





Ref No: PSB/HO/Shares Cell / 40 /2025-26

August 5, 2025

To,

BSE Limited,

Department of Corporate Services,

25th floor, Phiroze Jeejeebhoy Towers, Dalal Street, Fort,

<u>Mumbai – 400 001</u>.

SCRIP ID : PSB

SCRIP CODE : 533295

National Stock Exchange of India Ltd.,

Exchange Plaza, C – 1, Block – G, Bandra Kurla Complex, Bandra (East),

<u>Mumbai – 400 051</u>.

SYMBOL: PSB SERIES: EQ

Dear Sir,

Reg: 15th Annual General Meeting - Submission of Proceedings & Voting Results under SEBI (LODR) Regulations, 2015

We submit that the 15th Annual General Meeting of Punjab & Sind Bank was held today i.e. August 05, 2025 at 11.00 AM through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

In this regard, we are enclosing the Proceedings of the Meeting pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Consolidated Voting Results as submitted by the Scrutinizer.

The meeting ended at 12:15 p.m.

We request you to take a note of the above pursuant to respective SEBI (LODR) Regulations, 2015.

Yours faithfully

Saket Mehrotra Company Secretary





PROCEEDINGS OF THE 15th ANNUAL GENERAL MEETING OF SHAREHOLDERS OF PUNJAB & SIND BANK HELD ON TUESDAY, THE 5th AUGUST, 2025 AT 11.00 A.M. THROUGH VIDEO CONFERENCING. THE DEEMED PLACE OF VENUE IS PUNJAB & SIND BANK, HEAD OFFICE, 21, RAJENDRA PLACE NEW DELHI-110 008.

PRESENT:

1.	Sh. Swarup Kumar Saha	MD & CEO
2.	Sh. Rajeeva	Executive Director
3.	Sh. Vivek Srivastava	RBI Nominee Director
4.	Sh. Shankar Lal Agarwal	Director

62 Shareholders attended the Annual General Meeting through Video Conferencing.

- 1. Sh. Rajesh C Pandey Board Secretary & Chief General Manager, welcomed the shareholders at the 15th Annual General Meeting of shareholders of the Bank and requested the Chairman of the meeting to address the Shareholders and thereafter to take up Agenda items.
- 2. Sh. Swarup Kumar Saha Managing Director and Chief Executive Officer of the Bank, presided over the Meeting in terms of the Regulation 59 of Punjab & Sind Bank (Shares & Meetings) Regulations, 2008.
- The Chairman of the Meeting (the Chairman) welcomed the Shareholders pursuant to Regulation 59 of the Punjab & Sind Bank (Shares and Meetings) Regulations, 2008. Necessary Quorum being present, The Chairman of the Meeting Called the Meeting to Order.
- The Chairman informed that the Bank had published Notice seeking email ids of Shareholders whose email ids were not registered either with the Bank or with the Depositories in Business Standard (Hindi and English Newspapers) on 8th July 2025.
- 5. The Chairman further informed that another notice was published in Business Standard (Hindi and English Newspaper) intimating the mailing of notices and the e-voting instructions on 15th July 2025. The Notice of this Meeting and the Annual Report has been hosted on the website of the Bank and on the websites of NSE & BSE.
- 6. The Chairman then addressed the shareholders. He presented the highlights of the performance of the Bank for the Financial Year 2024-25.



Punjab & Sind Bank (A Govt. of India Undertaking)



