



27<sup>th</sup> June, 2025

|   |  |
|---|--|
| <b>The Manager, Listing Department,<br/>National Stock Exchange of India Ltd.<br/>Exchange Plaza, Plot No. C-1, Block G,<br/>Bandra Kurla Complex, Bandra (East)<br/>Mumbai - 400 051</b> | <b>The Secretary, Listing Department,<br/>BSE Limited,<br/>Phiroze Jeejeebhoy Towers,<br/>Dalal Street,<br/>Mumbai - 400 001</b> |
| <b>Type of Security: Equity shares<br/>NSE Symbol : GILLANDERS</b>  | <b>Type of Security: Equity shares<br/>BSE Scrip Code : 532716</b>   |

Dear Madam/Sir,

**Sub: Proceedings of the 91st Annual General Meeting (AGM) of the Company.**

**Ref: Compliance under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

We wish to inform you that 91st Annual General Meeting (AGM) of the Company was duly convened on even date through Video Conferencing/ Other Audio Visual Means (VC/OAVM) in compliance with the Circulars issued by Ministry of Corporate Affairs and SEBI from time to time and all other applicable provisions.

A summary of the proceedings of the 91st AGM of the Company, in terms of Regulation 30 read with Sub-Para 13 of Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") has been enclosed for your information and record.

Further, we would like to inform you that all the Resolutions as set out in the Notice for the 91st AGM, dated 9<sup>th</sup> May, 2025 were put to vote through remote e-voting and e-voting system. The voting results will be announced along with the Scrutinizer's Report and will be submitted to you within two (2) working days of conclusion of the AGM as per Regulation 44(3) of the Listing Regulations.

This is for your kind information and dissemination.

Thanking you.

Yours truly,

For **Gillanders Arbuthnot and Company Limited**

---

**Mahesh Sodhani**  
**Managing Director & CEO**  
**(DIN: 02100322)**

**Encl: As above**

**SUMMARY OF THE PROCEEDINGS OF THE 91ST ANNUAL GENERAL MEETING OF THE COMPANY HELD THROUGH VIDEO CONFERENCING ON FRIDAY, 27<sup>TH</sup> JUNE, 2025 AT 10:00 A.M.**

The 91st Annual General Meeting (AGM) of the members of the Company was held today i.e. Friday, 27<sup>th</sup> June, 2025 through video conferencing in accordance with the prescribed circulars issued by Ministry of Corporate Affairs (MCA) and Securities Exchange Board of India (SEBI). The registered office of the Company, C-4, Gillander House, Netaji Subhas Road, Kolkata – 700 001, was deemed to be the venue for this meeting. The meeting commenced at 10:00 a.m.

Mr. Mahesh Sodhani, Managing Director & CEO of the Company warmly welcomed the members to the 91st AGM and thanked them for their continued support to the Company's growth. He briefed the members that the facility to join the meeting was available for 15 minutes post the commencement of the meeting and that a live telecast was simultaneously being hosted on the CDSL website for members to access the proceeding of the meeting real time from anywhere in the world.

He also informed that the members who had intended to participate the meeting as a speaker and had registered themselves with the Company on or before Thursday, 12<sup>th</sup> June, 2025 would be invited to ask their questions or suggestions during the question and answer session which would be opened at the appropriate time in the meeting. He briefed the members regarding the e-voting facility and process of the same. Remote e-voting was kept open from Tuesday, 24<sup>th</sup> June, 2025 at 9:00 A.M. and had ended on Thursday, 26<sup>th</sup> June, 2025 at 5:00 P.M. Members were informed that e-voting was also made available during the meeting for the members who did not cast their vote prior to the meeting.

He further informed that the Company had engaged the services of CDSL as the authorised agency to provide the e-voting facility and Mr. Ashok Kumar Daga, Practicing Company Secretary, was appointed as the Scrutinizer for independently scrutinizing the e-voting process in a fair and transparent manner as specified in Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014. The members were also informed that all the prescribed registers were available for inspection during the meeting.

He then welcomed and introduced the Board Members and the Key Managerial Personnel. He also informed that Mr. Sushil Baral - representative of M/s. JKVS & Co., Statutory Auditors, Mr. Kailash Dhanuka - representative of M/s. K.C. Dhanuka & Co., Secretarial Auditor and Mr. Ashok Kumar Daga, Scrutinizer for the AGM were all present.

He then invited the Chairman to officially open the proceedings of the 91st AGM.

Mr. Arun Kumar Kothari, Chairman of the Company took the Chair and welcomed the members present to the 91st AGM and the requisite quorum being present, the meeting was called to order & open.

With the permission of the members, the Notice of the AGM and both the Statutory Auditors' Report and the Secretarial Auditors' Report with no qualifications, observations, or adverse remarks were taken as read.

Thereafter, the following items of business as set out in the Notice convening the 91st AGM of the Company were proposed for the consideration and approval of members:

| <b>Sr. No.</b> | <b>Business Items</b>  | <b>Ordinary / Special Resolution</b> |
|----------------|--|--------------------------------------|
| 1.             | <b><u>Ordinary Business:</u></b><br>To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended on 31 <sup>st</sup> March, 2025, along with the Reports of the Board of Directors and Auditors thereon. | <b>Ordinary Resolution</b>           |
| 2.             | <b><u>Ordinary Business:</u></b><br>To appoint a Director in place of Mr. Arun Kumar Kothari (DIN: 00051900), who retires by rotation at this Annual General Meeting, and being eligible, offers himself for re-appointment.   | <b>Ordinary Resolution</b>           |
| 3.             | <b><u>Ordinary Business:</u></b><br>To declare and approve payment of dividend on the 7.75% Cumulative Redeemable Preference Shares (CRPS) of the Company for the financial years 2016-17 and 2017-18.   | <b>Ordinary Resolution</b>           |
| 4.             | <b><u>Ordinary Business:</u></b><br>To re-appoint the Statutory Auditors of the Company.   | <b>Ordinary Resolution</b>           |
| 5.             | <b><u>Special Business:</u></b><br>Ratification of Remuneration of Cost Auditor.   | <b>Ordinary Resolution</b>           |
| 6.             | <b><u>Special Business:</u></b><br>Appointment of Secretarial Auditor of the Company.  | <b>Ordinary Resolution</b>           |

Shareholders who had registered themselves as speakers were then invited to express their views or seek clarifications on their questions on the agenda items as set out in the Notice, which were duly responded to by the Managing Director & CEO of the Company.

Thereafter, the Managing Director & CEO informed the members that e-voting would be allowed during the AGM and up to 15 minutes after the conclusion of the AGM for all those members who had not cast their votes through remote e-voting.

He also announced that the e-voting results will be submitted to the Stock Exchanges in the prescribed format and the said results along with the Report of the Scrutinizer will also be placed on the Company's website at [www.gillandersarbuthnot.com](http://www.gillandersarbuthnot.com) and at CDSL website at [www.evotingindia.com](http://www.evotingindia.com). He further informed that the results shall also be placed on the Notice Board of the Company at its Registered Office.

The Meeting concluded at 10:50 a.m. with a vote of thanks.

-----X-----X-----X-----X-----X-----X-----X-----X-----