

PROCEEDINGS OF THE 39TH ANNUAL GENERAL MEETING OF ASHIANA HOUSING LTD. HELD ON THURSDAY, 25TH SEPTEMBER 2025 THROUGH VIDEO CONFERENCING FROM 11:30 AM TILL 12:08 P.M., ADMINISTERED FROM THE CORPORATE OFFICE AT UNIT NO. 304 & 305, SOUTHERN PARK, SAKET DISTRICT CENTER, SAKET, NEW DELHI – 110 017

PRESENT

Mr. Varun Gupta	Whole-Time Director
Mr. Narayan Anand	Independent Director, and Chairperson of the Audit Committee, Chairperson of the Nomination & Remuneration
Mr. Suraj Krishna Moraje	Independent Director, and Chairperson of the Stakeholder's Relationship Committee, and member of the Audit Committee, Nomination and Remuneration Committee and CSR Committee
Ms. Piyul Mukherjee	Independent Director, and member of the Nomination and Remuneration Committee and CSR Committee

IN ATTENDANCE

Mr. Vikash Dugar	Chief Financial Officer
Mr. Nitin Sharma	Company Secretary

INVITEES

Mr. Abhishek Gupta (Partner)	Representing B. Chhawchharia & Co., Chartered Accountants (Statutory Auditors)
Mr. Ashok Kumar Verma (Senior Partner)	Representing A.K. Verma & Co., Company Secretaries (Secretarial Auditors)

AGENDA NO. 01: ASCERTAINMENT OF QUORUM

After ascertaining the quorum, the Company Secretary declared the meeting in order. Total 73 (members) in person- 5 shareholders belonging to promoter and promoter group category, and 68

For ASHIANA HOUSING LTD.


NITIN SHARMA
Company Secretary

public shareholders representing 6,18,74,783 shares attended the meeting through Video Conference.

AGENDA NO. 02: ELECTION OF CHAIRPERSON

Mr. Varun Gupta was elected as Chairperson of the meeting.

Mr. Varun Gupta took the chair and presided over the meeting.

AGENDA NO. 03: CHAIRPERSON'S SPEECH

Mr. Varun Gupta, Chairperson of the meeting, delivered his speech to the members apprising thereby past performance, present business and prospects of the Company.

AGENDA NO. 04: NOTICE OF THE ANNUAL GENERAL MEETING

The Chairperson then read the first and last paragraph of the AGM Notice dated 12th August 2025, convening the meeting. Thereafter, the Notice, the Balance Sheet as at 31st March 2025, Profit & Loss Account, Notes appended thereto and Cash Flow Statement along with the Director's Report for the year ended on that date were taken as read with the permission of the members present.

AGENDA NO. 05: AUDITOR'S REPORT

As per requirements of the Companies Act, 2013, Auditor's Report dated 30th May 2025 as furnished by Statutory Auditors of the Company M/s. B. Chhawchharia & Co., Chartered Accountants, was taken as read with the permission of members present.

Chairperson further apprised that there were no adverse remarks or any reservation or qualifications either by the Statutory Auditors or by the Secretarial Auditor in their report for the year under review i.e. FY 2024-25.

AGENDA NO. 06: BRIEF BY CHAIRPERSON ABOUT THE E-VOTING FACILITY AVAILABLE TO MEMBERS AND SUBMISSION OF REPORT TO THE CHAIRPERSON BY SCURTINZER ON E-VOTING RESULTS

Chairperson briefed the members present and other attendees at the meeting, that in terms of the provisions of the Companies Act, 2013, and the rules made thereunder, the Company had provided to its members a facility to exercise their right to vote at annual general meeting by remote electronic voting system. Accordingly, the members cast their votes through e-voting during the period from 22nd September 2025 (from 09:00 a.m.) to 24th September 2025 (till 05:00 p.m.) (E-Voting Period). He further apprised that Mr. Ashok Kumar Verma (Practicing Company Secretary)

For ASHIANA HOUSING LTD.


NITIN SHARMA
Company Secretary

C/o. A.K. Verma & Company, Member of ICSI having membership no. 3945, and certificate of practice no. 2568, was appointed by the Board of directors of the Company, as Scrutinizer to scrutinize the votes cast by the members through E-voting.

