



Goldiam International Ltd

MANUFACTURERS & EXPORTERS OF DIAMONDS & JEWELLERY

CIN:L36912MH1986PLC041203

September 26, 2025

To, BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001. Scrip Code: 526729	To, National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Mumbai- 400 051. Scrip Code: GOLDIAM EQ
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Dear Sir's,

Subject: Voting Results and Proceedings of 38th Annual General Meeting of Goldiam International Limited (the "Company") held on Friday, September 26, 2025.

This is to inform you that the 38th Annual General Meeting ("AGM") of the Company was held on Friday, September 26, 2025 at 11.00 a.m. through video conferencing/other audio visual means in accordance with the circular(s) issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India in this regards.

Accordingly, we hereby submit the following documents:

1. Summary of proceedings of 38th AGM pursuant to Regulation 30, Part A of Schedule-III of the SEBI (Listing Obligations and Disclosure Requirements), 2015 (Listing Regulations). Annexure-A
2. Consolidated Voting results in the format prescribed under Regulation 44 of Listing Regulations.- Annexure-B
3. Scrutinizer's Report on Remote – E-voting & Poll pursuant to Rule 20 (4) of the Companies (Management and Administration) Rules, 2014, as amended.-Annexure-C

You are requested to take the above information on your records.

Thanking you

Yours faithfully

For Goldiam International Limited

Pankaj Parkhiya
Company Secretary and Compliance Officer

Encl: as above

Registered Office

Gems & Jewellery Complex, Santacruz Electronics Export Processing Zone, Andheri (East), Mumbai-400096. India

Phones: (022) 28291893/28290396/28292397 Fax : (022) 28292885

Email:- investorrelations@goldiam.com Website: www.goldiam.com



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SUMMARY OF PROCEEDINGS OF 38th ANNUAL GENERAL MEETING

The 38th Annual General Meeting ("AGM") of the Company was held on Friday, September 26, 2025 at 11.00 a.m. through the Video Conference (VC)/ Other Audio-Visual Means (OAVM) facility to transact the businesses as stated in the notice dated August 11, 2025 convening the AGM in accordance with the various circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India, from time to time. The meeting commenced at 11.00 a.m. and concluded at 11.45 a.m. (including time allowed for E-voting at AGM).

Mr. Pankaj Parkhiya, Company Secretary & Compliance Officer of the Company welcomed the members of the Company present at the 38th AGM of the Company and he informed the Shareholders that since Mr. Rashesh Manhar Bhansali, Chairman of the Company was travelling on a business visit and, due to such circumstances, was unable to chair the proceedings of this Meeting, Mr. Anmol Rashesh Bhansali (DIN: 07931599), Managing Director of the Company, chaired the proceedings of the 38th AGM of the Company. However, Mr. Rashesh Manhar Bhansali attended this meeting.

Mr. Anmol Rashesh Bhansali, Chairman welcomed the shareholders and other invitees present at the 38th Annual General Meeting of the Company. He then, introduced the Board of Directors and other Invitees/ attendees present at the AGM who had connected through VC from their respective locations. All Directors were present at the 38th AGM. The Statutory and Secretarial Auditors were also present during the meeting through VC. Thereafter, the Company Secretary ascertained the requisite quorum and called the Meeting to order.

The Chairman of the meeting, Chaired the proceedings of the Annual General Meeting.

On request by the Chairman, Mr. Pankaj Parkhiya, Company Secretary, then provided general instructions to the members regarding participation in the meeting, *inter alia*, includes the following:

- The Company had taken all feasible efforts under the current circumstances to enable members to participate through video conference and vote at the AGM
- The Company had provided a facility to the members to cast their votes electronically, on all resolutions set forth in the Notice convening the 38th AGM of the Company and the remote e-voting period commenced on Tuesday, September 23, 2025 at 9.00 a.m.(IST) and ended on Thursday, September 25, 2025 at 5.00 p.m.(IST).
- Members who had not cast their votes through remote e-voting platform were provided with an opportunity to cast their votes, electronically during the AGM i.e. Insta-Poll.
- The Company had appointed Mr. Rajnikant Shah, Company Secretary in Practice, as Scrutinizer for the purpose of scrutinizing the remote E-voting process and voting through Insta-Poll.

