CG Power and Industrial Solutions Limited
Registered Office:
CG House, 6th Floor, Dr Annie Besant Road, Worli, Mumbai 400 030, India
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Corporate Identity Number: L99999MH1937PLC002641

Smart solutions.
Strong relationships.

Our Ref: COSEC/071/2025-26

24th July 2025

By Portal

The Corporate Relationship Department
BSE Limited
1st Floor, New Trading Ring,
Rotunda Building,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 001

Scrip Code : 500093

The Assistant Manager - Listing
National Stock Exchange of India Limited
Exchange Plaza, Bandra-Kurla Complex
Bandra (East),
Mumbai 400 051

Scrip Code : CGPOWER

Dear Sir/Madam,

Sub: Proceedings of the 88th Annual General Meeting of CG Power and Industrial Solutions Limited ("the Company") pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI LODR"**), brief proceedings of the 88th Annual General Meeting ("**AGM**" or "**Meeting**") of the Company held today i.e. on Thursday, 24th July, 2025 at 3.00 p.m. (IST) through Video Conferencing ("**VC**") / Other Audio Visual Means ("**OAVM**") are enclosed.

The AGM was held without physical presence of the Members at a common venue, in compliance with the General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020 and subsequent circulars issued in this regard, the latest being General Circular No. 09/2024 dated 19th September, 2024, issued by the Ministry of Corporate Affairs and SEBI Circular(s) dated 12th May, 2020 and subsequent circulars issued in this regard, the latest being Circular dated 3rd October, 2024 issued by the Securities and Exchange Board of India and in compliance with the provisions of the Companies Act, 2013 ("**the Act**") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to transact the businesses as stated in the Notice dated 6th May, 2025 convening the AGM. The proceedings of the AGM were deemed to be conducted at the Registered Office of the Company.

Pursuant to the provisions of Section 107 of the Act, there was no voting on the Resolution by Show of Hands at the AGM as the voting at the Meeting was conducted through e-voting system.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For **CG Power and Industrial Solutions Limited**

SANJAY KUMAR CHOWDHARY
Digitally signed by SANJAY KUMAR CHOWDHARY
Date: 2025.07.24 17:43:04 +05'30'

Sanjay Kumar Chowdhary
Company Secretary and Compliance Officer

Encl: As above

Summary of Proceedings of the 88th Annual General Meeting ("AGM" or "Meeting") of CG Power and Industrial Solutions Limited pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In accordance with Circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India and in compliance with the provisions of the Companies Act, 2013 ("**the Act**") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI LODR**"), the 88th AGM of the Members of CG Power and Industrial Solutions Limited ("**the Company**") was held today i.e. on Thursday, 24th July, 2025 at 3.00 p.m. (IST) through Video Conferencing ("**VC**")/ Other Audio Visual Means ("**OAVM**"), without physical presence of the Members at a common venue. The proceedings of the AGM were deemed to be conducted at the Registered Office of the Company.

As per the attendance records, 80 Members attended the Meeting through VC/OAVM facility.

Mr. Vellayan Subbiah, Chairman of the Board took the chair, presided over the AGM and welcomed the Members to the 88th AGM of the Company. After ascertaining that the requisite quorum was present, the Chairman called the Meeting to order.

The Statutory Auditors and Secretarial Auditors of the Company and the Scrutinizer appointed to scrutinize the remote e-voting and e-voting during the AGM were also present at the Meeting.

The Chairman welcomed the Members joining through VC and introduced the Directors present at the Meeting and confirmed that Mr. Mammen Chally, Independent Director of the Company could not join the Meeting due to personal reasons. He also introduced the Key Managerial Personnel attending the Meeting.

The Chairman then delivered his address to the Members of the Company.

The Notice of the 88th AGM of the Company along with the Explanatory Statement annexed thereto was taken as read.

The Chairman informed the Members that the Auditors' Report on the Audited Financial Statements of the Company for the financial year ended 31st March, 2025 did not have any qualifications or observations or comments on financial transactions or matters having any adverse effect on the functioning of the Company and hence the same was not required to be read under the Companies Act, 2013.

The Chairman also informed that the Report of the Secretarial Auditor of the Company did not have any qualifications or observations or remarks.

The Chairman then informed that in view of the MCA Circulars and SEBI Circulars, the Meeting was held through VC.

