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**NCLIL/SEC/2025-2026****25.09.2025**

<b>Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers, Floor.25, Dalal Street MUMBAI – 400001-Tel No.022-22721234</b>	<b>National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (E), MUMBAI – 400051 Tel:022-26598235</b>
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Dear Sir,

**Proceedings of the 44<sup>th</sup> Annual General Meeting (AGM) held on 25<sup>th</sup> September, 2025.**

This is to inform you that in compliance with Regulation 30 of SEBI (LODR) Regulation 2015, please find here under the proceedings of the 44<sup>th</sup> Annual General Meeting of the Company held on Thursday the September 25, 2025 at 11.00 AM through Video Conference.

Mr. T Arun Kumar, Vice President & Company Secretary delivered welcome address to the members, directors and auditors present at the meeting and participated through Video Conference. He stated that company has provided the facility to Shareholders to cast their vote electronically on the resolutions set forth in the Notice convening Annual General Meeting (AGM) through CDSL e-Voting platform for three days from 22nd September,2025 (9.00AM onwards) to 24<sup>th</sup> September,2025 (up to 5.00M). He stated that share holders who had not cast their votes through e voting facility through remote e Voting are now provided an opportunity to cast their votes through e voting during the meeting and the facility still open for 30 minutes after conclusion of AGM.

Mr. Arun Kumar also stated that M/s Ravi Shankar & Co, Practicing Company Secretaries have been appointed as Scrutinizers to scrutinize the remote e-Voting process and e-voting at the e-AGM in a fair and transparent manner. He also informed that the results of the voting will be submitted to the Stock exchanges within two working days of conclusion of this meeting and will also be displayed on the website of the company and requested the chairman to conduct the proceedings.

Mrs. Renu Challu Chairperson of the Company conducted the proceedings of the Meeting.

The Chairperson ascertained that Quorum was present and called the meeting to order.

The Chairperson introduced all the directors who were present at the meeting and through Video conference.

She then delivered her address explaining the performance of the company during the financial year 2024-25.

Chairperson then commenced the formal agenda items of AGM and with the consent of the members, Notice convening AGM, Directors Report, Auditors Report and Financial Statements for the FY 2024-25 were taken as read.

The Chairperson informed that there are no adverse comments or qualifications in the Auditors Report and Secretarial Auditors Report.

The Chairperson then invited questions from speakers who were registered with the Company in sequential order. Mr. K. Ravi, Vice Chairman, Mr. K. Gautam, Managing Director and Mr. NGVSG Prasad, ED & CFO replied to the questions raised by members suitably.

The following items of business (in brief) as contained in the Notice convening the AGM which were transacted are as under:

## ORDINARY BUSINESS:

1. Consider and Adoption of the Standalone & Consolidated Financial Statements of the Company for the financial year ended March 31, 2025 together with the Reports of Auditors & Directors there on.
2. Approval of Interim Dividend paid and Declaration of final dividend for the financial year 2024-25
3. Appointment of Mrs. Pooja Kalidindi (DIN: 03496114) as Director of the Company, who retires by rotation
4. Appointment of Mr. Utkal B Goradia (DIN: 08641590) as Director of the Company, who retires by rotation

## SPECIAL BUSINESS:

5. Ratification of remuneration of Cost Auditor of the Company for FY 2025-26 - (Ordinary Resolution)
6. Appointment of M/s AJ Sharma & Associates as Secretarial Auditors to conduct the Secretarial Audit for a period of 5 Years from the financial years 2025-26 to 2029-30- **Ordinary Resolution**
7. Appointment of Mrs. Renu Challu (DIN: 00157204) as Independent Director of the Company for a period of 5 Years w.e.f 8<sup>th</sup> August,2025 **Special Resolution**
8. Reappointment of Mr.NGVSG Prasad (DIN: 07515455) as Executive Director &CFO of the Company for a period of 5 Years w.e.f 1<sup>st</sup> October,2025 - **Special Resolution**

The Company Secretary proposed a vote of thanks and stated that the e-voting facility will continue to be available for 30 minutes after conclusion of the meeting and the Results of the voting would be announced after the report of the scrutinizers' was received and will be posted in the websites of Stock Exchanges within two working days after conclusion of the meeting and will also be posted in Company website.

The Chairperson then stated that since all the items of the business slated for the meeting has been taken up, he declared the proceedings of the Annual General Meeting as completed.

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The Chairperson announced the closure of the meeting at 12.00 Noon

The meeting commenced at 11.00 AM and concluded at 12.00 Noon

This is for your information and records

for **NCL INDUSTRIES LIMITED.**

**T. ARUN KUMAR**

Company Secretary & Compliance Officer