The Company Secretary further informed the Members that the Statutory Auditors Report does not contain qualification or adverse remarks. Further there was no qualification or adverse remark by Secretarial Auditors of the Company. Hence with the permission of the Members present, Statutory Auditors Report on the Financial Statements for the financial year ended

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March 31, 2025 and Secretarial Audit Report for the Financial Year ended March 31, 2025 as a part of the Annual Report along with notice convening the 38th AGM, already been circulated through email to all shareholders, were taken as READ.

Thereafter, the Company Secretary invited Mr. Anmol Rashesh Bhansali, Chairman of the Meeting. The Chairman made his opening remarks on the business overview and also highlighted financial performance of the company for FY 2024-25 and recent concluded QIP. The chairman also explained about retail business and future outlook of the company.

The members were then requested to ask questions, offer their views/comments. The observation and comments raised by the speaker shareholder in the 38th AGM were satisfactorily replied Mr. Anmol Rashesh Bhansali, Chairman of the Company.

The Company Secretary, thereafter, thanked all the members for their participation at the AGM. He further informed the members that Insta-Poll facility at the AGM was opened for 15 minutes and thereafter the meeting concluded.

The following items of business, as per the Notice convening the 38th AGM of the Company were transacted at the meeting:

ORDINARY BUSINESS	
1.	To receive, consider and adopt Audited Standalone and Consolidated Balance Sheet as at March 31, 2025, and the Statement of Profit and Loss for the year ended on that date together with the Report of Board of Directors and the Auditors thereon. (Ordinary Resolution)
2.	To confirm payment of 1st interim dividend of Re. 1/- (i.e. 50%) and 2nd Interim dividend of Re. 1/- (i.e. 50%) on each paid up equity share of Rs.2/- already paid for the financial year ended March 31, 2025 and declare final dividend of Re.1/-(i.e. 50%) on each paid up equity share of Rs.2/- for the financial year ended March 31, 2025. (Ordinary Resolution)
3.	Re-appointment of Mr. Rashesh Manhar Bhansali (DIN:00057931) as a "Director", liable to retire by rotation, who has offered himself for re-appointment. (Ordinary Resolution)
SPECIAL BUSINESS	
4.	Appointment of M/s. R. N. Shah & Associates, Practising Company Secretaries as Secretarial Auditors and fix their remuneration. (Ordinary Resolution)
5.	To re-appoint Mr. Rashesh Manhar Bhansali (DIN 00057931) as an Executive Chairman for another term of five years and to pay remuneration for the period of three years with effect from February 1, 2026. (Special Resolution)
6.	Approve to pay remuneration to Mr. Anmol Rashesh Bhansali, Managing Director for the remaining period of his tenure i.e. up to November 24, 2027 with effect from November 25, 2025. (Special Resolution)

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Further, we would like to state that as per the requirement of the Circular No. LIST/COMP/14/2018- 19 Dated June 20, 2018 w.r.t. Enforcement of SEBI Orders Regarding Appointment Of Directors By Listed Companies, the Board of Directors and its Nomination and Remuneration Committee while considering the appointment of Mr. Rashesh Manhar Bhansali as Chairman-Executive Director (KMP), has verified and confirmed from him that he is not debarred from holding the office of Director pursuant to any SEBI order or any other such authority.

With respect to point no. 4 & 5 mentioned above, the required details pursuant to the SEBI Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 are annexed herewith as Annexure - A.

Detailed voting results for the votes cast through remote e-voting and electronic voting at the AGM on all the resolutions as set out in the Notice of AGM are enclosed.