- 7. The Chairman then moved the resolutions as per the notice of the 15th AGM:
 - a. <u>Agenda Item No.1</u>: To discuss, approve and adopt the Audited Balance Sheet as at 31st March 2025, Profit and Loss Account of the Bank for the year ended 31st March 2025, Report of the Board of Directors on the working and activities of the Bank for the period covered by the Accounts and the Auditors' Report on the Balance Sheet and Accounts.
 - b. <u>Agenda Item No.2</u>: To Declare dividend for the Financial Year 2024-25. He informed that the Board of Directors of the Bank at its meeting held on 29th April 2025 have recommended dividend at the rate of Rs.0.07 per Equity Share (i.e. 0.70% of the face value) to the shareholders for declaration. The dividend shall be paid to those shareholders whose names appear in the Register of Shareholders maintained by the Bank alongwith the List of Beneficial Shareholders as received from the Depositories as on 29th July 2025, being the record date for the said purpose. The dividend declared will be paid within 30 days from the date of this meeting.
 - c. <u>Agenda Item No.3</u>: Appointment of Sh. Rajeeva as the Executive Director of the Bank.
 - d. <u>Agenda Item No.4</u>: Appointment of Sh. Vivek Srivastava as the RBI Nominee Director of the Bank.
 - e. <u>Agenda Item No.5</u>: Reappointment of Sh. Shankar Lal Agarwal as the Part-time Non-Official Director of the Bank.
 - f. **Agenda Item No.6**: Extension of tenure of Sh. Swarup Kumar Saha as the MD & CEO of the Bank.
 - g. <u>Agenda Item No.7</u>: Appointment of Sh R S Kathuria & Co as the Secretarial Auditor of the Bank for a period of 5 years i.e. FY 2025-26 to 2029-30.
- 8. The Chairman informed that in terms of Regulation 44 of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended, the Bank had provided remote e-voting facility to the shareholders, through Central Depository Services (India) Limited (CDSL) from 10.00 a.m. on 1st August 2025 till 5.00 p.m. on 4th August, 2025. He is also informed that with a view to enable shareholders who had not voted during the remote e-voting





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process and wanted to vote during the AGM, e-voting facility has been provided by CDSL.

- 9. The Chairman requested the shareholders who had not cast their votes to vote on the agenda items during the course of the Meeting.
- 10. The Chairman of the Meeting informed that the Bank has appointed M/s S N Ananthasubramanian & Co, Company Secretaries, as Scrutinizer to oversee the remote e-voting and the e-voting process.
- 11. The Chairman then invited participation of the shareholders on the agenda items as contained in the Notice of this meeting. He also informed that the Bank had received 1 query from a shareholder and that the same would be responded to appropriately.
- 12. 16 Shareholders made their observations / suggestions and raised queries. The Chairman of the Meeting while thanking the shareholders for their participation, responded and provided clarifications wherever necessary.
- 13. The Chairman of the Meeting then announced the conclusion of the discussion and informed that the voting will continue for 15 more minutes and the Meeting will stand closed thereafter.
- 14. Based on the consolidated report (Remote e-voting and E-voting at the Meeting) issued by the Scrutinizer, all the agenda items were declared as passed with Requisite Majority:
 - a. Agenda Item No.1: To discuss, approve and adopt the Audited Balance Sheet as at 31st March 2025, Profit and Loss Account of the Bank for the year ended 31st March 2025, Report of the Board of Directors on the working and activities of the Bank for the period covered by the Accounts and the Auditors' Report on the Balance Sheet and Accounts.

Particulars	Remote E-Voting		E-Voting at EGM			Percentage	
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	332	677,35,19,606	6	1,405	338	677,35,21,011	99.9997
Dissent	23	17,698	0	0	23	17,698	0.0003
Total	355	677,35,37,304	6	1,405	361	677,35,38,709	100.0000

Based on the aforesaid results, we report that the Ordinary Resolution as set out in Item No 1 of the Notice of AGM dated 14th July 2025 has been passed with requisite majority.



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b. Agenda Item No.2: To Declare dividend for the Financial Year 2024-25

Particulars	Remote E-Voting		E-Voting at EGM			Total	Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	336	677,35,20,943	6	1,405	342	677,35,22,348	99.9998
Dissent	19	16,361	0	0	19	16,361	0.0002
Total	355 677,35,37,304		6	1,405	361	677,35,38,709	100.0000

- Based on the aforesaid results, we report that the Ordinary Resolution as set out in Item No 2 of the Notice of AGM dated 14th July 2025 has been passed with requisite majority.
- c. <u>Agenda Item No.3</u>: Appointment of Sh. Rajeeva as the Executive Director of the Bank.

Particulars			E-Voting at EGM			Total		
	Number	Votes	Number	Votes	Number	Votes		
Assent	319	677,31,53,006	5	605	324	677,31,53,611	99.9943	
Dissent	36	3,84,298	1	800	37	3,85,098	0.0057	
Total	355 677,35,37,304		6	1,405	361	677,35,38,709	100.0000	

- Based on the aforesaid results, we report that the Ordinary Resolution as set out in Item No 3 of the Notice of AGM dated 14th July 2025 has been passed with requisite majority.
- d. <u>Agenda Item No.4</u>: Appointment of Sh. Vivek Srivastava as the RBI Nominee Director of the Bank.