The Chairman further informed that all the Resolutions forming part of the Notice of AGM were recommended by the Board of Directors for the approval of the Shareholders. Since the Resolutions were put to vote through remote e-voting and e-voting during the AGM, formal proposing and seconding of the Resolutions was not required.

The Chairman further informed that the Company had taken all the requisite steps to enable the Members to participate through VC and vote on the ordinary and special businesses being conducted at the AGM.

The Chairman stated that the Company had provided the Members the facility to cast their vote electronically, on the Resolutions set forth in the Notice of the AGM. He further informed the Members that the Company had availed electronic voting platform **("e-voting")** of National Securities Depository Limited **("NSDL")** and had provided remote e-voting and e-voting facility during the AGM to the Members to allow them to cast their votes on the Resolutions as set forth in the Notice convening the AGM. The remote e-voting started from **Sunday, 20th July, 2025 at 9:00 a.m. (IST) and ended on Wednesday, 23rd July, 2025 at 5:00 p.m. (IST).**

The Chairman stated that the Board of Directors had appointed Mr. Prashant S. Mehta, Proprietor of M/s. P. Mehta & Associates, Practicing Company Secretaries, as the Scrutinizer to scrutinize the remote e-voting and e-voting during the AGM in a fair and transparent manner.

The Chairman informed that since the Meeting was held through VC, the facility for appointment of Proxies by the Members was not available for the AGM. He also stated that the statutory registers as required under the Companies Act, 2013 and other relevant documents mentioned in the Notice of AGM were also available for inspection.

The Chairman further stated that the certificate of M/s. Parikh & Associates, Practicing Company Secretaries, Secretarial Auditors of the Company, confirming that the Company has implemented the Employee Stock Option Plan 2021 in accordance with the provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 was available for inspection by the Members.

The following items of businesses as laid down in the Notice of the AGM were transacted at the Meeting:

Ordinary Business:

Item no. 1: Resolution for adoption of Standalone Financial Statements for the Financial Year ended 31st March, 2025.

Item no. 2: Resolution for adoption of Consolidated Financial Statements for the Financial Year ended 31st March, 2025.

Item no. 3: Resolution for confirmation of Interim Dividend of ₹ 1.30/- per Equity Share of ₹ 2/- each as dividend for the Financial Year 2024-25.

Item no. 4: Resolution for re-appointment of Mr. M A M Arunachalam, Director who retires by rotation and being eligible, offers himself for re-appointment.

Special Business:

Item no. 5: Special Resolution for Re-appointment of Mrs. Vijayalakshmi Rajaram Iyer (DIN: 05242960) as Non-Executive Independent Director of the Company for the 2nd term of five consecutive years.

Item no. 6: Special Resolution for Re-appointment of Mr. P S Jayakumar (DIN: 01173236) as Non-Executive Independent Director of the Company for the 2nd term of five consecutive years.

Item no. 7: Special Resolution for Payment of Commission to Mr. M A M Arunachalam (DIN: 00202958), Non-Executive Director of the Company.

Item no. 8: Ordinary Resolution for appointment of M/s. Parikh & Associates, Company Secretary(ies) in Practice as Secretarial Auditors of the Company for a term of 5 (Five) consecutive years (from FY 2025-26 to FY 2029-30).

Item no. 9: Ordinary Resolution for Ratification of remuneration payable to Cost Auditor for the Financial Year ending 31st March 2026.

The Chairman then invited the Members who had registered themselves as speakers to ask their questions or express their views through the VC platform on the businesses to be transacted at the AGM. Responses to the queries raised by the Members, were provided by the Chairman.

The Members who attended the AGM through VC/OAVM facility and had not cast their votes through remote e-voting facility were provided an opportunity to cast their votes through the e-voting system during the Meeting and upto 15 minutes after the conclusion of the Meeting.

The Chairman then stated that the results of voting will be declared within the prescribed timelines by notifying to the Stock Exchanges and publishing it on the Company's website as well as on website of NSDL.

The Meeting concluded at 03:55 p.m. with a vote of thanks to the Members and others for participating in the Meeting.

For **CG Power and Industrial Solutions Limited**

SANJAY KUMAR CHOWDHARY
Digitally signed by SANJAY KUMAR CHOWDHARY
Date: 2025.07.24 17:44:41 +05'30'

Sanjay Kumar Chowdhary
Company Secretary and Compliance Officer