

**1ST (POST COMPLETION OF CORPORATE INSOLVENCY RESOLUTION PROCESS) ANNUAL
GENERAL MEETING TRANSCRIPT**

Date	:	December 31, 2025 (Wednesday)
Time	:	03:30 P.M. (IST)

COMPANY SECRETARY	<p>Ladies and Gentlemen,</p> <p>I extend a warm welcome to all the Members to the 1st (Post completion of Corporate Insolvency Resolution Process) Annual General Meeting of Rathi Graphic Technologies Limited. This Meeting is being held through Video Conferencing / Other Audio-Visual Means on the platform provided by NSDL, in compliance with the applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.</p> <p>Before commencing the proceedings of the Meeting, I would like to brief the Members on certain important instructions for participation:</p> <ul style="list-style-type: none">• The facility to participate in the AGM through VC/OAVM has been provided to the Members. The facility is available on a first-come-first-serve basis, except for large shareholders, promoters, directors, key managerial personnel, auditors, and other persons as required under applicable laws. The Meeting is being webcast live for all shareholders, as stated in the AGM Notice.• Members participating in the Meeting may submit their questions or comments through the Question Box facility. These questions shall be taken up towards the end of the Meeting.• Participation of Members through VC/OAVM shall be reckoned for the purpose of quorum in accordance with Section 103 of the Companies Act, 2013 and the MCA circulars. The facility for appointment of proxies is not applicable for this Meeting. The proceedings of this AGM shall be deemed to be conducted at the Registered Office of the Company.• The Company has provided remote e-voting facility as well as e-voting during the AGM through NSDL to enable Members to exercise their voting rights.• Mr. Sameer Kishore Bhatnagar, Practicing Company Secretary (Membership No. 30997; COP No. 13115), has been appointed as the Scrutinizer to scrutinize the remote e-voting process as well as the e-voting conducted during the AGM.• The voting results, along with the Scrutinizer's Report, shall be placed on the website of the Company and also on the websites of NSDL and BSE Limited.• The recorded video of the AGM proceedings and the transcript of the Meeting shall be uploaded on the website of the Company. <p>Before proceeding further, I would like to introduce the Board Members and other key officials present at this Meeting through VC/OAVM:</p>
------------------------------	--

	<ul style="list-style-type: none"> • Mr. Nikunj Daga, Chairman and Managing Director of the Company; • Mr. Gagninder Kumar Gandhi, Independent Director and Chairman of the Audit Committee, Nomination & Remuneration Committee, and Stakeholders' Relationship Committee; • Mr. Sukesh Thirani, Independent Director; • Ms. Jyoti Jha, Non-Executive Non-Independent Director; • Ms. Geeta, Chief Financial Officer of the Company; • Mr. Himanshu Garg, representing M/s H.G. & Co., Chartered Accountants, Statutory Auditors of the Company; • Mr. Sameer Kishore Bhatnagar, Practicing Company Secretary, Secretarial Auditor and Scrutinizer for the Meeting. <p>The Statutory Registers and documents required to be made available for inspection at the AGM have been kept open for inspection in electronic mode during the continuance of the Meeting. Members desirous of inspecting the same may send their request to the email address mentioned in the AGM Notice.</p> <p>I now request Mr. Nikunj Daga, Chairman, to address the Members.</p>
CHAIRPERSON (Mr. Nikunj Daga)	<p>I am pleased to welcome you all to the 1st (Post completion of Corporate Insolvency Resolution Process) Annual General Meeting of the Company. The Company has made all feasible efforts to enable Members to participate in this AGM through VC/OAVM and to cast their votes on the items of business placed before the Meeting. The requisite quorum being present, I call the Meeting to order.</p> <p>It is an honour to address you for the first time as the Chairman of the Company. This AGM marks a significant milestone in the Company's journey, as it is the first Annual General Meeting following the successful completion of the Corporate Insolvency Resolution Process under the Insolvency and Bankruptcy Code, 2016.</p> <p>The past few years have been challenging, marked by financial stress, regulatory proceedings, and a prolonged resolution and implementation phase. With the approval and implementation of the Resolution Plan, the Company has emerged from this period with a renewed structure, reconstituted Board, and a clear path forward.</p> <p>I place on record my sincere appreciation to all stakeholders—financial and operational creditors, employees, regulators, and shareholders—for their patience and support during this period. I also acknowledge the efforts of the Resolution Professional, the Monitoring Committee, and the Successful Resolution Applicant, whose contributions were instrumental in achieving this outcome.</p> <p>Pursuant to the implementation of the Resolution Plan, management and control of the Company were handed over to the new Board with effect from February 7, 2025. The present Board is committed to restoring operational stability, strengthening governance standards, and working diligently towards sustainable growth and value creation.</p>