Particulars	Remote E-Voting		E-Voting at EGM			Total	Percentage (%)
	Number	ber Votes Number Votes		Number	Votes		
Assent	320	677,31,53,050	4	5	324	677,31,53,055	99.9943
Dissent	34	3,84,158	2	1,400	36	3,85,558	0.0057
Total	354 677,35,37,208		6	1,405	360	677,35,38,613	100.0000

- Based on the aforesaid results, we report that the Ordinary Resolution as set out in Item No 4 of the Notice of AGM dated 14th July 2025 has been passed with requisite majority.
- e. <u>Agenda Item No.5</u>: Reappointment of Sh. Shankar Lal Agarwal as the Part-time Non-Official Director of the Bank.

Particulars	Remote E-Voting		E-Voting at EGM			Percentage (%)	
	Number	Votes	Number	Votes	Number	Votes	
Assent	311	676,88,77,762	4	5	315	676,88,77,767	99.9312
Dissent	42	46,59,251	2	1,400	44	46,60,651	0.0688
Total	353 677,35,37,013		6	1,405	359	677,35,38,418	100.0000







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- Based on the aforesaid results, we report that the Special Resolution as set out in Item No 5 of the Notice of AGM dated 14th July 2025 has been passed with requisite majority.
- f. Agenda Item No.6: Extension of tenure of Sh. Swarup Kumar Saha as the MD & CEO of the Bank.

Particulars	Remote E-Voting		E-Voting at EGM			Percentage (%)	
	Number	Votes	Number	Votes	Number	Votes	
Assent	311	677,34,90,354	4	5	315	677,34,90,359	99.9993
Dissent	44	46,950	2	1,400	46	48,350	0.0007
Total	355 677,35,37,304		6	1,405	361	677,35,38,709	100.0000

- Based on the aforesaid results, we report that the Ordinary Resolution as set out in Item No 6 of the Notice of AGM dated 14th July 2025 has been passed with requisite majority.
- g. Agenda Item No.7: Appointment of Sh R S Kathuria & Co as the Secretarial Auditor of the Bank for a period of 5 years i.e. FY 2025-26 to 2029-30.

Particulars	Remote E-Voting		E-Voting at EGM			Total	Percentage (%)
	Number Votes Number Votes Number Votes		Votes				
Assent	318	676,92,32,513	5	605	323	676,92,33,118	99.9364
Dissent	37	43,04,791	1	800	38	43,05,591	0.0636
Total	355 677,35,37,304		6	1,405	361	677,35,38,709	100.000

• Based on the aforesaid results, we report that the Ordinary Resolution as set out in Item No 7 of the Notice of AGM dated 14th July 2025 has been passed with requisite majority.

The Consolidated Voting Results were also uploaded of the websites of the Bank and of the Stock Exchanges i.e. BSE & NSE.

Date: 05.08.2025 Place: New Delhi

(Saket Mehrotra) Company Secretary



10/25-26, 2nd Floor, Brindaban, Thane (W) – 400 601 T: +91 22 25345648 | +91 22 25432704 E: <u>snaco@snaco.net</u> | W: www.snaco.net ICSI Unique Code: P1991MH040400

05th August 2025,

To,

The Chairman,
Punjab & Sind Bank

NBCC Office Complex, Block 3, East Kidwai Nagar, New Delhi - 110023

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-voting process and e-voting by your shareholders during the 15th Annual General Meeting of your Bank held on Tuesday, 05th August, 2025 through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

S. N. Viswanathan

Managing Partner



SCRUTINIZER'S REPORT

Name of the Bank	Punjab & Sind Bank
Meeting	15 th Annual General Meeting
Day, Date & Time	Tuesday, 05 th August, 2025 at 11.00 A.M.
Deemed Venue	NBCC Office Complex, Block 3, East Kidwai Nagar, New Delhi - 110023
Mode	Through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)

1. Appointment as Scrutinizer

We were appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Shareholders at the Annual General Meeting ("AGM") of **Punjab & Sind Bank** (hereinafter referred to as 'the Bank') held on **Tuesday 05**th **August, 2025 at 11.00 a.m.** through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions, based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the Annual General Meeting

- 2.1. Notices were published in Business Standard (English newspaper and Hindi newspaper editions), having electronic editions specifying the date and time of the AGM, availability of the notice on Bank's website and website of the Stock Exchanges, manner of registration of email ids by the Members (both physical and demat) who are yet to register their email ids with the Bank, manner of voting through remote e-voting or through e-voting system during the AGM, etc.
 - a) Prior to the dispatch of Notice, on 08th July, 2025, pursuant to the relevant circulars issued by the Ministry of Corporate Affairs (MCA) for holding the AGM or other general meetings of Members through Video Conferencing (VC) or Other Audio Visual Means (OAVM);
 - b) Post the dispatch of Notice, on **15**th **July, 2024**, pursuant to the provisions of the The Banking Companies (Acquisition And Transfer Of Undertakings) Act, 1980 and the relevant rules made thereunder.