AGENDA NO. 07: E-VOTING AT THE AGM

Mr. Varun Gupta, Chairperson then informed the members that members can also cast their vote through E-voting during the meeting, which facility would last upto 30 minutes after the conclusion of this meeting.

He further apprised the members that the results of E-Voting (Remote E-voting and E-voting in the AGM) alongwith the Scrutinizer's Report to be declared within 2 working days of the conclusion of the meeting.

Chairperson then requested the members, who have not cast their votes or otherwise not ineligible for voting, to cast their votes electronically during the meeting and read the resolutions stated in the Notice for the members on which the votes were to be cast.

The quorum was present throughout the meeting.

AGENDA NO. 08: Q&A WITH MEMBERS

Mr. Nitin Sharma, Company Secretary of the Company apprised the Chairperson of the meeting and members present thereat, that since the meeting was conducted through Video Conference (VC), members who have registered themselves as speaker shareholders to be accorded the opportunity to speak and ask questions/queries from the management and introduced the speaker shareholders for the said purpose.

Accordingly, 11 speaker shareholders participated in the Q&A session one by one and asked their questions/queries and expressed their views about the business and performance of the Company.

Accordingly, questions/queries of the speaker shareholders were then addressed by Mr. Varun Gupta, Chairperson .

Mr. Nitin Sharma, Company Secretary of the Company further requested the shareholders to write to the company directly their questions if the same could not be addressed in the meeting.

VOTE OF THANKS

There being no other business to transact, Company Secretary requested the Chairperson to give the vote of thanks and announced the meeting concluded.

For ASHIANA HOUSING LTD.


NITIN SHARMA
Company Secretary

The Chairperson then concluded the meeting by giving a vote of thanks to the members and other attendees present and in the AGM.

Thanking You

For Ashiana Housing Limited

For **ASHIANA HOUSING LTD.**



NITIN SHARMA
Company Secretary

Nitin Sharma

(Company Secretary & Compliance Officer)

Mem. No: ACS 21191

A. K. Verma & Co.

Company Secretaries

(PEER REVIEWED- YEAR 2022-2027)

SCRUTINIZER'S REPORT

To,
The Chairman
Ashiana Housing Ltd.
Unit No. 4&5, 3rd Floor, Plot No. D-2,
Southern Park, Saket District Centre,
Saket, New Delhi-110 017

Re: Consolidated Scrutinizer's Report on voting through Remote e-voting and E-voting in 39th AGM of Ashiana Housing Limited held on 25th September, 2025 at 11:30 AM through video conferencing/ other audio visual means in terms of provisions of Section 108 of the Companies Act, 2013 read with rules issued there under and the applicable provisions of the SEBI (LODR) Regulation, 2015

Dear Sir,

A. I, Ashok Kumar Verma, Partner of A. K. Verma & Co, Practicing Company Secretary, had been appointed as Scrutinizer for the 39th Annual General Meeting (AGM), by the Board of Directors of your company, in their meeting held on 12th August 2025 to conduct the following:

Remote e-voting process and to scrutinize the votes cast by the members through E-voting in the AGM of the company pursuant to the provisions of Regulation 44 of SEBI LODR, 2015, Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management & Administration) Rules, 2014.

- B. The Company had availed the remote e-voting facility provided by National Depository Services Limited (NSDL) for conduction of e-voting by the shareholders.
- C. The remote e-voting commenced on 22nd September 2025 at 09:00 A.M. and ends on 24th September 2025 at 05:00 P.M. and remote e-voting through NSDL was blocked thereafter.

13-B, IIND FLOOR, ABOVE, CENTRAL BANK OF INDIA, NETAJI SUBASH MARG,
DARYAGANJ, NEW DELHI-110002

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A. K. Verma & Co.