Thanking you

Yours faithfully

For Goldiam International Limited

Pankaj Parkhiya
Company Secretary and Compliance Officer
Encl: a/a

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Annexure-A

Disclosure of information pursuant to Regulation 30 of SEBI (LODR) Regulation, 2015, read with circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024:

Sl. No.	Details required	M/s. R. N. Shah & Associates, Company Secretaries Mr. Rajnikant N. Shah, Proprietor (ACS 1629 CP No.700)	Particulars Rashesh Manhar Bhansali (DIN 00057931)
1.	Reason for change	Not Applicable, only reappointment of the same Auditor	Re-appointment as an Executive Chairman of the Company.
2.	Date and term of appointment/cessation	May 26, 2025 M/s. R. N. Shah & Associates, Practicing Company Secretaries is appointed as Secretarial Auditors to conduct the secretarial audit of the Company for a term of 5 consecutive years commencing from FY 2025-26 till FY 2029-30 subject to approval of the shareholders at the ensuing Annual General Meeting.	The appointment is made for a period of 5 years from effective date of the appointment i.e. February 1, 2026.
3.	Brief profile (in case of appointment)	Mr. Rajnikant N. Shah, Proprietor of R. N. Shah & Associates has been in the practice for about 35 years and has wide range of expertise in the area of Secretarial compliances. Peer Review Certificate No.: 919/2020	He has over 35 years of rich and exhaustive experience in the field of diamonds & jewellery.
4.	Disclosure of relationships between Directors	NA	Mr. Rashesh Bhansali is a father of Mr. Anmol Rashesh Bhansali, Managing Director and Mrs. Tulsi Gupta, Non-Executive Non-Independent Director.

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General information about company	
Scrip code	526729
NSE Symbol	GOLDIAM
MSEI Symbol	NOTLISTED
ISIN	INE025B01025
Name of the company	Goldiam International Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	26-09-2025
Start time of the meeting	11:00 AM
End time of the meeting	11:45 AM

Scrutinizer Details

Name of the Scrutinizer	RAJNIKANT N SHAH
Firms Name	R. N. SHAH & ASSOCIATES
Qualification	CS
Membership Number	1629
Date of Board Meeting in which appointed	11-08-2025
Date of Issuance of Report to the company	26-09-2025

Voting results	
Record date	19-09-2025
Total number of shareholders on record date	83430
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	2
b) Public	45
No. of resolution passed in the meeting	6
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of the Audited (Standalone and Consolidated) Balance Sheet as at March 31, 2025, the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and the Auditors thereon.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	66072060	66072060	100	66072060	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		66072060	66072060	100	66072060	0	100
Public- Institutions	E-Voting	3603274	484160	13.4367	484160	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3603274	484160	13.4367	484160	0	100
Public- Non Institutions	E-Voting	43242510	56266	0.1301	55716	550	99.0225	0.9775
	Poll		4602	0.0106	4602	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		43242510	60868	0.1408	60318	550	99.0964
Total		112917844	66617088	58.9961	66616538	550	99.9992	0.0008
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution(2)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			confirm payment of 1st interim dividend of Re. 1/- (i.e. 50%) and 2nd Interim dividend of Re. 1/- (i.e. 50%) on each paid up equity share of Rs.2/- already paid for the financial year ended March 31, 2025 and declare final dividend of Re.1/-(i.e. 50%) on each paid up equity share of Rs.2/- for the financial year ended March 31, 2025					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	66072060	66072060	100	66072060	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		66072060	66072060	100	66072060	0	100
Public- Institutions	E-Voting	3603274	484160	13.4367	484160	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3603274	484160	13.4367	484160	0	100
Public- Non Institutions	E-Voting	43242510	56267	0.1301	56017	250	99.5557	0.4443
	Poll		4602	0.0106	4602	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		43242510	60869	0.1408	60619	250	99.5893
Total		112917844	66617089	58.9961	66616839	250	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Rashesh Manhar Bhansali (DIN:00057931) as a “Director”, liable to retire by rotation, who has offered himself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	66072060	66072060	100	66072060	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		66072060	66072060	100	66072060	0	100
Public- Institutions	E-Voting	3603274	484160	13.4367	484160	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3603274	484160	13.4367	484160	0	100
Public- Non Institutions	E-Voting	43242510	56268	0.1301	55597	671	98.8075	1.1925
	Poll		4602	0.0106	4602	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		43242510	60870	0.1408	60199	671	98.8977
Total		112917844	66617090	58.9961	66616419	671	99.999	0.001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of M/s. R. N. Shah & Associates, Practising Company Secretaries as Secretarial Auditors and fix their remuneration.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	66072060	66072060	100	66072060	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		66072060	66072060	100	66072060	0	100
Public- Institutions	E-Voting	3603274	484160	13.4367	484160	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3603274	484160	13.4367	484160	0	100
Public- Non Institutions	E-Voting	43242510	56269	0.1301	55648	621	98.8964	1.1036
	Poll		4602	0.0106	4602	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		43242510	60871	0.1408	60250	621	98.9798
Total		112917844	66617091	58.9961	66616470	621	99.9991	0.0009
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appoint Mr. Rashesh Manhar Bhansali (DIN 00057931) as an Executive Chairman for another term of five years and to pay remuneration for the period of three years with effect from February 1, 2026.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	66072060	66072060	100	66072060	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		66072060	66072060	100	66072060	0	100
Public-Institutions	E-Voting	3603274	484160	13.4367	178193	305967	36.8046	63.1954
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3603274	484160	13.4367	178193	305967	36.8046
Public- Non Institutions	E-Voting	43242510	56270	0.1301	55599	671	98.8075	1.1925
	Poll		4602	0.0106	4602	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		43242510	60872	0.1408	60201	671	98.8977
Total		112917844	66617092	58.9961	66310454	306638	99.5397	0.4603
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approve to pay remuneration to Mr. Anmol Rashesh Bhansali, Managing Director for the remaining period of his tenure i.e. up to November 24, 2027 with effect from November 25, 2025.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	66072060	66072060	100	66072060	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		66072060	66072060	100	66072060	0	100
Public- Institutions	E-Voting	3603274	484160	13.4367	178193	305967	36.8046	63.1954
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3603274	484160	13.4367	178193	305967	36.8046
Public- Non Institutions	E-Voting	43242510	56271	0.1301	55050	1221	97.8301	2.1699
	Poll		4602	0.0106	4602	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		43242510	60873	0.1408	59652	1221	97.9942
Total		112917844	66617093	58.9961	66309905	307188	99.5389	0.4611
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

