

Ref. No. : EIL/SD/39th AGM/2025-2026/1009

Date : 10th September, 2025

To,
General Manager (Listing)
BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai – 400 001
COMPANY CODE : 526608

To,
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra – Kurla Complex,
Bandra (East), Mumbai – 400 051
COMPANY CODE : ELECTHERM

Dear Sir/Madam,

Sub: Proceedings of 39th Annual General Meeting (AGM) of the Company held on Wednesday, 10th September, 2025

Pursuant to Regulation 30(6) read with Part-A of Schedule-III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith proceedings of the 39th Annual General Meeting of the Company.

1. In accordance with the notice dated 29th July, 2025, the 39th Annual General Meeting (“AGM”) of the shareholders of the Company was held on Wednesday, 10th September, 2025 at 10:00 a.m. through Video Conferencing / Other Audio Visual Means (“VC / OAVM”).
2. Mr. Dinesh Mukati, Non-Executive Chairman and Independent Director of the Company chaired the meeting.
3. Mr. Fageshkumar R. Soni, Company Secretary on behalf of the Board of Directors of the Company, welcomed the members present at the 39th AGM and informed that the AGM was held in compliance with the applicable provisions of the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations, 2015”), and circulars issued by Ministry of Corporate Affairs (“MCA”) and Securities and Exchange Board of India (“SEBI”). He further informed that pursuant to MCA and SEBI Circulars, the proxy was not allowed to be appointed to attend and vote at the AGM on behalf of members who was not able to attend the AGM. He further informed the members regarding the procedure of participation through VC / OAVM.
4. The Company Secretary introduced the following Board of Directors present at the 39th AGM through VC / OAVM:

1.	Mr. Dinesh Mukati	Non-Executive Chairman and Independent Director
2.	Mr. Shailesh Bhandari	Executive Vice Chairman and Chairman of CSR Committee
3.	Mr. Suraj Bhandari	Managing Director

ELECTROTHERM (India) Limited

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4.	Mr. Tushar Jani	Whole Time Director
5.	Mr. Pratap Mohan	Independent Director and Chairman of Audit Committee and Nomination and Remuneration Committee
6.	Ms. Nivedita R. Sarda	Independent Director and Chairperson of Stakeholders Relationship Committee

After ascertaining that the necessary quorum was present through VC / OAVM as per the provisions of Section 103(1)(a) of the Companies Act, 2013, the Chairman called the Meeting to order.

CA Hitesh Shah, Partner of M/s. Hitesh Prakash Shah & Co., Chartered Accountants, the Statutory Auditors, CS Shyamsingh Tomar, Proprietor of M/s. Shyamsingh Tomar & Associates, Practising Company Secretary, Secretarial Auditor and CS Bhavya Gaudana, Partner of M/s. Gaudana & Gaudana, Practising Company Secretaries, Scrutinizer were also present at this AGM.

5. Mr. Dinesh Mukati, Chairman and Mr. Suraj Bhandari, Managing Director addressed and appraised the shareholders about the business affairs of the Company during the financial year ended on 31st March, 2025.
6. The Company Secretary informed that as per the statutory requirement, the Annual Report of the Company together with Notice convening the 39th AGM were dispatched to the shareholders by e-mail and also informed about the web-link to download the Annual Report by sending letters to those shareholders whose email id is not registered with Depository Participants or with the Company or Registrar and Transfer Agent (RTA).
7. The Company Secretary further informed the shareholders that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has provided an opportunity to all the shareholders for casting their votes electronically in respect of the businesses transacted at the AGM. The remote e-voting commenced on Sunday, 7th September, 2025 at 9:00 a.m. and ended on Tuesday, 9th September, 2025 at 5:00 p.m. Further, the Company has provided e-voting facility to the shareholders who present in the AGM through VC / OAVM and who had not cast their vote earlier through remote e-voting.
8. Mr. Arvind Gaudana, Senior Partner or failing him Mr. Bhavya Gaudana, Partner of M/s. Gaudana & Gaudana, Practising Company Secretary was appointed as Scrutinizer by Board to scrutinize votes cast through remote e-voting and e-voting at the AGM in a fair and transparent manner.

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9. The following resolutions were moved for voting at the 39th AGM:

Ordinary Resolutions:

- (i) To consider and adopt audited standalone and consolidated financial statements of the Company for the financial year ended on 31st March, 2025 together with report of Board of Directors and Auditors' Report thereon.

Thereafter, the qualified opinion mentioned in the Auditors Report and Secretarial Audit Report as well as the explanations / comments thereof, given by the Board of Directors in their Report were read by the Company Secretary.

- (ii) To appoint a Director in place of Mr. Shailesh Bhandari (DIN: 00058866), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.
- (iii) To ratify the remuneration of the Cost Auditor for the financial year ending on 31st March, 2026.
- (iv) To approve the appointment of M/s. Bharat Prajapati & Co., Practising Company Secretaries as a Secretarial Auditor for five consecutive years.

Special Resolutions:

- (v) To re-appoint Mr. Shailesh Bhandari (DIN: 00058866) as a Managing Director designated as an Executive Vice Chairman of the Company.
- (vi) To re-appoint Mr. Suraj Bhandari (DIN: 07296523) as a Managing Director of the Company.
- (vii) Reclassification of Authorised Share Capital and consequent alteration of Memorandum of Association of the Company.
- (viii) Alteration of Articles of Association of the Company.

Thereafter, with the permission of the shareholders present, the Notice and Boards' Report were taken as read.

10. The Company Secretary invited the Shareholders who had registered themselves as speaker to present their questions/views. Then, the speaker shareholders asked various questions. Mr. Suraj Bhandari, Managing Director addressed the questions asked by the speaker shareholders.

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11. Thereafter, the Company Secretary informed the shareholders that the voting results as required under Regulation 44(3) of the SEBI LODR Regulations, 2015 will be submitted, separately.
12. The Company secretary requested to register email id of those shareholders whose email id is not registered with Depository Participants or Company / RTA. He also requested the shareholders who are holding shares in physical form for KYC and conversion of their physical shares to dematerialised form.

With the permission of the Chairman, the meeting was concluded at 10:55 a.m.

You are requested to kindly take the same on your record.

Thanking You,

Yours faithfully,

For Electrotherm (India) Limited

Fageshkumar R. Soni
Company Secretary and Compliance Officer
Membership No. : F8218

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