	<p>While the road ahead will require discipline, transparency, and focused execution, we remain confident about the Company's future prospects.</p> <p>I thank you for your continued trust and support and look forward to your cooperation as we embark on this new chapter of Rathi Graphic Technologies Limited.</p> <p>Thank you.</p> <p>I now request the Company Secretary to continue with the proceedings of the Meeting.</p>
COMPANY SECRETARY	<p>The Notice convening this Annual General Meeting, together with the audited financial statements of the Company for the financial year ended March 31, 2025, and the Reports of the Board of Directors and the Auditors thereon, have already been circulated to the Members within the prescribed timelines. Physical communication containing the web link and navigation path for accessing the Annual Report and AGM Notice has also been sent to those Members whose email addresses were not registered with the Company.</p> <p>With the consent of the Members present, the Notice of the AGM and the Report of the Board of Directors are taken as read.</p> <p>The Statutory Auditors' Report, read together with the notes forming part of the financial statements, is self-explanatory and does not contain any qualification, reservation, or adverse remark. Accordingly, with the consent of the Members, the same is taken as read.</p> <p>The observations made by the Secretarial Auditor relate to a period prior to the transfer of management and control to the present Board pursuant to the Resolution Plan. Accordingly, the Company is not in a position to offer specific comments thereon. The Secretarial Audit Report is therefore taken as read.</p>
COMPANY SECRETARY	<p>The following resolutions are proposed to be passed in this meeting:</p>
1.	<p>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 Auditors thereon</p>
2.	<p>Appointment of M/s H.G. & Co, Chartered Accountants as Statutory Auditors of the Company</p>
3.	<p>Appointment of Mr. Sameer Kishore Bhatnagar, Practicing Company Secretary as the Secretarial Auditor of the Company</p>
4.	<p>Appointment of Ms. Jyoti Jha (DIN: 10930742) as Director of the Company</p>
5.	<p>Appointment of Mr. Nikunj Daga (DIN: 00360712) as Managing Director of the Company</p>
6.	<p>Appointment of Mr. Gagninder Kumar Gandhi (DIN: 10934329) as Independent Director of the Company</p>

7.	Appointment of Mr. Sukesh Thirani (DIN: 01933959) as Independent Director of the Company
8.	Adoption of new set of Articles of Association
COMPANY SECRETARY	<p>We now move on to our discussion with the members who have registered themselves as speakers with the Company for raising their queries.</p> <p>I will quickly share a few guidelines for the Q&A session.</p> <p>We will request the pre-registered shareholders to ask their questions one by one.</p> <ol style="list-style-type: none"> 1. Members are requested to unmute their microphone on their names being called before speaking and they may also enable their webcam, if they wish to appear on the video. 2. Members are requested to mention their name and location. 3. Each shareholder will have two minutes for their queries in order to give opportunity to all other pre-registered shareholders. 4. Once you have asked the question, you can mute yourself and continue to watch the proceedings. 5. To avoid repetition, the answers to all the questions will be provided by the management towards the end. <p>Members may also note that the Company reserves the right to limit the number of members asking questions depending on the availability of time and those members who are unable to speak due to connectivity issues would be allowed to speak once the other members have been given a chance to speak.</p> <p>Those members, who have not registered themselves as speakers can communicate and share their comments or queries, if any, through communication box appearing on the screen. Company would reply to all those queries within 15 days. Members are requested to also quote their email id along with the query on communication box.</p> <p>Thank you. Now I request the operator to invite the speaker shareholders with us.</p> <p>Do we have any speaker shareholder who has registered already?</p>
RTA	<p>Those who want to speak, please raise your hand.</p> <p>Three speakers have registered and all of them have not joined the meeting.</p>
Company Secretary	So shall we proceed further?
RTA	<p>If any speaker, any shareholder wants to speak, please raise your hand or write in chat box.</p> <p>There is no speaker, please continue.</p>

COMPANY SECRETARY	<p>Okay. 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.</p> <p>Members present at the AGM who have not exercised their voting rights through remote e-voting may now vote through the e-voting facility available during the Meeting. The e-voting window shall remain open for the next 15 minutes.</p> <p>All the resolutions set out in the Notice of the 1st Post-CIRP AGM shall be deemed to be passed on December 31, 2025, subject to receipt of the requisite majority of votes.</p> <p>The Scrutinizer shall, after the conclusion of the voting process, submit a consolidated Scrutinizer's Report. The results of the voting shall be declared within the prescribed time and shall be placed on the website of the Company, NSDL, and BSE Limited.</p> <p>I thank all the Members for their participation and support. There being no other business to transact, with the permission of the Chairman, I hereby conclude the proceedings of the 1st Post-CIRP Annual General Meeting of the Company.</p> <p>Members are requested to cast their votes, if not already done, within the remaining voting period.</p> <p>Thankyou everyone.</p>
RTA	<p>Voting line has been opened till 16:10 PM. So, if any shareholder who has not cast their vote, please cast your vote. Thank you.</p>