R. N. SHAH & ASSOCIATES

Company Secretaries

Phone (O): 02241005444/9653258562

Mobile: 93247 60604/88500 91172

E-mail : rnshah1954@yahoo.com

Website: rnshahassociates.com

Rajnikant N. Shah

B. Com.(Hons.); LL.B. (Gen.); F.C.S.

OFFICE:

Office No. 306, Apollo Complex,

R. K. Singh Marg, Off. Parsi

Panchayat, Old Nagardas Road,

Andheri (East),

Mumbai - 400 069.

Date: 26th September, 2025

Ref. No.

FORM MGT-13**Scrutinizer (s) Report**

Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of Companies (Management and Administration) Rules, 2014.

To,

The Chairman of 38th Annual General Meeting (AGM) of the Equity Shareholders of Goldiam International Limited held on Friday, 26th September, 2025 at 11.00 a.m. through Video Conferencing/Other Audio Visual Means ("VC/OAVM") Facility.

I, RAJNIKANT NAROTTAMDAS SHAH, appointed as a scrutinizer pursuant to Section 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 (as substituted by notification dated 19th March, 2015) and pursuant to Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, for the purpose of scrutinizing the process of remote e-voting as well as the e-voting by Members during the 38th Annual General Meeting (AGM) on the resolutions contained in the AGM notice dated 11th August, 2025 issued in accordance General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 2/2021 dated January 15, 2021, General Circular No. 21/2021 dated December 14, 2021, General Circular No. 3/2022 dated May 5, 2022, General Circular No 10/2022 dated 28th December, 2022, General Circular No. 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated September 19, 2024 issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), allowed companies whose AGMs were due to be held in the year 2025 or become due in the year 2025, to conduct their AGMs on or before 30.09.2025, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 ("MCA Circulars"). The Securities and Exchange Board of India ("SEBI") also issued Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and Circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 ("SEBI



Circulars") the validity of which has been extended till September 30, 2025 by SEBI, calling the 38th Annual General Meeting (AGM) of its Equity Shareholders through VC / OAVM. The AGM was convened on Friday, 26th September, 2025 at 11.00 a.m. IST through VC / OAVM.