Company Secretaries

(PEER REVIEWED- YEAR 2022-2027)

- D. The Company had also provided e-voting facility to the members who were present in the Annual General Meeting held on 25th September 2025 wherein members who have not voted in Remote e-voting earlier were allowed to vote electronically during the conduct of AGM. The e-voting at the AGM was open till 30 minutes after the conclusion of the AGM.
- E. For the preparation of the Scrutinizer's Report, votes cast through remote e-voting and votes cast electronically during the AGM received up to 30 minutes after the closure of the AGM on Thursday, 25th September 2025 were considered.
- F. After the closure of the voting at the Annual General Meeting, the report on e- voting (remote e-voting and e-voting done in the AGM) done was generated in my presence and the voting was diligently scrutinized.
- G. I have scrutinized and reviewed the remote e-voting and votes tendered electronically in the AGM based on the data downloaded from the NDSL e-voting system.
- H. As requested by the management, I am submitting herewith a consolidated report on the results of remote e-voting together with the results of e-voting in the AGM in respect of the below mentioned resolutions:

No.	Item No.	Type of Resolution	Mode of Voting
1.	To consider and adopt the audited standalone and consolidated financial statements as at 31st March 2025, and Report of the Board of Directors' and Auditors' thereon.	Ordinary	Remote- Voting + e-voting at the AGM
2.	To declare dividend of INR 1.50 per equity share (i.e. @75%).	Ordinary	Remote e- Voting + e- voting at the AGM
3	To confirm the payment of interim dividend of INR 1 per equity share (i.e. @50%).	Ordinary	Remote e- Voting + e-

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			voting at the AGM
4	To appoint a director in place of Mr. Varun Gupta (DIN: 01666653), who retires by rotation and being eligible for re-appointment, offers to be re-appointed.	Ordinary	Remote e-Voting + e-voting at the AGM
5	To re-appoint Mr. Vishal Gupta (DIN: 00097939) as Managing Director of the Company.	Special	Remote e-Voting + e-voting at the AGM
6	To re-appoint Mr. Ankur Gupta (DIN: 00059884) as Joint Managing Director of the Company.	Special	Remote e-Voting + e-voting at the AGM
7	To re-appoint Mr. Varun Gupta as Whole Time Director of the Company (DIN: 01666653).	Special	Remote e-Voting + e-voting at the AGM
8	To approve payment of remuneration to Executive Directors exceeding 5% of the net profits of the Company.	Special	Remote e-Voting + e-voting at the AGM
9	To provide security against loan including the issue of secured non-convertible debentures/ bonds on private placement Basis.	Special	Remote e-Voting + e-voting at the AGM
10	Appointment of Secretarial Auditors.	Ordinary	Remote e-Voting + e-voting at the AGM

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11	To consider ratification of remuneration of the Cost Auditors	Ordinary	Remote e-Voting + e-voting at the AGM
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For A. K. VERMA & CO
(Practicing Company Secretaries)
ERN: P1997DE091500



26/09/2025

Date: 26.09.2025
Place: New Delhi

ASHOK KUMAR VERMA
Senior Partner
FCS: 3945
CP No: 2568
PR No: 2099/2022
UDIN: F003945G001355900

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RESULTS OF E-VOTING DURING AGM (Annexure to the Scrutinizer's Report)

ASHIANA HOUSING LIMITED	
Date and Time of Annual General Meeting	25 th September 2025, 11:30 A.M.
Total No. of Shareholders on cut-off date (i.e. 18 th September, 2025)	25,619
No. of Shareholders who voted through e-voting (remote e-voting and e-voting in the AGM)	73
Promoters and Promoters Group	5
Public	68

Resolution 1		To consider and adopt the audited standalone and consolidated financial statements as at 31st March 2025, and Report of the Board of Directors' and Auditors' thereon.								
Resolution Required (Ordinary/Special):								Ordinary		
Whether promoter/ promoter group are interested in the agenda/ resolution:								No		
Category	Mode of Voting	No. of shares held	No. of votes cast	% of votes polled on outstanding shares	Details of Votes in-favour			Details of Votes-against		
					No. of Votes	No. of shares for which votes are in favour	% of votes cast in favour	No. of Votes	No. of shares for which votes cast are against	% of votes cast against
Promoter and Promoter Group	Remote e-voting			100	5	61426786	100	0	0	0
	E-voting at the AGM	61426786	61426786	0	0	0	0	0	0	0
	Total(A)	61426786	61426786	100	5	61426786	100	0	0	0

