

Date: December 31, 2025

To
BSE Limited,
Floor 25, P.J. Towers, Dalal Street,
Mumbai 400001

Scrip Code: 524610

Sub: Proceedings of 1st (Post completion of Corporate Insolvency Resolution Process) Annual General Meeting (AGM)

Ref: Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("Listing Regulations")

Dear Sir / Madam,

In accordance with above referred provisions of the Listing Regulations, we wish to inform you that the 1st (Post completion of Corporate Insolvency Resolution Process) Annual General Meeting (AGM) of the Company was held today i.e., on December 31, 2025, at 03:30 P.M. (IST) (start time: 03:39 P.M.) through Video Conferencing (VC).

In this regard, please find enclosed herewith the proceedings of the AGM of the Company.

This is for your information and records.

Thanking You,

Yours faithfully,

For Rathi Graphic Technologies Limited

Nikunj Daga
Managing Director
DIN: 00360712

Encl: A/a



SUMMARY OF THE PROCEEDINGS OF THE 1ST (POST COMPLETION OF CORPORATE INSOLVENCY RESOLUTION PROCESS) ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF RATHI GRAPHIC TECHNOLOGIES LIMITED HELD ON 31ST DECEMBER 2025

The 1st (Post-completion of Corporate Insolvency Resolution Process) Annual General Meeting (“AGM”) of the Members of Rathi Graphic Technologies Limited (“the Company”) was held on Wednesday, December 31, 2025 at 3:30 P.M. (IST) through Video Conferencing (“VC”), in accordance with the applicable provisions of the Companies Act, 2013 read with the rules made thereunder, and in compliance with the General Circulars issued by the Ministry of Corporate Affairs (“MCA”), including Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 02/2022, 10/2022, 09/2023, 09/2024 and 03/2025 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December 28, 2022, September 25, 2023, September 19, 2024 and September 22, 2025 respectively (“MCA Circulars”), and the circulars issued by the Securities and Exchange Board of India (“SEBI”), including SEBI Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, SEBI/HO/CFD/PoD-2/P/CIR/2023/167 dated October 7, 2023 and SEBI/HO/CFD/PoD-2/P/CIR/2024/133 dated October 3, 2024 (“SEBI Circulars”).

Proceedings of the Meeting

Ms. Sameeksha Upreti, Company Secretary, welcomed the Members and other invitees to the AGM and made the requisite statutory disclosures. She confirmed that the AGM was convened and conducted in compliance with the MCA Circulars read with the SEBI Circulars.

The following Directors were present at the AGM:

1. Mr. Gagninder Kumar Gandhi – Independent Director and Chairman of the Audit Committee, Nomination & Remuneration Committee and Stakeholders’ Relationship Committee
2. Mr. Sukesh Thirani – Independent Director
3. Ms. Jyoti Jha – Non-Executive, Non-Independent Director

The Company Secretary thereafter introduced the Directors and other invitees. Mr. Sameer Kishore Bhatnagar, Practicing Company Secretary, Secretarial Auditor and Scrutinizer for the AGM, attended the Meeting through VC. Mr. Himanshu Garg, representative of M/s H.G. & Co., Chartered Accountants, Statutory Auditors of the Company, also attended the Meeting through VC.

It was informed that all statutory registers and other documents referred to in the Notice of the AGM were made available for inspection in electronic mode throughout the duration of the Meeting.

Mr. Nikunj Daga, Chairman and Managing Director of the Company, chaired the Meeting and then delivered his speech.

Requisite quorum being present, the Chairman called the Meeting to order. Forty-five (45) Members attended the AGM through VC. Since the AGM was conducted through VC pursuant to the MCA and SEBI Circulars, the facility for appointment of proxies was not available.



Thereafter the Company Secretary informed the Members that the Annual Report for the financial year 2024-25, along with the Notice of the AGM, had been circulated electronically within the prescribed timelines to those Members whose email addresses were registered with the Company/Registrar and Share Transfer Agent/Depositories. In respect of Members whose email addresses were not registered, physical communication containing the web link and complete path for accessing the Annual Report and AGM Notice was duly sent.

With the consent of the Members, the Notice convening the AGM, the Board's Report and the Reports of the Statutory Auditors and the Secretarial Auditor were taken as read. The Chairman informed the Members that there were no qualifications, observations or adverse remarks in the Statutory Auditors' Report having any material bearing on the functioning of the Company. He further clarified that the observations in the Secretarial Audit Report pertained to the period prior to acquisition of control by the present management and were self-explanatory in nature. Accordingly, the same were taken as read with the consent of the Members.

Businesses Transacted

The following items of business, as set out in the Notice of the AGM, were placed before the Members:

Ordinary Business

1. Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon.
2. Appointment of M/s H.G. & Co., Chartered Accountants, as Statutory Auditors of the Company.

Special Business

3. Appointment of Mr. Sameer Kishore Bhatnagar, Practicing Company Secretary, as Secretarial Auditor of the Company.
4. Appointment of Ms. Jyoti Jha (DIN: 10930742) as Director of the Company.
5. Appointment of Mr. Nikunj Daga (DIN: 00360712) as Managing Director of the Company.
6. Appointment of Mr. Gagninder Kumar Gandhi (DIN: 10934329) as Independent Director of the Company.
7. Appointment of Mr. Sukesh Thirani (DIN: 01933959) as Independent Director of the Company.
8. Adoption of a new set of Articles of Association of the Company.

The Company Secretary invited Members who had registered themselves as speakers to address the Meeting. However, none of the registered speaker shareholders attended the AGM. Members who had not registered as speakers were provided the facility to submit queries through the communication box on the NSDL platform. No queries were received from the Members.

Voting and Conclusion

The Members were informed that the remote e-voting facility for the AGM commenced on Sunday, December 28, 2025, at 9:00 A.M. and concluded on Tuesday, December 30, 2025, at 5:00 P.M. Members holding shares as on the cut-off date, i.e., Wednesday, December 24, 2025, were eligible to cast their votes through remote e-voting.

The Members were informed that those who had not cast their votes through remote e-voting were provided the facility to vote electronically during the AGM.



The resolutions as set out in the Notice were taken up for voting through electronic means. It was announced that the consolidated results of voting, along with the Scrutinizer's Report, would be declared within the prescribed time after conclusion of the AGM and would be uploaded on the website of the Company at www.rathigraphic.com; on the website of NSDL; and submitted to BSE Limited.

Thereafter, with the permission of the Chairman, the Company Secretary concluded the Meeting at 3:55 P.M. (IST) with a vote of thanks to all the participants and informed that the e-voting window would remain open for 15 minutes from the conclusion of the AGM.

The e-voting concluded at 04.10 pm (IST).

Thanking You,

Yours faithfully,

For Rathi Graphic Technologies Limited

Nikunj Daga

Managing Director

DIN: 00360712