I submit my Report as under:

A. Dispatch of Notice convening the AGM:

Pursuant to General Circular nos. 14/2020 and 17/2020 dated April 8, 2020 and April 13, 2020 respectively, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid -19", General Circular no. 20/2020 dated May 5, 2020, General Circular nos. 02/2021, 21/2021, 3/2022, 10/2022 and 09/2023 dated January 13, 2021, December 14, 2021, May 5, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 respectively in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)", (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA and SEBI Circulars, the AGM of the Company is being held through VC/OAVM. The Securities and Exchange Board of India ("SEBI") also issued Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 ("SEBI Circulars") an advertisement was published in Financial Express (English) and Mumbai Lakshdeep (Marathi), on 03rd September, 2025 specifying the date & time of the AGM, availability of the notice on Company's website and website of Stock Exchanges, manner of registration of email ids by the members (both physical & Demat) who are yet to register their Email ID with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

1. Pursuant to General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 2/2021 dated January 15, 2021, General Circular No. 21/2021 dated December 14, 2021, General Circular No. 3/2022 dated May 5, 2022, General Circular No 10/2022 dated 28th December, 2022, General Circular No. 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated September 19, 2024 issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), allowed companies whose AGMs were due to be held in the year 2025 or become due in the year 2025, to conduct their AGMs on or before 30.09.2025, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 ("MCA Circulars"). The Securities and Exchange Board of India



(“SEBI”) also issued Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, Circular No. SEBI/ H O/ C F D/ C M D 2/ C I R/ P/ 2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and Circular Number. Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 (“SEBI Circulars”) notice of the AGM along with the Annual Report 2024-25 was sent only through electronic mode to those Members whose email addresses are registered with the Company or CDSL / NSDL (“Depositories/DP”).

2. The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited and National Stock Exchange of India Limited on 02nd September, 2025.
3. The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by MUFG Intime India Private Limited (MIPL), the Registrar and Share Transfer Agents (“RTA”) of the Company and the depositories viz., National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) respectively, the Company completed dispatch of Notice of AGM:
 - On 02nd September, 2025 by E-mail to 83,223 Members who had registered their E-mail IDs with the Company / Depositories;

B. Since this AGM was held pursuant to the MCA circulars through VC/OAVM, physical attendance of Members, requirement of Route Map in AGM notice & appointment of proxies had been dispensed with. The deemed venue of this meeting would be the place from which Chairman is attending.

C. The members who attended the AGM through VC/OAVM were counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

D. Cut-off date

Voting rights were reckoned as on 19th September, 2025 being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting at the AGM.



E. Remote e-voting process

- **Agency**

The Company appointed MUFG Intime India Private Limited (MI IPL) as the agency for providing the platform for remote e-voting platform and e-voting at the AGM.

- **Remote e-voting period:**

The remote E-Voting period remained open from 9.00 a.m. on September 23, 2025 and ended on September 25, 2025 at 5.00 p.m. and members had cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by MUFG Intime India Private Limited.

F. Voting at the AGM:

- Company had provided facility of e-voting during the AGM only to those members who were present in the 38th AGM through InstaMeet Facility and had not cast their vote on the Resolutions through remote e-Voting and were otherwise not barred from doing so, were eligible to vote through e-Voting system in the 38th AGM.
- In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Rules, 2014 for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote evoting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.
- Accordingly, MI IPL, the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the members who had cast their votes through remote e-voting.



G. Results of the remote e-voting and e-voting by members at the AGM:

- On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by members at the AGM, on the LIPL evoting platform and downloaded the results.

The results were unblocked on September 26, 2025 around 11.45 a.m. in presence of two witnesses, namely Ms. Kajal J. Sharma residing at NSS Road, Asalpha Bhaji Market, Ganesh Mandir, Ghatkopar (West)- 400084 and Mr. Affan M. Ali Shaikh residing at 301, Tarapur Patni Mohalla, Boisar (West)- 401502 who are not in employment of the Company.

They have signed below in confirmation of the event being unblocked in their presence.