S. N. ANANTHASUBRAMANIAN & CO

Company Secretaries

- 2.2. The Bank hosted the detailed notice of AGM on its website, website of Central Depository Services Limited (CDSL) (e-voting agency) and also intimated the same to BSE Limited and National Stock Exchange of India Limited on 14th July, 2025.
- 2.3. The Bank has informed that on the basis of the Register of Shareholders and the list of Beneficial Owners made available by MUFG Intime India Private Limited (MUFG), Registrar and Share Transfer Agents ("RTA") of the Bank and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Bank completed dispatch of Notice of AGM on 14th July, 2025 by e-mail to 2,13,212 members who had registered their Email-Ids with the Bank.

3. Cut-off date

Voting rights with respect to the Resolutions proposed at the AGM were reckoned as on **Tuesday**, **29**th **July**, **2025**, being the cut-off date for the purpose of deciding the eligibility of Members for remote e-voting and e-voting at the AGM.

4. Remote e-voting process

4.1. Agency

The Bank appointed CDSL as the agency for providing the platform for remote e-voting and e-voting during the AGM.

4.2. Remote e-voting period

Remote e-voting platform was open from 10.00 a.m. (IST) on Friday, 01st August, 2025 till 05.00 p.m. (IST) on Monday, 04th August, 2025 and Shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the resolution(s) on the remote e-voting platform provided by CDSL.

5. Voting at the Annual General Meeting

5.1. In line 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 Shareholders who have cast their votes through remote e-voting do not vote again during the AGM, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of the Annual General Meeting, to only such details relating to Shareholders who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.

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S. N. ANANTHASUBRAMANIAN & CO

Company Secretaries

5.2. Accordingly, CDSL, the remote e-voting agency provided us with the names, DP ID & Client ID/ folios and shareholding of the Shareholders who had cast their votes through remote e-voting.

6. Counting Process

- 6.1. On completion of e-voting at the AGM, we unblocked the results of the remote e-voting and e-voting by Shareholders at the AGM, on the CDSL's e-voting platform and downloaded the results for scrutiny.
- 6.2. No Shareholder of the Bank other than the Central Government holds more than 10% of total voting rights of all Shareholders of the Bank. Accordingly, provisions of Section 3 (2E) of Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970/80 with respect to restriction of voting rights are not applicable.
- 6.3. All the votes cast by the Shareholders were found to be valid.

7. Results

- 7.1. Consolidated results with respect to the agenda items as set out in the Notice of the AGM dated **14**th **July**, **2025** is enclosed herewith.
- 7.2. Based on the aforesaid results, we report that 6 (Six) Ordinary Resolutions as set out in Agenda Items Nos.1 to 4 and 6 to 7 and 1 (One) Special Resolution as set out in Agenda Item No. 5 of the Notice of the AGM dated 14th July, 2025, have been passed with the requisite majority.

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

ICSI Unique Code: P1991MH040400 Peer Review Cert. No.: 5218/2023

S. N. Viswanathan Managing Partner

FCS: 13685 | COP: 24335

ICSI UDIN: F013685G000936277

05th August, 2025 | Thane

Report of Scrutinizer on remote e-voting and e-voting by Shareholders at the 15th AGM of Punjab & Sind Bank held on 05th August, 2025.



Item No. 1: To discuss, approve and adopt the Audited Balance Sheet of the Bank as at 31st March, 2025, Profit and Loss Account of the Bank for the year ended 31st March, 2025, the Report of the Board of Directors on the working and activities of the Bank for the period covered by the Accounts and the Auditors' Report on the Balance Sheet and Accounts.