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Public	Remote e-voting	39098071	8699662	22.251	127	8696306	99.961	13	3356	0.039
	E-voting at the AGM		1854	0.005	6	1804	97.303	1	50	2.697
	Total(B)		8701516	22.256	133	8698110	99.961	14	3406	0.039
TOTAL(A+B)		100524857	70128302	69.762	138	70124896	99.995	14	3406	0.005

Resolution 2		To declare dividend of INR 1.50 per equity share Rs.2/- @each (i.e. @75%)								
Resolution Required (Ordinary/Special):								Ordinary		
Whether promoter/ promoter group are interested in the agenda/ resolution:								Yes		
Category	Mode of Voting	No. of shares held	No. of votes cast	% of votes polled on outstanding shares	Details of Votes in-favour			Details of Votes-against		
					No. of Voters	No. of shares for which votes are in favour	% of votes cast in favour	No. of Voters	No. of shares for which votes cast are against	% of votes cast against
Promoter and Promoter Group	Remote e-voting	61426786	61426786	100	5	61426786	100	0	0	0
	E-voting at the AGM			0	0	0	0	0	0	0
	Total(A)			100	5	61426786	100	0	0	0
Public	Remote e-voting	39098071	8699662	22.251	127	8696306	99.961	13	3356	0.039
	E-voting at the AGM		1854	0.005	6	1804	97.303	1	50	2.697
	Total(B)		8701516	22.256	133	8698110	99.961	14	3406	0.039
TOTAL(A+B)		100524857	70128302	69.762	138	70124896	99.995	14	3406	0.005



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Resolution 3		To confirm the payment of interim dividend of INR 1 per equity share (i.e. @50%)								
Resolution Required (Ordinary/Special):								Ordinary		
Whether promoter/ promoter group are interested in the agenda/ resolution:								Yes		
Category	Mode of Voting	No. of shares held	No. of votes cast	% of votes polled on outstanding shares	Details of Votes in-favour			Details of Votes-against		
					No. of Voters	No. of shares for which votes are in favour	% of votes cast in favour	No. of Voters	No. of shares for which votes cast are against	% of votes cast against
Promoter and Promoter Group	Remote e-voting	61426786	61426786	100	5	61426786	100	0	0	0
	E-voting at the AGM			0	0	0	0	0	0	0
	Total(A)			100	5	61426786	100	0	0	0
Public	Remote e-voting	39098071	8699662	22.251	127	8696306	99.961	13	3356	0.039
	E-voting at the AGM		1854	0.005	6	1804	97.303	1	50	2.697
	Total(B)		8701516	22.256	133	8698110	99.961	14	3406	0.039
TOTAL(A+B)		100524857	70128302	69.762	138	70124896	99.995	14	3406	0.005



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Resolution 4		To appoint a director in place of Mr. Varun Gupta (DIN: 01666653), who retires by rotation and being eligible for re-appointment, offers to be re-appointed									
Resolution Required (Ordinary/Special):									Ordinary		
Whether promoter/ promoter group are interested in the agenda/ resolution:									Yes		
Category	Mode of Voting	No. of shares held	No. of votes cast	% of votes polled on outstanding shares	Details of Votes in-favour			Details of Votes-against			
					No. of Voters	No. of shares for which votes are in favour	% of votes cast in favour	No. of Voters	No. of shares for which votes cast are against	% of votes cast against	
Promoter and Promoter Group	Remote e-voting	61426786	61426786	100	5	61426786	100	0	0	0	
	E-voting at the AGM			0	0	0	0	0	0		
	Total(A)			100	5	61426786	100	0	0	0	
Public	Remote e-voting	39098071	8699662	22.251	118	8355730	96.047	22	343932	3.953	
	E-voting at the AGM		1854	0.005	6	1804	97.303	1	50	2.697	
	Total(B)		8701516	22.256	124	8357534	96.047	23	343982	3.953	
TOTAL(A+B)		100524857	70128302	69.762	129	69784320	99.509	23	343932	0.490	