(Kajal J. Sharma)



(Affan M. Ali Shaikh)

- Based on the aforesaid results, we report that 4 Ordinary Resolutions as set out in Item Nos. 1 to 4 and 2 Special Resolution as set out in Item Nos. 5 and 6 of the Notice of the AGM dated 11th August, 2025 have been passed with the requisite majority.
- Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 11th August, 2025 are enclosed herewith.



CONSOLIDATED RESULTS

Item No. 1: Adoption of audited standalone financial statements of the Company together with the report of the Board of Directors and the Auditors thereon for the financial year ended March 31, 2025 and audited consolidated financial statements of the Company together with the report of the Auditors thereon for the financial year ended March 31, 2025.

The combined result of remote e-voting and e-voting at the AGM is as under:

i) Voted in favour of Ordinary Resolution

	Remote E-Voting	E-Voting at the AGM	Total
No. of Members voted	98	17	115
Number of valid votes cast by them	6,66,11,936	4,602	6,66,16,538
% of Total number of valid votes cast	99.993	0.007	100

ii) Voted against Ordinary Resolution

	Remote E-Voting	E-Voting at the AGM	Total
No. of Members voted	2	-	2
Number of valid votes cast by them	550	-	550
% of Total number of valid votes cast	100	-	100

iii) Invalid/Abstain Votes

	Remote E-Voting	E-Voting at the AGM	Total
No. of Members whose votes were declared invalid/Abstain	1	-	1
Number of invalid/Abstain votes cast by them	10	-	10

Based on the aforesaid result, we report that the Ordinary Resolution as set out in No. 1 of the Notice of the AGM dated 11th August, 2025 has been passed with composite majority.



CONSOLIDATED RESULTS

Item No. 2: To confirm 1st interim dividend of Rs. 1/- (i.e. 50%) and 2nd interim dividend of Rs. 1/- (i.e. 50%) on each paid up equity share of Rs. 2/- already paid for the financial year ended March 31, 2025 and declare final dividend of Rs. 1/- (i.e. 50%) on each paid up equity share for the financial year ended March 31, 2025.

The combined result of remote e-voting and e-voting at the AGM is as under:

i) Voted **in favour** of Ordinary Resolution

	Remote E-Voting	E-Voting at the AGM	Total
No. of Members voted	99	17	116
Number of valid votes cast by them	6,66,12,237	4,602	6,66,16,839
% of Total number of valid votes cast	99.993	0.007	100

ii) Voted **against** Ordinary Resolution

	Remote E-Voting	E-Voting at the AGM	Total
No. of Members voted	1	-	1
Number of valid votes cast by them	250	-	250
% of Total number of valid votes cast	100	-	100

iii) Invalid/Abstain Votes

	Remote E-Voting	E-Voting at the AGM	Total
No. of Members whose votes were declared invalid/Abstain	1	-	1
Number of invalid/Abstain votes cast by them	10	-	10

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 2 of the Notice of the AGM dated 11th August, 2025 has been passed with a simple majority.



CONSOLIDATED RESULTS

Item No. 3: To Re-appoint Mr. Rashesh Manhar Bhansali, (DIN: 00057931) as Director who retires by rotation and, being eligible, offers himself for re-appointment.

The combined result of remote e-voting and e-voting at the AGM is as under:

i) Voted in favour of Ordinary Resolution

	Remote E-Voting	E-Voting at the AGM	Total
No. of Members voted	95	17	112
Number of valid votes cast by them	6,66,11,817	4,602	6,66,16,419
% of Total number of valid votes cast	99.993	0.007	100

ii) Voted against Ordinary Resolution

	Remote E-Voting	E-Voting at the AGM	Total
No. of Members voted	5	-	5
Number of valid votes cast by them	671	-	671
% of Total number of valid votes cast	100	-	100

iii) Invalid/Abstain Votes

	Remote E-Voting	E-Voting at the AGM	Total
No. of Members whose votes were declared invalid/Abstain	1	-	1
Number of invalid/Abstain votes cast by them	10	-	10

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 3 of the Notice of the AGM dated 11th August, 2025 has been passed with a simple majority.