Particulars	Remote	e-voting	Voting at th	e AGM	Total		Percentage	
	Number	Votes	Number	Votes	Number	Votes	(%)	
Assent	332	677,35,19,606	6	1,405	338	677,35,21,011	99.9997	
Dissent	23	17,698	0	0	23	17,698	0.0003	
Total	355	677,35,37,304	6	1,405	361	677,35,38,709	100.0000	

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 1** of the Notice of the Annual General Meeting dated **14**th **July, 2025** has been **passed with requisite majority.**

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

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S. N. Viswanathan

Managing Partner

FCS: 13685 | COP: 24335

ICSI UDIN: F013685G000936277



Item No. 2: To declare dividend for the Financial Year 2024-25.

Particulars	Remote	e-voting	Voting at th	e AGM	То	tal	Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	336	677,35,20,943	6	1,405	342	677,35,22,348	99.9998
Dissent	19	16,361	0	0	19	16,361	0.0002
Total	355	677,35,37,304	6	1,405	361	677,35,38,709	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 2** of the Notice of the Annual General Meeting dated **14**th **July, 2025** has been **passed with requisite majority.**

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

S. N. Viswanathan

Managing Partner

FCS: 13685 | COP: 24335

ICSI UDIN: F013685G000936277



Item No 3: To approve appointment of Shri Rajeeva as an Executive Director of the Bank.

Particulars	Remote	e-voting	Voting at th	e AGM	То	tal	Percentage
	Number	Votes	Number	Votes	Number	Votes	99.9943
Assent	319	677,31,53,006	5	605	324	677,31,53,611	99.9943
Dissent	36	3,84,298	1	800	37	3,85,098	0.0057
Total	355	677,35,37,304	6	1,405	361	677,35,38,709	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 3** of the Notice of the Annual General Meeting dated **14**th **July, 2025** has been **passed with requisite majority.**

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

S. N. Viswanathan

Managing Partner

FCS: 13685 | COP: 24335

ICSI UDIN: F013685G000936277



Item No 4: To approve appointment of Shri Vivek Srivastava as the RBI Nominee Director of the Bank.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	320	677,31,53,050	4	5	324	677,31,53,055	99.9943
Dissent	34	3,84,158	2	1,400	36	3,85,558	0.0057
Total	354	677,35,37,208	6	1,405	360	677,35,38,613	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 4** of the Notice of the Annual General Meeting dated **14**th **July**, **2025** has been **passed with requisite majority**.

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

S. N. Viswanathan Managing Partner

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Item No 5: To approve the reappointment of Shri Shankar Lal Agarwal as a Part-time Non-Official Director of the Bank.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	311	676,88,77,762	4	5	315	676,88,77,767	99.9312
Dissent	42	46,59,251	2	1,400	44	46,60,651	0.0688
Total	353	677,35,37,013	6	1,405	359	677,35,38,418	100.0000

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 5** of the Notice of the Annual General Meeting dated **14**th **July, 2025** has been **passed with requisite majority.**

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

S. N. Viswanathan Managing Partner

FCS: 13685 | COP: 24335

ICSI UDIN: F013685G000936277



Item No 6: To approve extension of tenure of Shri Swarup Kumar Saha as the Managing Director & Chief Executive Officer of the Bank.

Particulars _	Remote e-voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	311	677,34,90,354	4	5	315	677,34,90,359	99.9993
Dissent	44	46,950	2	1,400	46	48,350	0.0007
Total	355	677,35,37,304	6	1,405	361	677,35,38,709	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No.** 6 of the Notice of the Annual General Meeting dated **14**th **July, 2025** has been **passed with requisite majority.**

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

S. N. Viswanathan

Managing Partner

FCS: 13685 | COP: 24335

ICSI UDIN: F013685G000936277



Item No 7: To approve the Appointment of M/s R S Kathuria & Co, Practising Company Secretary as the Secretarial Auditor for carrying out Secretarial Audit and Issuance of Annual Secretarial Compliance Report for a term of 5 (five) years from FY 2025-26 to FY 2029-30.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	318	676,92,32,513	5	605	323	676,92,33,118	99.9364
Dissent	37	43,04,791	1	800	38	43,05,591	0.0636
Total	355	677,35,37,304	6	1,405	361	677,35,38,709	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 7** of the Notice of the Annual General Meeting dated **14**th **July, 2025** has been **passed with requisite majority**

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

S. N. Viswanathan

Managing Partner

FCS: 13685 | COP: 24335

ICSI UDIN: F013685G000936277