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Resolution 5		To re-appoint Mr. Vishal Gupta (DIN: 00097939) as Managing Director of the Company								
Resolution Required (Ordinary/Special):								Special		
Whether promoter/ promoter group are interested in the agenda/ resolution:								Yes		
Category	Mode of Voting	No. of shares held	No. of votes cast	% of votes polled on outstanding shares	Details of Votes in-favour			Details of Votes-against		
					No. of Vote rs	No. of shares for which votes are in favour	% of votes cast in favour	No. of Vote rs	No. of shares for which votes cast are against	% of votes cast against
Promoter and Promoter Group	Remote e-voting	61426786	61426786	100	5	61426786	100	0	0	0
	E-voting at the AGM			0	0	0	0	0	0	
	Total(A)			100	5	61426786	100	0	0	0
Public	Remote e-voting	39098071	8699662	22.251	126	8695906	99.957	14	3756	0.043
	E-voting at the AGM		1854	0.005	6	1804	97.303	1	50	2.697
	Total(B)		8701516	22.256	132	8697710	99.956	15	3806	0.044
TOTAL(A+B)		100524857	70128302	69.762	137	70124496	99.995	15	3806	0.005



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Resolution 6		To re-appoint Mr. Ankur Gupta (DIN: 00059884) as Joint Managing Director of the Company								
Resolution Required (Ordinary/Special):								Special		
Whether promoter/ promoter group are interested in the agenda/ resolution:								Yes		
Category	Mode of Voting	No. of shares held	No. of votes cast	% of votes polled on outstanding shares	Details of Votes in-favour			Details of Votes-against		
					No. of Voters	No. of shares for which votes are in favour	% of votes cast in favour	No. of Voters	No. of shares for which votes cast are against	% of votes cast against
Promoter and Promoter Group	Remote e-voting	61426786	61426786	100	5	61426786	100	0	0	0
	E-voting at the AGM			0	0	0	0	0	0	
	Total(A)			100	5	61426786	100	0	0	0
Public	Remote e-voting	39098071	8699662	22.251	118	8355730	96.047	22	343932	3.953
	E-voting at the AGM		1854	0.005	6	1804	97.303	1	50	2.697
	Total(B)		8701516	22.256	124	8357584	96.047	23	343982	3.953
TOTAL(A+B)		100524857	70128302	69.762	129	69784320	99.509	23	343982	0.491



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Resolution 7		To re-appoint Mr. Varun Gupta as Whole Time Director of the Company (DIN: 01666653)								
Resolution Required (Ordinary/Special):								Special		
Whether promoter/ promoter group are interested in the agenda/ resolution:								Yes		
Category	Mode of Voting	No. of shares held	No. of votes cast	% of votes polled on outstanding shares	Details of Votes in-favour			Details of Votes-against		
					No. of Voters	No. of shares for which votes are in favour	% of votes cast in favour	No. of Voters	No. of shares for which votes cast are against	% of votes cast against
Promoter and Promoter Group	Remote e-voting	61426786	61426786	100	5	61426786	100	0	0	0
	E-voting at the AGM			0	0	0	0	0	0	
	Total(A)			100	5	61426786	100	0	0	0
Public	Remote e-voting	39098071	8699662	22.251	118	8355730	96.047	22	343932	3.953
	E-voting at the AGM		1854	0.005	6	1804	97.303	1	50	2.697
	Total(B)		8701516	22.256	124	8357584	96.047	23	343982	3.953
TOTAL(A+B)		100524857	70128302	69.762	129	69784370	99.509	23	343982	0.491



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Resolution 8		To approve payment of remuneration to Executive Directors exceeding 5% of the net profits of the Company								
Resolution Required (Ordinary/Special):									Special	
Whether promoter/ promoter group are interested in the agenda/ resolution:									Yes	
Category	Mode of Voting	No. of shares held	No. of votes cast	% of votes polled on outstanding shares	Details of Votes in-favour			Details of Votes-against		
					No. of Voters	No. of shares for which votes are in favour	% of votes cast in favour	No. of Voters	No. of shares for which votes cast are against	% of votes cast against
Promoter and Promoter Group	Remote e-voting	61426786	61426786	100	5	61426786	100	0	0	0
	E-voting at the AGM			0	0	0	0	0	0	
	Total(A)	61426786	61426786	100	5	61426786	100	0	0	0
Public	Remote e-voting	39098071	8699662	22.251	126	8695906	99.957	14	3756	0.043
	E-voting at the AGM		1854	0.005	6	1804	97.303	1	50	2.697
	Total(B)		8701516	22.257	132	8697710	99.956	15	3806	0.044
TOTAL(A+B)		100524857	70128302	69.762	137	70124496	99.995	15	3806	0.005