CONSOLIDATED RESULTS

Item No. 4: To appoint M/s R. N. Shah & Associates, Practising Company Secretaries as Secretarial Auditors for a period of 5 consecutive years from 01st April, 2025 to 31st March, 2030.

The combined result of remote e-voting and e-voting at the AGM is as under:

i) Voted in favour of Ordinary Resolution

	Remote E-Voting	E-Voting at the AGM	Total
No. of Members voted	96	17	113
Number of valid votes cast by them	6,66,11,868	4,602	6,66,16,470
% of Total number of valid votes cast	99.993	0.007	100

ii) Voted against Ordinary Resolution

	Remote E-Voting	E-Voting at the AGM	Total
No. of Members voted	4	-	4
Number of valid votes cast by them	621	-	621
% of Total number of valid votes cast	100	-	100

iii) Invalid/Abstain Votes

	Remote E-Voting	E-Voting at the AGM	Total
No. of Members whose votes were declared invalid/Abstain	1	-	1
Number of invalid/Abstain votes cast by them	10	-	10

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 4 of the Notice of the AGM dated 11th August, 2025 has been passed with requisite majority.



CONSOLIDATED RESULTS

Item No. 5: To re-appoint Mr. Rashesh Manhar Bhansali, (DIN: 00057931) as an Executive Chairman for another term of five years and pay remuneration for the period of three years with effect from February 1, 2026.

The combined result of remote e-voting and e-voting at the AGM is as under:

i) Voted **in favour** of Special Resolution

	Remote E-Voting	E-Voting at the AGM	Total
No. of Members voted	81	17	98
Number of valid votes cast by them	6,63,05,852	4,602	6,63,10,454
% of Total number of valid votes cast	99.993	0.007	100

ii) Voted **against** Special Resolution

	Remote E-Voting	E-Voting at the AGM	Total
No. of Members voted	19	-	19
Number of valid votes cast by them	3,06,638	-	3,06,638
% of Total number of valid votes cast	100	-	100

iv) **Invalid/Abstain** Votes

	Remote E-Voting	E-Voting at the AGM	Total
No. of Members whose votes were declared invalid/Abstain	1	-	1
Number of invalid/Abstain votes cast by them	10	-	10

Based on the aforesaid result, we report that the **Special Resolution** as set out in Item No. 5 of the Notice of the AGM dated 11th August, 2025 has been passed with requisite majority.



CONSOLIDATED RESULTS

Item No. 6: To approve and pay remuneration to Mr. Anmol Rashesh Bhansali, (DIN: 07931599), Managing Director for the remaining period of his tenure i.e. up to November 24, 2027 with effect from November 25, 2025.

The combined result of remote e-voting and e-voting at the AGM is as under:

i) Voted in favour of Special Resolution

	Remote E-Voting	E-Voting at the AGM	Total
No. of Members voted	81	17	98
Number of valid votes cast by them	6,63,05,303	4,602	6,63,09,905
% of Total number of valid votes cast	99.993	0.007	100

ii) Voted against Special Resolution

	Remote E-Voting	E-Voting at the AGM	Total
No. of Members voted	19	-	19
Number of valid votes cast by them	3,07,188	-	3,07,188
% of Total number of valid votes cast	100	-	100

v) Invalid/Abstain Votes

	Remote E-Voting	E-Voting at the AGM	Total
No. of Members whose votes were declared invalid/ Abstain	1	-	1
Number of invalid/ Abstain votes cast by them	10	-	10

Based on the aforesaid result, we report that the Special Resolution as set out in Item No. 6 of the Notice of the AGM dated 11th August, 2025 has been passed with requisite majority.



- All other relevant records were sealed and handed over to Mr. Rashesh M. Bhansali, Chairman, as authorised by the Board to hand over for safe keeping.

Thanking you,

Yours Faithfully,



(RAJNIKANT N. SHAH)

PROPRIETOR,

R. N. SHAH & ASSOCIATES

COMPANY SECRETARIES

F.C.S. 1629 C.P. 700

PEER REVIEW CERTIFICATE NUMBER: 7025/2025

UDIN: F001629G001356873



PLACE: MUMBAI

DATE: 26TH SEPTEMBER, 2025