandra Srivastava (DIN: 02194331) as an Independent Director, for a period of 5 years (five) with effect from 30th September, 2025 till 29th September, 2030. The members were required to pass a special resolution for the appointment of Mr. Girish Chandra Srivastava (DIN:02194331) as an Independent Director of the company.

Thereafter, the following resolution was proposed by Mr. Krishna Dutt Misra, member and seconded by Mr. Atul Misra, Members.

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Rules framed thereunder, and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force] and Articles of Association of the Company, approval and recommendation of the Nomination and Remuneration Committee and that of the Board, Mr. Girish Chandra Srivastava (DIN: 02194331), who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1) (b) of the LODR Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, be and is

hereby appointed as an Independent Director of the Company for a period of 5 (Five) years with effect from 30th September, 2025 till 29th September, 2030, and that he shall not be liable to retire by rotation.

“RESOLVED FURTHER that pursuant to the provisions of Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Girish Chandra Srivastava (DIN: 02194331), be and is hereby appointed as an Independent Director of the Company for the said term of 5 years, notwithstanding that Mr. Girish Chandra Srivastava (DIN: 02194331) attained the age of 75 years as the Board considers such appointment to be in the best interests of the Company.

RESOLVED FURTHER that the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to any other Officer(s) / Authorized Representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Item No. 11- Ordinary Resolution- Appointment of Mr. Gautam Kumar Banthia, Proprietor of M/s Banthia & Company as Secretarial Auditors of the company.

The Chairman informed that the Board of Directors of the company (“the Board”) at its meeting held on 30th May, 2025, on the recommendation of Nomination and Remuneration Committee (the NR` Committee’) and subject to the approval of the members by Ordinary Resolution, recommended the appointment of Mr. Gautam Kumar Banthia, Proprietor of M/s Banthia & Company as Secretarial Auditors of the company, for a period of 5 years (five) commencing from financial year 2025-26 to 2029-30. The members were required to pass a Ordinary Resolution for the appointment of Mr. Gautam Kumar Banthia, Proprietor of M/s Banthia & Company as Secretarial Auditors of the company.

Thereafter, the following resolution was proposed by Mr. Aamir Hasan and seconded by Mr. Shailesh Kumar Dixit, Members.

“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”), other applicable provisions, if any, as amended from time to time, Mr. Gautam Kumar Banthia (ACS No. 4933, CP No. 1405, Peer Review Certificate 1822/2022) proprietor of M/s Banthia & Company, Practising Company Secretaries be and are hereby appointed as Secretarial Auditors 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 Auditors.”

Item No.12- Special Resolution- Amendment in Article 24 of the Articles of Association of the company.

The Chairman informed that the Board of Directors of the company (“the Board”) at its meeting held on 11th July, 2025, and subject to the approval of the members by Special Resolution, recommended the amendment in Article 24 of the Articles of Association of the company. The members were required to pass a Special Resolution to amend the Article 24 of the Articles of Association of the company.

Thereafter, the following resolution was proposed by Mr. Anand Kumar Balduva and seconded by Mr. Ram Nath Gupta, Members.

“RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 read with applicable rules made thereunder, and Regulation 17(1D) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), consent of the members be and is hereby accorded to amend Article 24 of the Articles of Association of the Company by substituting the existing Article 24 with the following:

‘24. Mr. Mukhtarul Amin shall be a Non-Retiring Director of the Company and shall not be liable to retirement by rotation under Section 152 (6) of the Companies Act, 2013, subject to the provisions of applicable law.

Notwithstanding the foregoing, in accordance with Regulation 17(1D) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the continuation of Mr. Mukhtarul Amin’s directorship shall be subject to the approval of the shareholders by way of an ordinary resolution at least once every five years from the date of his appointment or re-appointment, as the case may be. Mr. Mukhtarul Amin shall be the Chairman of the Board of Directors of the Company for the duration of his directorship, subject to such periodic shareholder approvals. Mrs. Shahina Mukhtar shall be designated as the Alternate Chairperson of the Board of Directors of the Company. She shall be liable to retire by rotation and shall be eligible for re-appointment in accordance with the provisions of the Companies Act, 2013 and applicable SEBI regulations.

The Board shall have the power to determine, from time to time, which of the other directors are or are not liable to retirement by rotation, in accordance with the Companies Act, 2013 and applicable laws.’

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take all necessary actions, steps, and to file all relevant forms and documents with the Registrar of Companies and other authorities as may be required to give effect to this resolution.”

VOTE OF THANKS :

A vote of thanks to the Chair, proposed by Mr. Krishna Dutt Misra, member was passed unanimously.

The Meeting was declared closed at 10.30 A.M.

Date of Entry: 30-09-2025
Place : Kanpur


(MUKHTARUL AMIN)
CHAIRMAN AND MANAGING DIRECTOR

COMBINED RESULTS OF E-VOTING AND POLL :-

The Consolidated Results as per the Scrutinizers' Report dated 30th September, 2025 are as follows:

Resolution No.	Particulars	% Votes in Favour	% Votes in Against	% Votes invalid
1.	Ordinary resolution to receive, consider and adopt 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.	99.84	0.16	Nil
2.	Ordinary resolution to receive, consider and adopt the audited consolidated financial statement of the Company for the financial year ended March 31, 2025 and the report of Auditors thereon.	99.84	0.16	Nil
3.	Ordinary resolution to declare a dividend of Rs. 0.80/- per equity share for the year 2024-2025.	99.84	0.16	Nil
4.	Ordinary resolution to re-appoint Mr. Mohammad Shadab (DIN: 00098221) as director of the company, who retires by rotation and being eligible, offers himself for re-appointment.	98.55	1.45	Nil
5.	Ordinary Resolution to appoint Mrs. Shahina Mukhtar (DIN: 00015442) as Director of the Company, whose term of office shall be determined by retirement by rotation.	98.55	1.45	Nil
6.	Special resolution to re-appoint Mr. Mukhtarul Amin (DIN: 00012108) as Chairman and Managing Director of the company for a period of 3 (three) years.	98.55	1.45	Nil
7.	Special resolution to re-appoint Mr. Zafarul Amin (DIN: 00015533) as Joint Managing Director of the company for a period of 3 (three) years.	98.55	1.45	Nil
8.	Special resolution to re-appoint Mr. Mohammad Shadab (DIN: 00098221) as Deputy Managing Director of the company for a period of 3 (three) years.	98.55	1.45	Nil
9.	Special resolution to appoint Dr. Harmeet Singh (DIN: 08460594) as an Independent Director of the company for a period of 5 (five) years.	99.84	0.16	Nil
10.	Special resolution to appoint Mr. Girish Chandra Srivastava (DIN: 02194331), as an Independent Director of the company for a period of 5 (five) years.	99.84	0.16	Nil
11	Ordinary resolution to appoint Mr. Gautam Kumar Banthia as Secretarial Auditors' of the Company for a period of 5 (five) years.	99.84	0.16	Nil
12	Special resolution to amend Article 24 of the Articles of Association of the company.	99.84	0.16	Nil

Based on the Report of the Scrutinizer, all Resolutions as set out in the Notice of 45th Annual General Meeting have been duly approved by the Shareholders with requisite majority.

Date of Entry 30-09-2025
Place: Kanpur


(MUKHTARUL AMIN)
CHAIRMAN AND MANAGING DIRECTOR