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Resolution 9		To provide security against loan including the issue of secured non-convertible debentures/ bonds on private placement Basis								
Resolution Required (Ordinary/Special):								Special		
Whether promoter/ promoter group are interested in the agenda/ resolution:								No		
Category	Mode of Voting	No. of shares held	No. of votes cast	% of votes polled on outstanding shares	Details of Votes in-favour			Details of Votes-against		
					No. of Voters	No. of shares for which votes are in favour	% of votes cast in favour	No. of Voters	No. of shares for which votes cast are against	% of votes cast against
Promoter and Promoter Group	Remote e-voting	61426786	61426786	100	5	61426786	100	0	0	0
	E-voting at the AGM			0	0	0	0	0	0	
	Total(A)			100	5	61426786	100	0	0	0
Public	Remote e-voting	39098071	8699662	22.251	126	8695906	99.957	14	3756	0.043
	E-voting at the AGM		1854	0.005	6	1804	97.303	1	50	2.697
	Total(B)		8701516	22.257	132	8697710	99.957	15	3806	0.043
TOTAL(A+B)		100524857	70128302	69.762	137	70124496	99.995	15	3806	0.005



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A. K. Verma & Co.

Company Secretaries

(PEER REVIEWED- YEAR 2022-2027)

Resolution 10		Appointment of Secretarial Auditors								
Resolution Required (Ordinary/Special):								Ordinary		
Whether promoter/ promoter group are interested in the agenda/ resolution:								No		
Category	Mode of Voting	No. of shares held	No. of votes cast	% of votes polled on outstanding shares	Details of Votes in-favour			Details of Votes-against		
					No. of Voters	No. of shares for which votes are in favour	% of votes cast in favour	No. of Voters	No. of shares for which votes cast are against	% of votes cast against
Promoter and Promoter Group	Remote e-voting	61426786	61426786	100	5	61426786	100	0	0	0
	E-voting at the AGM			0	0	0	0	0	0	
	Total(A)			100	5	61426786	100	0	0	0
Public	Remote e-voting	39098071	8699662	22.251	127	8696306	99.961	13	3356	0.039
	E-voting at the AGM		1854	0.005	6	1804	97.303	1	50	2.697
	Total(B)		8701516	22.257	133	8698110	99.961	14	3406	0.039
TOTAL(A+B)		100524857	70128302	69.762	138	70124896	99.995	14	3406	0.005



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Resolution 11		To consider ratification of remuneration of the Cost Auditors								
Resolution Required (Ordinary/Special):								Ordinary		
Whether promoter/ promoter group are interested in the agenda/ resolution:								No		
Category	Mode of Voting	No. of shares held	No. of votes cast	% of votes polled on outstanding shares	Details of Votes in-favour			Details of Votes-against		
					No. of Voters	No. of shares for which votes are in favour	% of votes cast in favour	No. of Voters	No. of shares for which votes cast are against	% of votes cast against
Promoter and Promoter Group	Remote e-voting	61426786	61426786	100	5	61426786	100	0	0	0
	E-voting at the AGM			0	0	0	0	0	0	
	Total(A)			100	5	61426786	100	0	0	0
Public	Remote e-voting	39098071	8699662	22.251	127	8696306	99.961	13	3356	0.039
	E-voting at the AGM		1854	0.005	6	1804	97.303	1	50	2.697
	Total(B)		8701516	22.257	133	8698110	99.961	14	3406	0.039
TOTAL(A+B)		100524857	70128302	69.762	138	70124896	99.995	14	3406	0.005

Notes:

- Based on above remote e-voting and e-voting in the Annual General Meeting (AGM), all the ordinary as well as special - resolutions as mentioned above were passed by the requisite majority of shareholders.



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2. No Voting was conducted through poll as the Annual General Meeting (AGM) was held through Video Conference and not by physical presence of members pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 02/2022 dated May 05, 2022, Circular No. 10/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023 and Circular No. 09/2024 dated September 19, 2024.

Date: 26.09.2025
Place: New Delhi



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