



RUPA & COMPANY LIMITED

Date: September 01, 2025

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai - 400 001

Ref: NSE Symbol- RUPA / BSE Scrip Code- 533552

Sub: Proceedings of the 40th Annual General Meeting held on September 01, 2025

Dear Sir/ Madam,

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Part A of Schedule III (as amended), we enclose herewith a summary of proceedings of the 40th Annual General Meeting of Rupa & Company Limited ('the Company') held through Video Conferencing/Other Audio Visual Means (VC/OAVM) on Monday, September 01, 2025 at 12.30 p.m. (IST).

Voting Results and Scrutinizer's Report pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 will be submitted separately within the prescribed time.

Kindly take the same on record.

Thanking you.

Yours faithfully,
For Rupa & Company Limited

Sumit Jaiswal
Company Secretary & Compliance Officer

Encl: As above



Summary of the Proceedings of the 40th Annual General Meeting of the Company

The 40th Annual General Meeting (AGM) of the members of **RUPA & COMPANY LIMITED** (the Company) was held today, i.e. on Monday, September 01, 2025 at 12.30 p.m. (IST) through Video Conferencing/Other Audio Visual Means (VC/OAVM). The Meeting was conducted in accordance with the relevant Circulars issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI) and in compliance with the relevant provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

The meeting commenced at 12.30 p.m. (IST) and concluded at 2:00 p.m. (IST) (including the time allowed for e-voting at AGM).

At the commencement of the Meeting, Mr. Sumit Jaiswal, Company Secretary and Compliance Officer, welcomed the Members attending the AGM and briefed about the general guidelines to be followed during the Meeting. It was informed that the Company has provided remote e-Voting facilities to all its Members through National Securities Depositories Limited (NSDL) and such remote e-Voting facility opened on Friday, August 29, 2025 at 9:00 a.m. (IST) and concluded on Sunday, August 31, 2025 at 5:00 p.m. (IST), and that the option to vote electronically was also available during the AGM.

Members were further apprised that the Statutory Registers as maintained under Companies Act, 2013 along with other relevant documents as required, were kept accessible electronically during the continuance of the Meeting.

Thereafter, he introduced the Directors and other Officials of the Company who have joined the meeting from various locations.

All Directors including the respective Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee attended the meeting from their respective locations.

The representative of Statutory Auditors and Secretarial Auditor of the Company were present at the AGM.

Mr. Prahlad Rai Agarwala, Chairman of the Company, presided over the Meeting and welcomed all the members. As the requisite quorum was present, the AGM was called to order. The Chairman, delivered his speech and apprised the members about the Company's financial performance, highlights of the Company's business and Corporate Social Responsibility initiatives undertaken by the Company.

With the consent of the Members present, the Notice convening the AGM and the Auditor's Report for the financial year ended March 31, 2025 were taken as read. There were no qualifications, observations or adverse remarks in the reports of the Statutory Auditor and Secretarial Auditor.

Thereafter, the following formal items of business were taken up as per the Notice dated May 21, 2025, convening the 40th Annual General Meeting of the Company:

Ordinary Business:		
Item No.	Agenda Item	Type of Resolution
1.	Adoption of: (a) the Audited Standalone Financial Statement of the Company for the Financial Year ended March 31, 2025, and the Reports of the Directors and the Auditors thereon; (b) the Audited Consolidated Financial Statement of the Company for the Financial Year ended March 31, 2025, and the Report of the Auditors thereon.	Ordinary Resolution
2.	Declaration of Dividend of 300% i.e. ₹ 3/- per equity share of the face value of ₹1/- each, fully paid up, for the Financial Year ended March 31, 2025.	Ordinary Resolution
3.	Approval for re-appointment of Mr. Mukesh Agarwal (DIN: 02415004), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, seeks re-appointment.	Ordinary Resolution
4.	Approval for re-appointment of Mr. Vikash Agarwal (DIN: 00230728), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, seeks re-appointment.	Ordinary Resolution
Special Business:		
Item No.	Agenda Item	Type of Resolution
5.	Approval for re-appointment of Mr. Ghanshyam Prasad Agarwala (DIN: 00224805), as Whole-time Director of the Company for a further period of 5 (five) years with effect from April 01, 2026.	Special Resolution
6.	Approval for re-appointment of Mr. Kunj Bihari Agarwal (DIN: 00224857), as Managing Director of the Company for a further period of 5 (five) years with effect from April 01, 2026.	Special Resolution
7.	Approval for appointment of M/s. MKB & Associates, Practising Company Secretaries, as the Secretarial Auditor of the Company for a term of 5 (five) consecutive years commencing from April 01, 2025 till March 31, 2030.	Ordinary Resolution

After tabling the aforesaid items of business, the registered speaker shareholders were invited to raise their queries or give their suggestions, if any. A total of ten (10) members expressed their views and asked for clarifications which were duly noted and addressed by the Chief Financial Officer of the Company.



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Members who had not cast their vote through remote e-Voting were requested to cast their votes using the e-voting facility available for next 15 minutes after the conclusion of the AGM.

It was informed that Mr. Raj Kumar Banthia, Practicing Company Secretary, Partner of M/s. MKB & Associates, was appointed as the Scrutinizer for the purpose of scrutinizing the voting process through remote e-Voting and e-Voting in the AGM. Further the results of e-Voting along with the Scrutinizer's Report will be declared on or before September 03, 2025 and will be displayed on the Company's website and on the website of NSDL and will also be communicated to the respective Stock Exchanges.

The Chairman then concluded the meeting with a vote of thanks.

The e-voting facility was kept open for the next 15 minutes, to enable the Members to cast their votes.

Notes:

- i. ***The Company will separately intimate the results of e-voting and Scrutinizer's Report to the Stock Exchanges and will also place it on the website of the Company.***
- ii. ***This document does not constitute minutes of the proceedings of the Annual General Meeting of the Company.***